

SAN FRANCISCO AIRPORT COMMISSION



MINUTES

October 18, 2016

9:00 A.M.

**Room 400 - City Hall
#1 Dr. Carlton B. Goodlett Place
(400 Van Ness Avenue)
City and County of San Francisco**

EDWIN M. LEE, MAYOR

COMMISSIONERS

LARRY MAZZOLA

President

LINDA S. CRAYTON

Vice President

ELEANOR JOHNS

RICHARD J. GUGGENHIME

PETER A. STERN

IVAR C. SATERO

Airport Director

**SAN FRANCISCO INTERNATIONAL AIRPORT
SAN FRANCISCO, CALIFORNIA 94128**

Minutes of the Airport Commission Meeting of
October 18, 2016

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AIRPORT COMMISSION MEETING MINUTES
October 18, 2016

A. CALL TO ORDER:

The regular meeting of the Airport Commission was called to order at 9:00 AM in Room 400, City Hall, San Francisco, CA.

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B. ROLL CALL:

Present: Hon. Larry Mazzola, President
Hon. Eleanor Johns
Hon. Richard J. Guggenhime
Hon. Peter A. Stern

Hon. Linda S. Crayton, Vice President arrived at 9:06 AM

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C. ITEMS INITIATED BY COMMISSIONERS:

There were no items initiated by Commissioners.

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D. ACTION ITEMS RELATING TO ADMINISTRATION, OPERATIONS & MAINTENANCE:

Item No. 1 was approved unanimously upon a motion by Commissioner Guggenhime and a second by Commissioner Johns.

1. Modification No.. 7 to Contract No. 9273.66 - Design-Build Services for the Long Term Parking Garage No. 2 Project - Nibbi Bros Associates, Inc. - \$125,105,688

No. 16-0262	Resolution approving Modification No. 7 to Contract No. 9273.66, Design-Build Services for the Long Term Parking Garage No. 2 Project, with Nibbi Bros Associates, Inc., in an amount of \$125,105,688 for a new contract amount of \$143,440,723, with a new contract duration of 1,430 consecutive calendar days, and a corresponding amount in contingency authorization.
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Mr. Geoff Neumayr, Chief Development Officer ... this item requests your approval of Modification No. 7 for the Long Term Parking Garage No. 2 Design Build Contract with Nibbi Bros Associates for Phase C1 approval of the full contract value for the design build contract. This modification for the design build contract will increase the not to exceed amount by \$125.1 million to establish a new not to exceed contract final amount of \$143.4 million, with a corresponding amount of contingency authorization, and establish a new contract duration of 1,430 consecutive calendar days.

The programming phase is now complete and the schematic design phase is

nearing completion. The programming phase has defined the scope and the estimated total Guaranteed Maximum Price. The current project forecast remains within the current approved five year capital budget, and appropriate levels of contingency have been included in this forecast. The original proposed contract budget for this contract was \$67.6 million and was based on a 3,000 stall parking garage estimated in the original CIP budget approval in 2012. The current approved budget was increased in the Five Year Capital Improvement Program approved by the Commission on July 1, 2016. This increase addressed recent escalation costs of parking facilities in the Bay Area, and the additional added scope required to meet the current needs of parking lot at Lot DD. At the time the RFQ/P was issued the market had not seen significant escalation. Since the issuance of the RFQ/P the marketplace has seen significant escalation in the range of approximately 14%, increasing the cost per stall from \$23,000 to \$26,000. During the programming phase the project has added new scope that was not previously anticipated, but is now required to meet the current demands. This scope includes increasing the parking garage capacity by 600 spaces to meet our current forecast; adding Net Zero Energy features including photo voltaic panels to meet our net zero initiatives in the project; Parking Guidance System and Cellular Technologies; infrastructure required for electric charging stations; new pedestrian bridges connecting to the new Lot DD AirTrain Station and existing parking garage which was not included in the 2012 scope; and, additional utility improvements required to meet the current 2016 demand.

This scope has been evaluated by staff and determined that it's a sound business case to include this added scope. This modification will provide for design services and all trade packages for the project. Nibbi will competitively bid all the trade packages as required by the San Francisco Administrative Code. Staff will return to the Commission should the forecast amount exceed the approved final contract amount by more than 7.5% of the approved contract value. The City's Contract Monitoring Division has approved a 25% LBE sub-consultant goal for design services and a 17% LBE sub-contracting goal for construction services. Nibbi is committed to meeting these contract goals.

Commissioner Guggenhime ... I can remember being on the Parking Commission that a low ball bid would be submitted ... and I'm not saying that they would do this ... I expect that they do a great job, but I just want to make sure that they don't win the bid and then come back and say we can't do that, we have to change it. You know what I'm saying? Is that a problem at all?

Mr. Neumayr ... this was not a low bid job. This was part of design build where they join us in the programming phase. All the added scope was actually done between the 2012 time frame and now and was requested by the Airport. And most of these things are related to our increased forecast for the Airport. For example, we're adding 600 spaces because we could and we found a way to do it, which was a great thing to do. The technologies for the parking guidance systems are all brand new. They are things that are being incorporated in parking structures ... the electric cars, those are all brand new things that are coming our way.

Commissioner Mazzola ... after Nibbi picks sub-contractors, do you come back to

the Commission?

Mr. Neumayr ... if there are any changes that are requested that go outside of the map.

Commissioner Mazzola ... I don't understand what that means. If they go over the budget, you come back to us?

Mr. Neumayr ... if they go over the full contract amount that you are approving today, we would come back to you and explain the reason why.

Commissioner Mazzola ... so we're not approving the sub-contractors?

Mr. Neumayr ... only within the \$143 million that you're approving right now.

Commissioner Mazzola ... so we don't see a list of sub-contractors?

Mr. Neumayr ... you will be provided with the list of sub-contractors as they go through and we will keep you informed of the buyout of the project.

Commissioner Mazzola ... I think that's different than what we were doing. I thought when you did packages it showed the sub-contractors and what their bid was.

Mr. Neumayr ... for example, in Terminal 2 and T3 East, we did come back with trade package sets at regular intervals. We have proposed that we go ahead and report back to you on the buyout of our projects.

Commissioner Mazzola ... why did we change the practice?

Mr. Ivar Satero, Airport Director ... because of the number of contracts coming up we proposed a new process to the Commission where we would come to you with a proposal for a guaranteed maximum price, which is what this is, and then if anything exceeds that guaranteed maximum price we would return with a recommendation. If the Commission would like to return to the old process of trade packages and the bidding process, we are glad to do that.

Commissioner Mazzola ... I think it's important to see the trade packages. We always had that before and when we changed it, I might have been napping because I don't remember changing it.

Mr. Satero ... we'll go back to that.

Commissioner Mazzola ... I think it's important for us to see that.

Mr. Neumayr ... I'll be more than happy to do that.

Item No. 2 was approved unanimously upon a motion by Commissioner Johns and a second by Commissioner Guggenhime.

2. Award of Professional Services Contract No. 8465C.41 - Project Management Support Services for the Superbay Hangar Fire Protection System Replacement Project - C M Pros - \$882,804

No.16-0263 Resolution awarding Professional Services Contract No. 8465C.41, Project Management Support Services for the Superbay Hangar Fire Protection System Replacement Project, to C M Pros in an amount not to exceed \$882,804 for the first year of services.

Mr. Neumayr ... this item seeks award of Project Management Support Services to C M Pros for the Superbay Hangar Fire Protection Replacement Project. This awards the first year of services in an amount not to exceed \$882,804. This past February the aging existing fire suppression, a system within the Superbay Hangar, failed an emergency fire watch and immediate repairs were made as interim measures were made to provide for the code-required safety of the facility occupants. This project is for the complete replacement of the existing fire suppression system and will provide for an automated permanent long term viable solution, and eliminate the need for any future fire watches.

The scope of services for this contract is for Project Management Support Services. These services will include preconstruction and design management services; project control services including cost and schedule management; and, construction management and inspection services.

Three proposals were received and a three-member selection panel was convened to rank and score the technical qualifications and interviews. All four firms were invited to an oral interview. Based on the scores of the proposals, staff determined that C M Pros was the highest ranked proposer. The final scores included an LBE bonus as appropriate and certified. C M Pros is a new LBE prime consultant to the Airport and we are glad they have been successful in this pursuit. Staff has negotiated the scope, terms and conditions of the contract. The anticipated not to exceed amount of this contract is \$2.2 million for a duration of 32 months. Staff will return to the Commission each year to renew this contract based on the consultant's performance. CMD has approved a 20% LBE sub-consultant participation goal for this contract.

Item No. 3 was approved unanimously upon a motion by Commissioner Johns and a second by Commissioner Stern.

3. Award of Professional Services Contract No. 9322.41 - Project Management Support Services for the Renovation of Cargo Buildings 900 and 944 Project C M Pros - \$750,000

No. 16-0264 Resolution awarding Professional Services Contract No. 9322.41, Project Management Support Services for the Renovation of Cargo Buildings 900 and 944

Project, to C M Pros in an amount of \$750,000 with a contract duration of 22 months.

Mr. Neumayr ... this item seeks award of the Project Management Support Services Contract to C M Pros for the renovation of the Cargo Buildings 900 and 944 Project in the amount not to exceed \$750,000 for a duration of 22 months. This project will upgrade two existing cargo buildings to extend their useful life and to provide flexible leaseable space for multiple tenants. The scope of services is for Project Management Support Services which includes both construction and design management services, project control services, as well as construction management and inspection services required to manage the project.

Six proposals were received and a four-member selection panel was convened to rank and score the technical qualifications. The four highest ranked firms were invited to an oral interview. Staff has determined that C M Pros was the highest rated proposal and again, these scores included an LBE rating bonus as appropriate and certified. As I mentioned earlier, C M Pros is a new LBE to the Airport and we are glad that they were also successful in this second pursuit. Staff has negotiated the scope, terms and conditions of this contract, and the anticipated not to exceed amount of this contract is \$750,000 with a duration of 22 months. CMD has approved a 21% LBE sub-consultant participation goal and the consultant is committed to meeting this goal.

Commissioner Johns ... It's unusual to see the same company win two bids on the same calendar. They seem to have good scores on both proposals.

Mr. Neumayr ... and there were two different selection panels as well. As part of our process we make sure that they are completely independent.

Commissioner Johns ... it's relatively unusual.

Mr. Neumayr ... it's really unusual, but a good story for us. We have a new LBE prime working for us.

Commissioner Johns ... thank you.

Commissioner Mazzola ... once again, we use to be able to see what each person bid, and we would compare that bid to our Engineer's estimate. Now, what we're getting is scores from a panel.

Mr. Neumayr ... this is a consulting contract to manage the construction contract, so it's a time and materials contract at a not to exceed amount. It's a qualification-based selection.

Commissioner Mazzola ... thank you for correcting me.

Item No. 4 was approved unanimously upon a motion by Commissioner Crayton and a second by Commissioner Guggenhime.

4. Award of Professional Services Contract No. 50052 - Airport Information and Guest Assistance Services - Hallmark Aviation Services, L.P. - \$11,550,000

No. 16-0265 Resolution awarding Professional Services Contract No. 50052, for Airport Information and Guest Assistance Services to Hallmark Aviation Services, L.P., for a term of eighteen months, in an amount not to exceed \$11,550,000 with three two-year term extension options exercisable at the sole discretion of the Commission.

Mr. Christopher Birch, Director, Guest Experience Director ... I'm seeking award of Contract No. 50052 for Airport Information and Guest Assistance Services to Hallmark Aviation Services. The Airport currently provides essential information and queuing services for more than 8 million customers annually at the Airport Information Desk and in the Federal Inspection Area of the Customs facility. These services are currently provided via separate agreements and by separate vendors. On March 15, 2016 SFO sought your approval to issue a Request for Proposals combining these necessary services into one agreement and expand operational hours and staffing to meet increased demand. Additionally SFO will supplement lost & found services by working in partnership with the San Francisco Police Department to offer those services 24 hours/day. Upon receiving your approval in March, an RFP was issued. SFO evaluated two proposals and negotiated with the highest ranked proposer, Hallmark Services. I'm pleased to tell you there were no protests. The contract's LBE component estimated at 40% and additionally the City's Worker Retention policy will ensure that all staff members currently providing these services with these two companies, will be offered positions with Hallmark or the sub-contractor. There is no impact to any current City positions. We would like to formally award this contract and proceed to the Board of Supervisors for their approval as well.

Commissioner Stern ... by consolidating these vendors, are you lowering the cost of services?

Mr. Birch ... the cost of the service overall is increasing due to the expanded hours. The Information Desks aren't open long enough to handle current customer demand. We were asking to open them earlier, at 8:00 am. and keep them open until midnight to handle arrivals. We're also expanding these services to the International Terminal, knowing that the International Terminal is very busy in the evening and we generally have a cut-off at 8:00 pm with the current vendor. So, we're increasing those hours. We also haven't seen an increase in staffing in the Customs facility. It's not nearly what we need so we're dramatically increasing the staffing in that facility there.

Commissioner Johns ... I'm glad to hear that the current company is going to be taken over by this Hallmark. Correct?

Mr. Birch ... Hallmark decided to partner with the current provider, Polaris Research and Development, for Information Desk Services. They've been a

contractor of the Airport for 29 years. They are now the sub-contractor. There will be no change for those staff members and there will be some additional staff.

Commissioner Johns ... is this is more coordinating?

Mr. Birch correct. The provider whose staff is currently in the Customs facility have other work at the Airport, but all of those employees will be offered positions with Hallmark Aviation, and we're very happy about that.

Commissioner Johns ... at the same rate, or above?

Mr. Birch ... a little bit above.

Commissioner Johns ... is the Police Department taking over all lost & found?

Mr. Birch ... they currently perform lost & found services. We would like to supplement those services and be able to offer customers information and resources 24 hours a day, which is currently not available.

Commissioner Johns ... will this be uniform or civilian?

Mr. Birch ... civilians.

Commissioner Johns ... with the Police Department?

Mr. Birch ... no, these will be Hallmark employees who will supplement the services and collect items or provide information to customers during the evening so that we're reachable 24 hours a day.

Commissioner Guggenhime ... is that a three-person panel?

Mr. Birch ... yes.

Commissioner Guggenhime ... what is the configuration of the panel?

Mr. Birch ... a former Deputy Director of Operations and a consultant. I'm drawing a blank on my third person.

Item No. 5 was approved unanimously upon a motion by Commissioner Mazzola and a second by Commissioner Guggenhime.

5. Authorization to Issue a Request for Qualifications/Proposals for Contract No. 11002.66 - Design-Build Services for the International Terminal Checked Baggage Inspection System Modernization Program and Baggage Handling System Improvements Project

No. 16-0266

Resolution authorizing the Director to issue a RFQ/P for Contract No. 11002.66, Design-Build Services for the International Terminal Checked Baggage

Inspection System Modernization Program and
Baggage Handling System Improvements Project.

Mr. Neumayr ... this item approves the issuance of a RFQ/P for Design Build Services for the International Terminal Checked Baggage Inspection Systems Modernization Program and Baggage Handling System Improvements Project. The TSA's recapitalization program will provide for the upgrade and replacement of the Checked Baggage Inspection system and the Checked Baggage Resolution Area for the International Terminal building. The Airport previously procured a design build contract for the International Terminal and the Boarding Area F Baggage Handling System upgrades however, the Airport put this contract on hold due to ongoing issues with the TSA furnished screening equipment and its affect on Airport and airline operational capacity. Staff determined it was in the best interest of the Airport to close out the previous design build contract effective March 31, 2015. Following successful discussions with TSA, this project is now ready to resume and will be funded by TSA. This contract will provide for design build services for the replacement and upgrade of mechanical, electrical and network equipment that are required to insure reliable baggage handling system operations for the TSA, the airlines, and our Airport. In addition, this contract will address the increased passenger growth with improvements to the baggage handling system in the International Terminal that will provide improved reliability, redundancy, and capacity.

The estimated value of this contract is \$84.6 million with a duration of 36 months. Staff will convene a selection panel to review and score the proposals and the oral interviews. Staff will prepare a recommendation of award for your approval following the successful negotiations with the highest ranked responsive proposer. This is a Federally funded project and therefore staff will establish a Federal Disadvantaged Enterprise best efforts goal for this contract. .

Commissioner Guggenhime ... do we know what the TSA contribution will be?

Mr. Neumayr ... we have an Other Transaction Agreement and it's roughly 90% of the value of the contract.

* * *

E. CONSENT CALENDAR OF ROUTINE ADMINISTRATIVE MATTERS:

The Consent Calendar, Item Nos. 6 through 9, was moved by Commissioner Stern and seconded by Commissioner Guggenhime. The vote to approve was unanimous.

6. Modification No. 4 to Contract No. 10050.71 - Construction Manager/General Contractor Services for the Fire House No. 3 and South Field Checkpoint Relocation Project - Overaa & Co. - \$2,941,116

No. 16-0267

Resolution approving Modification No. 4 to Contract No. 10050.71, Construction Manager/General Contractor Services for the Fire House No. 3 and South Field Checkpoint Relocation Project with C.

Overaa & Co., in an amount of \$2,941,116 for a new contract amount of \$31,943,716.

Commissioner Johns ... I don't understand this interior layout design.

Mr. Neumayr ... as we started the initial buyout of this contract there were some modifications requested by the Fire Department downtown. They wanted to provided standards. It wasn't necessarily revisions to existing scope, it was things that are more standard with what they want downtown. This is incorporated in the design phase but we had started the buyout already and you had previously approved a tentative GMP. This is just a reconciliation of what that scope of work was actually worth on this project.

Commissioner Johns ... wasn't something added on much later?

Mr. Neumayr ... it was added on well into the design during their review and it was off from the initial programming, but it is compliant with current City standards. They wanted to make sure that our firehouses are consistent with everything they are doing downtown. It was brought to our attention a little late. But, it's important that we accommodate to make sure we consistent with downtown.

7. Award Contract No. 50078 - Monitor Dynamics, Inc. Access Control System Maintenance and Support Services - G4S Secure Integration, LLC - \$310,000

No. 16-0268 Resolution awarding Contract No. 50078 to G4S Secure Integration, LLC for Monitor Dynamics, Inc. Access Control System maintenance and support services, in an amount not to exceed \$310,000 for a period of two years with two one-year renewal options exercisable at the sole discretion of the Commission.

8. Authorization to Accept and Expend State of California 9-1-1 Emergency Communications Reimbursement Funds of up to \$255,000 to Upgrade the San Francisco Airport's 9-1-1 Telephone System

No. 16-0269 Resolution authorizing the acceptance and expenditure of the State of California 9-1-1 Emergency Communications Branch reimbursement funds up to the amount of \$255,000 for upgrading the San Francisco International Airport's 9-1-1 Telephone System.

9. Reimbursement to Southwest Airlines Co. for Certain Costs Associated with the Terminal 1/ Boarding Area B Renovation ("T1 Program") - \$391,666

No. 16-0270

Resolution approving a reimbursement to Southwest Airlines Co., in an amount not to exceed \$391,666, for certain costs related to its temporary relocation to accommodate the projects under the T1 Program.

* * *

G. PUBLIC HEARING:

The Public Hearing was convened at 9:27 AM. There being no public comment, the Public Hearing closed at 9:31 AM. Item No. 10 was approved unanimously upon a motion by Commissioner and a second by Commissioner .

10. Public Hearing to Receive Comments on the Proposed Amendments to the Airport's Rules and Regulations and to Vote on Adoption of the Proposed Amendments

No. 16-0271

Public hearing and resolution to approve amendments to the following Sections in the Airport's Rules and Regulations:

1. Definitions
3. General
4. Operation of Motor Vehicles
5. Aircraft Operation
6. Fire and Safety
7. Security
8. Environmental Standards
13. Free Speech and Expressive Activities
14. Enforcement and Administrative Appeal Procedure

Mr. Ralf Ruckelshausen, Director, Safety and Security ... SFO continues to periodically review and amend Airport Rules and Regulations to ensure they're properly aligned and meet the needs of our Airport community. Therefore, we're proposing amendments to Sections 1, 3, 4, 5, 6, 7, 8, 13 and 14 of the Airport Rules and Regulations. Highlights include addressing the functions of Airport Operations and Security Bulletins, updating safety requirements for ground equipment and aircraft operations, streamlining emergency communications to a single 9-1-1 number, enhancing environmental standards for refuse and hazard material management, and housekeeping requirements in our common use areas. These amendments allow us to address the ever-changing operational needs and align with the Airport's core value, Safety and Security is Our First Priority. We will continue to periodically refine these Rules and Regulations so that they remain applicable. With that, I recommend that this Commission adopt Amendments to Sections 1, 3, 4, 5, 6, 7, 8, 13, and 14 of the Airport Rules and Regulations as set forth in Attachments A, B, and C.

* * *

H. NEW BUSINESS:

Discussion only. This is the "Public Comment" section of the calendar. Individuals may address the Commission on any topic within the jurisdiction of the Airport

Commission for a period of up to two (2) minutes. Please fill out a "Request to Speak" form located on the table next to the speaker's microphone and submit it to the Commission Secretary.

There were no requests to speak.

* * *

I. CORRESPONDENCE:

There was no discussion by the Commission.

* * *

J. CLOSED SESSION:

CONFERENCE WITH LEGAL COUNSEL

The Commission voted unanimously to into closed session upon a motion by Commissioner Crayton and a second by Commissioner Guggenlime. The public meeting recessed at 9:34 AM and the closed session was convened.

(a) Public comment on all matters pertaining to this agenda item.

(b) Discussion and vote in open session pursuant to the Brown Act (California Government Code §54956.9) and the Sunshine Ordinance (San Francisco Administrative Code §67.10(d)) on whether to invoke the attorney-client privilege and conduct a closed session to confer with legal counsel. ACTION ITEM.

(c) [PROSPECTIVE CLOSED SESSION]

CONFERENCE WITH LEGAL COUNSEL regarding existing litigation (Government Code §54956.9(a), Administrative Code §67.8(a)(3)): *Coral Construction, Inc. v. John L. Martin, et al.*, consolidated with *Schram Construction, Inc. v. City & County of San Francisco, et al.*, San Francisco Superior Court, Case Nos. CPF-01-319549 and CGC-03-421249, filed September 12, 2000. Discussion of possible proposed settlement and resolution recommending approval by the Board of Supervisors. ACTION ITEM.

If the Airport Commission enters Closed Session under such circumstances, the Airport Commission will discuss and vote whether to disclose action taken or discussions held in Closed Session under the Brown Act (California Government Code Section 54957.1) and Sunshine Ordinance (San Francisco Administrative Code Section 67.12).

The public portion of the meeting was reconvened at 9:39 AM. The Commission voted unanimously not to disclose the nature of the close session upon a motion by Commissioner and a second by Commissioner .

* * *

K. ADJOURNMENT:

There being no further calendared business before the Commission the meeting adjourned at 9:40 AM.

(Original signed by: Jean Caramatti)

Jean Caramatti
Commission Secretary