

THIS PRINT COVERS CALENDAR ITEM NO.: 17B

**SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY**

DIVISION: Central Subway Project

BRIEF DESCRIPTION:

Approving Amendment No. 7 to Contract No. CS-149, Professional Program Management and Construction Management Services with Central Subway Partnership, to extend the Contract term one year to June 22, 2024, without change to the contract amount.

SUMMARY

- In December 2008, the SFMTA Board awarded Contract CS-149, Professional Program Management and Construction Management Services for the Central Subway Project to Central Subway Partnership (Consultant or CSP) for an initial term of five years, with an option to extend the term an additional five years, with a contract amount not to exceed \$147,375,171. The Board of Supervisors approved the Contract award in January 2009.
- CSP provides program management personnel with expertise in engineering, design, construction and claims management to supplement the SFMTA staff and provide specialized project management expertise. CSP's continued services are needed to assist the SFMTA in completing remaining Central Subway contract close-out work and provide technical expertise supporting the capitalization of the asset and operationalizing maintenance of this new fixed guideway.
- The SFMTA previously amended the Contract six times, to exercise the five-year extension option and to extend the Contract term an additional four years and three months (1,539 days) due to Central Subway Project construction delays, with no change to the contract amount. The term of the contract will expire on June 22, 2023. Amendment No. 7 will extend the contract one year. The estimated cost of the services to be provided during the year is \$3,000,000, which is within the existing contract amount.

ENCLOSURES:

1. SFMTA Board Resolution
2. CS-149 Contract, Amendment No. 7
3. <https://www.sfmta.com/about-sfmta/reports/central-subway-final-seisseir> (Central Subway Final SEIS/SEIR and Mitigation Monitoring and Reporting Program)

APPROVALS:

DATE

DIRECTOR



June 1, 2023

SECRETARY



June 1, 2023

ASSIGNED SFMTAB CALENDAR DATE: June 6, 2023

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PURPOSE

Approving Amendment No. 7 to Contract No. CS-149, Professional Program Management and Construction Management Services for with Central Subway Partnership, to extend the Contract term one year to June 22, 2024, without change to the contract amount.

STRATEGIC GOALS AND TRANSIT FIRST POLICY PRINCIPLES

This item will support the following SFMTA Strategic Plan Goals and Objectives:

Goal 4: Make streets safer for everyone.

Goal 5: Deliver reliable and equitable transportation services.

Goal 6: Eliminate pollution and greenhouse gas emissions by increasing use of transit, walking, and bicycling.

This item will support the following Transit First Policy Principles:

1. Improves the safe and efficient movement of people and goods.
2. Improves public transit as an attractive alternative to travel by private automobile.
8. Allocates transit investments to meet the demand for public transit generated by new public and private commercial and residential developments.
9. Promotes the use of regional mass transit and the continued development of an integrated, reliable, regional public transportation system.

DESCRIPTION

Proposed Contract Amendment

The proposed Contract Amendment No. 7 would extend the term of Contract CS-149 by one year from June 22, 2023 to June 22, 2024, with no increase to the contract amount. The costs of CSP's services during the proposed extension period are estimated to be \$3,000,000, which is within the \$147,375,171 awarded value of the Contract.

Background:

The Central Subway Project extends light rail service 1.67 miles from the northern end of the new Third Street Light Rail at Fourth and King Streets to a terminal in Chinatown. The Project includes a surface station at Fourth and King Streets, and three subway stations located at Yerba Buena/Moscone Center, Union Square, and Chinatown connected by twin-bore tunnels that run under Fourth and Stockton Streets. The Central Subway commenced revenue service on January 7, 2023.

On December 2, 2008, the SFMTA Board of Directors approved Contract CS-149, Professional Program Management and Construction Management Services for the Central Subway Project to Central Subway Partnership, which is a Joint Venture between AECOM and EPC Consultants, Inc., for a five-year base term with an option to extend the term five-years, and an amount to exceed \$147,375,171. The Board of Supervisors approved that contract on January 6, 2009, and the Civil Service Commission approved the contract under Contract Number 4096-08/09 on February 2, 2009. The SFMTA issue notice to proceed on April 6, 2009, which is the date

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Contract term commenced.

CSP provides the Project program management personnel with expertise in engineering, design, construction and claims management who supplement SFMTA staff and provide specialized expertise to manage the contracts for the design and construction of the Project. CSP has managed three Project engineering contracts to design the tunnels (CS-155-1), stations (CS-155-2), trackway and control systems (C-155-3), with total current value of approximately \$125,000,000. CSP has also provided construction management for work under three construction contracts with an approximate value of \$33 million to relocate utilities (Synergy Construction), \$240 million to build the Project tunnels (Barnard Impregilo-Healy), and \$1.3 billion to build of the stations, trackway and control systems (Tutor Perini). Utilities relocation work was completed from 2010 to 2013. Tunnels construction commenced in January 2012 and finished in May 2015. Stations, trackway, and control systems construction commenced in June 2013, and was finally completed on March 30, 2023. CSP has assisted the SFMTA in reviewing design and construction submittals, overseeing quality control, and managing claims. The specific services that CSP provides, estimated hours needed to perform those services, and hourly personnel labor rates and overhead costs are described in Annual Work Plans approved by the Director of Transportation.

The SFMTA needs CSP's continued services to:

- Manage the mitigation of water intrusion tasks, particularly at the Chinatown Station,
- Provide inspection services for tenant improvement projects at UMS and YBM stations,
- Close-Out Activities to Capitalize the Asset
 - surveying all doors at all stations for all defects and missing hardware,
 - providing assistance and co-ordination for San Francisco Art Commission artwork installation,
 - changes to comply with code requirements identified by the Mayor's Office of Disability, Department of Building Inspection, San Francisco Fire Department and other regulatory agencies
 - tracking all items required for final certificate of occupancy,
- Maintenance Operationalization
 - review final as-built drawings, operations and maintenance manuals, and warranty documents.
 - providing services to the SFMTA staff in monitoring warranty issues for installed equipments,
 - administrative and field support to SFMTA Maintenance and Operations staff.

Prior Contract Amendments:

Contract CS-149 previously has been modified six times to extend the contract term two years beyond the ten-year contract term (five-year base term and five-year extension option), without increase to the contract amount. The amendments were necessary due to delays to the Central Subway Project by federal financing delays, changes to Central Subway Project design and construction requested by the SFMTA, and various Central Subway Project construction delays.

STAKEHOLDER ENGAGEMENT

Throughout the project, the Central Subway team has participated in numerous community and

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merchant meetings to provide status updates.

ALTERNATIVES CONSIDERED

Should the Board of Directors not approve Amendment No. 7, the program and construction management support will be limited to SFMTA staff after CSP's Contract expires on June 22, 2023. The required services could be put to competitive bid. But doing so would likely further delay completion of the Central Subway, and CSP's Project knowledge and history with the current staff would be lost. Staff recommends that extending the term of CS-149 is the most cost and time efficient option, and will provide the greatest benefit to the public.

FUNDING IMPACT

The estimate cost of services during the extension period is \$3,000,000, and is within the the previously approved total contract amount of \$147,375,171 approved by the SFMTA Board in December 2008. The Retail Improvement Project will provide some of the funds required related to tenant improvements, the remainder of the costs are associated with the final Estimate At Completion (EAC) cost, which include the use of Proposition B Population-Baseline General Funds, reallocation of some SFMTA Revenue Bonds and State Proposition 1B Bond Funds.

ENVIRONMENTAL REVIEW

The Central Subway Final Supplemental Environmental Impact Statement / Supplemental Environmental Impact Report (Central Subway SEIS/SEIR) evaluated the environmental impacts of the Central Subway Project, including construction of the subway stations. On August 7, 2008, the San Francisco Planning Commission certified the Final SEIR (Case No. 1996.281E). On August 19, 2008, the SFMTA Board of Directors approved Resolution 08-150 adopting Central Subway Project Alternative 3B as the Locally Preferred Alternative, the CEQA Findings, Statement of Overriding Considerations, and the Mitigation Monitoring and Reporting Plan.

Amendment No. 7, as described above, falls within the scope of the Final SEIS/SEIR.

The Central Subway SEIS/SEIR is on file with the SFMTA Board of Directors, may be found in the records of the Planning Department at [Central Subway Final SEIS/SEIR | SFMTA](#) and 49 South Van Ness Avenue, Suite 1400 in San Francisco, and is incorporated herein by reference.

OTHER APPROVALS RECEIVED OR STILL REQUIRED

The Civil Service Commission approved this Amendment on May 15, 2023 (PSC # 4096 – 08/09).

The Board of Supervisors' approval of Amendment No. 7 is not required, because Amendment No. 7 does not increase the contract amount.

RECOMMENDATION

Staff recommends that the SFMTA Board of Directors approve Amendment No. 7 to Contract No. CS-149, Professional Program Management and Construction Management Services with Central Subway Partnership, to extend the term of the Contract one year to June 22, 2024, without change to the contract amount.

SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY
BOARD OF DIRECTORS

RESOLUTION No. _____

WHEREAS, On December 2, 2008, the SFMTA Board of Directors adopted Resolution No. 08-201 awarding Contract CS-149, Professional Program Management and Construction Management Services for Central Subway (Contract), to Central Subway Partnership (CSP), for a term not-to-exceed five years, with an option to extend the term for an additional five years, and for an amount not-to-exceed \$147,375,171 including the optional term extension and optional construction management services provided in the base contract; and,

WHEREAS, On January 6, 2009, the Board of Supervisors adopted Resolution 3-09 approving award of Contract CS-149 to Central Subway Partnership for an amount not-to-exceed \$147,375,171 (initial five-year term amount of \$95,632,910 and optional second five-year term of \$51,742,261) with a total term not-to-exceed ten years; and,

WHEREAS, Approval for Contract CS-149 was obtained from the Civil Service Commission Notice of Action for Contract Number 4096-08/09 on February 2, 2009; and,

WHEREAS, Notice to Proceed for Contract CS-149 was issued to the CSP on April 6, 2009, which commenced the term of the Contract; and,

WHEREAS, CSP provides the SFMTA with program management personnel who have expertise in engineering, design, construction and claims management to supplement the SFMTA staff and provide specialized Project management services; and,

WHEREAS, CSP's services are needed to assist the SFMTA in completing remaining Project work, including mitigation of water intrusion and infrastructure and completing Fixed Guideway and Station Enhancements work, including , surveying all doors at all stations for all defects and missing hardware, tracking all items required for final certificate of occupancy, administrative and field support to the SFMTA Maintenance and Operations staff, provide inspection services for tenant improvement projects at UMS and YBM stations, providing assistance and co-ordination for San Francisco Art Commission artwork installation, providing services to the SFMTA staff in monitoring warranty issues for installed equipments, changes to comply with code requirements identified by the Mayor's Office of Disability, Department of Building Inspection, San Francisco Fire Department and other regulatory agencies, and CSP's services are also needed to review final as-built drawings, operations and maintenance manuals, and warranty documents; and,

WHEREAS, The Director of Transportation, exercising contract approval authority delegated to him by the SFMTA Board of Directors, approved six previous amendments to the Contract, which exercised the term extension option to provide construction management services, and further extended the Contract term an additional four years and three months (1,539 days) due to delays to Project construction, with no change to the contract amount; and,

WHEREAS, The proposed Contract Amendment No. 7 would extend the term of the Contract one year from June 22, 2023 to June 22, 2024, with no increase to the contract amount, and the costs of CSP's services during the proposed extension period are estimated to be \$3,000,000, which is within the \$147,375,171 awarded value of the Contract; and,

WHEREAS, The Central Subway Final Supplemental Environmental Impact Statement/Supplemental Environmental Impact Report (Central Subway SEIS/SEIR) evaluated the environmental impacts of the Central Subway Project, including construction of the subway stations; on August 7, 2008, the San Francisco Planning Commission certified the Final SEIR (Case No. 1996.281E); on August 19, 2008, the SFMTA Board of Directors approved Resolution 08-150 adopting Central Subway Project Alternative 3B as the Locally Preferred Alternative, the California Environmental Quality Act (CEQA) Findings, Statement of Overriding Considerations, and the Mitigation Monitoring and Reporting Plan; and,

WHEREAS, The services CSP shall provide under Amendment No. 7, as described above, are within the scope of the Final SEIS/SEIR; and,

WHEREAS, The Central Subway SEIS/SEIR is on file with the SFMTA Board of Directors and may be found in the records of the Planning Department at [Central Subway Final SEIS/SEIR | SFMTA](#), and 49 South Van Ness Avenue, Suite 1400 in San Francisco, and is incorporated herein by reference; therefore, be it

RESOLVED, That the San Francisco Municipal Transportation Agency Board of Directors has reviewed and considered the Central Subway Supplemental Environmental Impact Statement/Supplemental Environmental Impact Report and record as a whole, and finds that the Central Subway Supplemental Environmental Impact Statement/Supplemental Environmental Impact Report is adequate for the Board's use as the decision-making body for the actions taken herein relative to construction of the Project, and incorporates the California Environmental Quality Act findings by this reference as though set forth in this Resolution; and be it further

RESOLVED, The San Francisco Municipal Transportation Agency Board of Directors approves Amendment No. 7 to Contract No. CS-149, Professional Program Management and Construction Management Services with Central Subway Partnership, to extend the term of the Contract by one year to June 22, 2024, without change to the contract amount.

I certify that the foregoing resolution was adopted by the San Francisco Municipal Transportation Agency Board of Directors at its meeting of June 6, 2023.

Secretary to the Board of Directors
San Francisco Municipal Transportation Agency

**CITY AND COUNTY OF SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY**

**SEVENTH AMENDMENT TO THE CONTRACT
BETWEEN THE CITY AND COUNTY OF SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY**

**AND CENTRAL SUBWAY PARTNERS,
A JOINT VENTURE BETWEEN AECOM AND EPC CONSULTANTS, INC
FOR
PROGRAM MANAGEMENT AND CONSTRUCTION MANAGEMENT SERVICES**

This Seventh Amendment to the Contract, effective June 6, 2023, is made in the City and County of San Francisco, State of California, by and between: CENTRAL SUBWAY PARTNERS (“Consultant” or “CSP”), a Joint Venture between AECOM and EPC Consultants, Inc., and the City and County of San Francisco, a municipal corporation (“City”), acting by and through its Municipal Transportation Agency (“SFMTA”)

RECITALS

- A. On December 2, 2008, the SFMTA Board of Directors adopted Resolution No. 08-201 awarding Contract CS-149, Professional Program Management and Construction Management Services for Central Subway, to Central Subway Partnership (Consultant), for an amount not-to-exceed \$147,375,171 including optional services, for a term not-to-exceed five years with an option to extend the term for an additional five years; and,
- B. On January 6, 2009, the Board of Supervisors adopted Resolution 3-09 approving award of Contract CS-149 to Central Subway Partnership for an amount not-to-exceed \$147,375,171 (initial five-year term amount of \$95,632,910 and optional second five-year term of \$51,742,261) with a total term not-to-exceed ten years; and approval for the Contract was obtained from the Civil Service Commission under Notice of Action for Contract Number 4096-08/09 on February 2, 2009.
- C. Notice to Proceed to commence work under the Contract was issued to CSP on April 6, 2009; and
- D. The First Amendment to the Agreement extended the five-year term for design support services to seven years, commencing from the date of NTP, with no change to the contract amount.
- E. The Second Amendment to the Agreement exercised SFMTA’s option to extend the contract and include construction management services, with no change to the contract amount.
- F. The Third Amendment to the Agreement extended the term of the Contract two years, from April 6, 2019 to April 5, 2021, with no change to the contract amount.
- G. The Fourth Amendment to the Agreement extended the term of the Contract from April 5, 2021 to June 20, 2022, with no change to the contract amount.
- H. The Fifth Amendment to the Agreement extended the term of the Contract from June 20,

2022 to December 30, 2022, with no change to the contract amount.

- I. The Sixth Amendment to the Agreement extended the term of the Contract from December 30, 2022 to June 22, 2023 with no change to the contract amount.
- J. The SFMTA and CSP both desire to extend the term of the Agreement so that CSP may continue to provide the Services provided in the Agreement through completion of the Central Subway Project.

Now, THEREFORE, the parties agree to amend the Contract as follows:

- A. Section 2 of the Contract, Term of Agreement, is amended to extend the term of the Agreement one additional year, expiring on June 22, 2024.
- B. Except as expressly provided herein, no other provision of the Contract is amended, and all other provisions of the Contract remain in full force and effect.
- C. By signing below, each of the signatories warrant that they have the authority to sign this modification to the Contract and bind the respective party he or she represents.

The remainder of this page has been intentionally left blank.

IN WITNESS WHEREOF, each party has duly executed this Seventh Amendment to the Agreement as of the date first referenced above.

CENTRAL SUBWAY PARTNERS

Accepted:

By:

Scott Heiny
Vice President
AECOM
300 California Street, Suite 600
San Francisco, CA 94104

Accepted:

By:

Steve Wang
President
EPC Consultants, Inc.
101A Clay Street Suite #110
San Francisco, CA 94111

CITY AND COUNTY OF SAN FRANCISCO

Recommended:

By:

Nadeem S. Tahir, P.E.
Deputy Director 1
Program Director, Central Subway Project
San Francisco Municipal Transportation Agency

Approved:

By:

Jeffrey Tumlin
Director of Transportation
San Francisco Municipal Transportation Agency

Authorized By:

Municipal Transportation Agency Board of Directors

Resolution No: _____

Adopted: _____

Attest: _____
Secretary, SFMTA Board of Directors

APPROVED AS TO FORM:

David Chiu
City Attorney

By:

Robert K. Stone
Deputy City Attorney
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