

THIS PRINT COVERS CALENDAR ITEM NO.: 10.7

**SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY**

DIVISION: Central Subway Project

BRIEF DESCRIPTION:

Authorizing the Director of Transportation to execute Amendment No. 4 to Contract No. CS-149, Professional Program Management and Construction Management Services for the Central Subway Project, with Central Subway Partnership, to extend the term of the Contract for 14 months to June 20, 2022, without change to the contract amount.

SUMMARY

- In 2008, the SFMTA Board awarded Contract CS-149, Professional Program Management and Construction Management Services for the Central Subway Project (Contract) to Central Subway Partnership (Consultant) for an initial term of five years, with an option to extend an additional five years, with a contract amount not to exceed \$147,375,171. The Board of Supervisors approved the Contract award in 2009.
- The Consultant provides program management personnel with expertise in engineering, design, construction and claims management who supplement SFMTA staff and provide specialized expertise.
- The SFMTA previously amended the Contract three times to extend the contract term seven years (including the five-year option), with no change to the contact amount.
- Amendment No. 4 will extend the contract term to June 20, 2022. This contract amendment will allow the Consultant to continue to provide program and construction management services through the end of Project construction and system testing. The Central Subway is scheduled to commence revenue service in the Spring of 2022.

ENCLOSURES:

1. SFMTA Board Resolution
2. CS-149 Contract, Amendments No. 4
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



April 13, 2021

SECRETARY



April 13, 2021

ASSIGNED SFMTAB CALENDAR DATE: April 20, 2021

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PURPOSE

Authorizing the Director of Transportation to execute Amendment No. 4 to Contract No. CS-149, Professional Program Management and Construction Management Services for the Central Subway Project, with Central Subway Partnership, to extend the term of the Contract for 14 months to June 20, 2022, 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 2 – Make transit and other sustainable modes of transportation the most attractive and preferred means of travel.

Objective 2.1: Improve transit service.

Objective 2.2: Enhance and expand use of the city's sustainable modes of transportation.

Objective 2.3: Manage congestion and parking demand to support the Transit First policy.

Goal 3 – Improve the environment and quality of life in San Francisco.

Objective 3.2: Advance policies and decisions in support of sustainable transportation and land use principles.

Objective 3.4: Provide environmental stewardship to improve air quality, enhance resource efficiency, and address climate change.

Objective 3.5: Achieve financial stability for the agency.

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

Background:

The Central Subway Project (Project) is the second phase of the SFMTA's Third Street Light Rail Project, which will extend 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 4th 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 Project has issued construction contracts with a value of \$239,973,354.17 for tunnels and \$1,143,298,587 for stations, trackway and control systems. Tunnels construction commenced in January 2012 and concluded in May 2015. Stations, trackway, and control systems construction commenced in June 2013 and is expected to

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conclude in September 2021. Central Subway revenue service operations are scheduled to start in Spring 2022.

The Project is managed by SFMTA and the Central Subway Partnership (Consultant) staff who form an integrated project management team. The Consultant provides program management personnel with expertise in engineering, design, construction and claims management who supplement SFMTA staff and provide specialized expertise that the SFMTA does not have.

On December 2, 2008, the SFMTA Board of Directors adopted Resolution No. 08-201, authorizing the Director of Transportation to execute Contract CS-149, Professional Program Management and Construction Management Services for Central Subway (Contract), with Central Subway Partnership, for a contract term not-to-exceed five years with an option to extend the contract term for an additional five years (said option to be exercised by the Agency by approval of the Director of Transportation), for a contract amount not-to-exceed \$147,375,171, including the term extension option. On January 6, 2009, the Board of Supervisors adopted Resolution 3-09 approving the award of Contract CS-149 to Central Subway Partnership. 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.

The Notice to Proceed for Contract CS-149 was issued to the Consultant on April 6, 2009, the date on which the term of the Contract commenced.

The Contract is divided into two phases. Phase I Services focused primarily on the management of Project design, utilities relocation, and tunnels construction. The design, utilities relocation, and tunnels construction have been completed. The SFMTA extended Phase I for two years under the First Amendment to the Agreement, due to delays to the Project (described in following section). Phase II Services focus on management of the construction of the stations, trackways, and control systems, and claims management. Phase II services are provided under Annual Work Plans, which are negotiated based on anticipated Project needs.

Prior Contract Amendments:

Contract CS-149 previously has been modified three times to extend the contract term two years beyond the ten-year contract term (five-year Phase I base term and Phase II five-year option), without increase to the contract amount.

Amendment No. 1: On October 2, 2014, the SFMTA Director of Transportation executed Amendment No. 1 for Phase I, to extend the Contract for two years, with no change to the contract amount. The extension was necessary to comply with the Federal Transit Administration's request that the SFMTA postpone final design (due to delays in Congressional budget appropriations), repackaging and rebidding construction contracts for the stations, trackways, and control systems, and delays in relocating underground utilities.

Amendment No. 2: On December 5, 2016, the Director of Transportation exercised the option for Phase Two Services, which extended the Contract for another three years to April 5, 2019, with no change to the Contract Amount.

Amendment No. 3: On July 2, 2019, the Director of Transportation executed Amendment No. 3 which extended Phase 2 of Contract CS-149 for another two years to April 5, 2021, with no change to the Contract Amount. The extension was necessary due to delays to Project

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construction. The Department of Human Resources approved the extension for Contract Number 4096-08/09 on May 21, 2019.

Proposed Contract Amendment

Amendment No. 4: The proposed Contract Amendment No. 4 would extend the term of the Contract to June 20, 2022, which extends the Consultant's provision of Phase II program and construction management services through completion of Project construction and system testing. The proposed extension of the contract term is necessary due to delays to Project construction caused by unexpected site conditions and design changes. The complexity of the Central Subway construction, including cut-and-cover and mining of stations in proximity to sensitive urban structures and facilities, has presented difficult construction challenges.

STAKEHOLDER ENGAGEMENT

The Amendment will not have any impact on the community. The Project team has participated in numerous community and merchant meetings to provide project status updates.

ALTERNATIVES CONSIDERED

Should the Board of Directors not approve Amendment No. 4, the program and construction management support for the Central Subway Project will be limited to SFMTA staff when the Contract expires on April 5, 2021. The loss of Consultant's services could impact the SFMTA's management of Project construction, and thereby further delay Project completion and revenue service. The Consultant's services could be put to competitive bid. But doing so would likely further delay the Project as a whole, and could have other unforeseen impacts as a replacement consultant would have to restaff the Project. It is unlikely that a replacement consultant would have the experience and knowledge that the current Consultant has gained in nearly twelve years working on the Project. Staff believes 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

There is no change to the contract value, so there will be no impact to the funds secured for the Project.

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. 4, as described above, falls within the scope of the Final SEIS/SEIR.

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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 <https://sfplanning.org/> and 49 South Van Ness Avenue, Suite 1400 in San Francisco, and is incorporated herein by reference.

OTHER APPROVALS RECEIVED OR STILL REQUIRED

Amendment No. 4 is subject to approval by the Civil Service Commission. The Board of Supervisors' approval of Amendment No. 4 is not required, because Amendment No. 4 does not increase the contract amount.

The City Attorney's Office has reviewed this calendar item.

RECOMMENDATION

Staff recommends that the SFMTA Board of Directors authorizes the Director of Transportation to execute Amendment No. 4 to Contract No. CS-149, Professional Program Management and Construction Management Services for the Central Subway Project, with Central Subway Partnership, to extend the term of the Contract for 14 months to June 20, 2022, 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 (Consultant), 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 (five years for Phase I Services and an additional five years for optional Phase II Services); 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 Consultant on April 6, 2009, which commenced the term of the Contract; and,

WHEREAS, The Consultant provides critical program and construction management services for the Central Subway Project and supplements SFMTA personnel and resources as part of an integrated project management team; and,

WHEREAS, The SFMTA does not have personnel with specialized expertise in design, engineering, and construction management that the Consultant provides, and is necessary to manage the complex design and construction challenges of the Central Subway Project; and,

WHEREAS, On October 2, 2014, the Director of Transportation executed Amendment No. 1 to Contract CS-149 for Phase I, to extend the contract term two years, to April 5, 2016, which was made necessary by the Federal Transit Administration's request that the SFMTA postpone final design (due to delays in Congressional budget appropriations), repackaging and rebidding construction contracts for the stations, trackways, and control systems, and delays in relocating underground utilities; and,

WHEREAS, On December 5, 2016, the Director of Transportation executed Amendment No. 2 to Contract CS-149, to exercise the option for Phase Two Services, which extended the contract term three years to April 5, 2019; and,

WHEREAS, On July 2, 2019, the Director of Transportation executed Amendment No. 3 to Contract CS-149 to extend the contract term by two years to April 5, 2021; and,

WHEREAS, The cost of the services the Consultant will provide during the extended term are within the approved contract amount; 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 Consultant shall provide under Amendment No. 4, 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 <https://sfplanning.org/> 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 authorizes the Director of Transportation to execute Amendment No. 4 to Contract No. CS-149, Professional Program Management and Construction Management Services for the Central Subway Project, with Central Subway Partnership, to extend the term of the Contract for 14 months to June 20, 2022, 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 April 20, 2021.

Secretary to the Board of Directors
San Francisco Municipal Transportation Agency

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

**FOURTH 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
FOR THE SAN FRANCISCO MUNICIPAL TRANSPORTATION AGENCY
CENTRAL SUBWAY PROJECT**

This Fourth Amendment to the Contract, effective April 5, 2021, is made in the City and County of San Francisco, State of California, by and between: CENTRAL SUBWAY PARTNERS (“Consultant”), 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. 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, 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. 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 (five years for Phase I Services and an additional five years for optional Phase II Services); 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 Consultant on April 6, 2009.
- D. The First Amendment to the Agreement extended the five-year term for Phase I Services to seven years, commencing from the date of NTP, which period is Phase One of the Project, with no change to the contract amount.
- E. Under the Second Amendment to the Agreement, SFMTA elected to exercise its option for Phase Two Services to extend AECOM’s service for another three years by using annual work plans for each year of additional 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 will extend the term of the Contract from April 5, 2021 to June 20, 2022 with no change to the contract amount.

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

A. Due to delays in the construction of the Central Subway Project, the term of the Contract is extended to June 20, 2022.

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, the signatories warrant that they each 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 Fourth Amendment to the Agreement as of the date first referenced above.

CENTRAL SUBWAY PARTNERS

Accepted:

By:

Jon Porterfield
Vice President
AECOM
300 California Street, Suite 600
San Francisco, CA 94104

Accepted:

By:

Steve Wang
President
EPC Consultants, Inc.
655 Davis Street
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:

Dennis J. Herrera
City Attorney

By:

Robert K. Stone
Deputy City Attorney
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