FILE NO. 240051 RESOLUTION NO.

[Airport Professional Services Agreement Modification - PGH Wong & Partners JV - Project Management Support Services for the Courtyard 3 Connector Project - Further Modifications Not to Exceed $45,400,000]

Resolution approving Modification No. 11 to Airport Contract No. 10072.41, Project Management Support Services for the San Francisco International Airport, Courtyard 3 Connector Project with PGH Wong & Partners JV, a joint venture consisting of PGH Wong Engineering, Inc., and Avila and Associates Consulting Engineers, Inc., to increase the Contract amount by $20,400,000 for a new not to exceed the amount of $45,400,000 for services with no change to the term, pursuant to Charter, Section 9.118(b); and making findings under the California Environmental Quality Act.

WHEREAS, The San Francisco International Airport Courtyard 3 Connector Project ("Project") is constructing a new pre-security and post-security connector between Terminal 2 and Terminal 3, as well as an adjacent building for office space, tenant lease space, passenger amenities, and lounges; and

WHEREAS, On December 19, 2017, by Resolution No. 17-0321, the Airport Commission ("Commission") awarded Contract No. 10072.41, Project Management Support Services for the Project ("Contract"), to PGH Wong & Partners JV, a joint venture then consisting of PGH Wong Engineering, Inc., CFWright Consulting, LLC, and Avila and Associates Consulting Engineers, Inc., in the not to exceed amount of $3,250,000 for the first year of services; and

WHEREAS, The Contract scope of work includes project-level management, design, and construction management services, project controls, contract administration, cost estimating services, and field inspections for the Project; and

WHEREAS, Effective September 1, 2018, the Airport Director approved Modification No. 1, updating overhead rates with no changes to the Contract amount or term; and

WHEREAS, On February 19, 2019, by Resolution No. 19-0030, the Commission approved Modification No. 2, increasing the Contract not to exceed amount to $8,250,000 for services and extending the term through March 12, 2020; and

WHEREAS, Effective October 18, 2019, the Airport Director approved Modification No. 3, updating labor rates with no changes to the Contract amount or term; and

WHEREAS, On November 5, 2019, by Resolution No. 19-0273, the Commission approved Modification No. 4, increasing the Contract not to exceed amount to $17,250,000 and extending the term through June 30, 2022, and directing the Commission Secretary to seek Board of Supervisors' approval of Modification No 4; and

WHEREAS, Commission staff neither executed nor sought the Board of Supervisors' approval of Modification No. 4 because, after Commission adoption of Resolution No. 19-0273, Commission staff learned joint venture member CFWright Consulting, LLC had resigned from the joint venture PGH Wong & Partners JV, and therefore, Commission staff did not seek Board of Supervisors' approval of Modification No.4; and

WHEREAS, On February 18, 2020, by Resolution No. 20-0028, the Commission approved a revised Modification No. 4, increasing the Contract not to exceed amount to $9,750,000 for services and extending the term through June 30, 2022, and acknowledged CFWright Consulting LLC's withdrawal as a member of the joint venture PGH Wong & Partners JV; and

WHEREAS, On February 18, 2020, by Resolution No. 20-0029, the Commission approved Modification No. 5 to the Contract, increasing the not to exceed amount to $17,250,000 with no change to the contract term and directing the Commission Secretary to

seek Board of Supervisors' approval of the proposed increase to the Contract's not to exceed amount; and

WHEREAS, 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

WHEREAS, Effective July 1, 2020, the Airport Director approved Modification No. 6, updating labor rates with no changes to the Contract amount or term; and

WHEREAS, On April 5, 2022, by Resolution No. 22-0055, the Commission approved Modification No. 7 to extend the Contract through December 31, 2023, with no change to the Contract amount, and adding a subcontractor firm to the list of approved subcontractors; and

WHEREAS, Effective November 21, 2022, the Airport Director approved Modification No. 8, modifying the Contract to include new classifications, a new subconsultant, and labor rates with no changes to the Contract term or Contract amount; and

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

WHEREAS, On February 7, 2023, by Resolution No. 045-23, the Board of Supervisors approved an amended Modification No. 9 to the Contract increasing the not to exceed amount by $7,750,000 for a new Contract not to exceed amount of $25,000,000, under San Francisco Charter Section 9.118(b); and

WHEREAS, Effective June 1, 2023, the Airport Director approved Modification No. 10, modifying the Contract to include a new subconsultant and increase the direct labor rates with no changes to the Contract term or Contract amount; and

WHEREAS, On January 16, 2024, by Resolution No. 24-0005, the Commission approved Modification No. 11 to the Contract, increasing the not to exceed amount by $20,400,000 for a new Contract amount not to exceed $45,400,000 and extending the Contract term for services through January 25, 2027, and directing the Commission Secretary to seek Board of Supervisors' approval of the proposed increase to the Contract's not to exceed amount; and

WHEREAS, Charter, Section 9.118(b) provides that modifications exceeding $500,000 for agreements entered into by a department, board, or commission requiring anticipated expenditures of ten million dollars or more, shall be subject to approval by the Board of Supervisors by resolution; and

WHEREAS, After reviewing the information regarding the Project, the San Francisco Planning Department, Environmental Planning Division ("Planning Department") prepared a Preliminary Negative Declaration for the Project, dated May 24, 2017, which was thereafter amended to respond to a comment received during the public review period, and a Final Negative Declaration ("FND") (File No. 2016-000857ENV), dated July 28, 2017, was issued by the Planning Department, all in accordance with the California Environmental Quality Act (California Public Resources Code, Section 21000, et seq.) ("CEQA"), the State CEQA Guidelines (14 Cal. Code Regs. Section 15000, et seq.), and Chapter 31 of the San Francisco Administrative Code; and

WHEREAS, In issuing the FND, the Planning Department determined that the Project would not have a significant effect on the environment; and

WHEREAS, By Resolution No. 17-0188 dated August 15, 2017, the Commission adopted the FND for the Project and adopted the findings under CEQA; and

WHEREAS, Since the FND has been finalized, there have been no substantial Project changes and no substantial changes in Project circumstances that would require major

revisions to the FND due to the involvement of new significant environmental effects or an increase in the severity of previously identified significant impacts, and there is no new information of substantial importance that would change the findings set forth in the FND; and

WHEREAS, The Board has considered the FND and finds that there is no substantial evidence that the Project will result in a significant impact on the environment and that the FND reflects the City's independent judgment and analysis; now, therefore, be it

RESOLVED, That the Board of Supervisors adopts the FND, and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby approves Modification No. 11 to Airport Contract No. 10072.41, Program Management Support Services for the San Francisco International Airport Courtyard 3 Connector Project, with PGH Wong & Partners JV, a joint venture consisting of PGH Wong Engineering, Inc., and Avila and Associates Consulting Engineers, Inc., increasing the Contract amount by $20,400,000 for a new total Contract not to exceed amount of $45,400,000; a copy of Modification No. 11 is contained in Board of Supervisors File No. 240051 along with the Contract and all previously executed modifications; and, be it

FURTHER RESOLVED, That within thirty (30) days of Modification No. 11 being fully executed by all parties, the Commission shall provide a copy to the Clerk of the Board for inclusion in the official file.