

THIS PRINT COVERS CALENDAR ITEM NO.: 10.3

**SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY**

DIVISION: Transit

BRIEF DESCRIPTION:

Authorizing the Director of Transportation to execute Amendment No. 4 to Contract No. CPT 660 with Brookville Equipment Inc. (Brookville), to extend the term of the contract from 7.5 years to 8.5 years due to impacts from the COVID-19 pandemic, so that Brookville may complete delivery of Spare Parts. There is no change to the amount of the contract.

SUMMARY:

- The San Francisco Municipal Transportation Agency (SFMTA) operates the Municipal Railway (Muni), which has 32 President’s Conference Committee streetcars in revenue service 16 hours per day, 365 days a year.
- In August 2014, the SFMTA entered into Contract No. CPT 660 with Brookville Equipment Corporation to rebuild up to 16 historic PCC streetcars (Agreement). The Agreement was for an amount not to exceed \$34,482,428, with a term of six years from the Effective Date.
- Through Amendments 1 – 3 the parties further amended the Agreement to provide additional design features, reallocate funds from Training to Spare Parts and Special Tools and add one and a half years to the effective term of this Agreement.
- The majority of contracted rehabilitation work has been completed, but delivery of Spare Parts is being delayed due to impacts of the on-going COVID-19 pandemic. This Amendment No. 4 requests approval to extend the Contract by one year. Since this Amendment will increase the term of the contract to a length more than 25 per cent than the original six-year contract term, SFMTA Board of Directors approval is required.

ENCLOSURES:

1. SFMTAB Resolution
2. CPT 660 Amendment No. 4

APPROVALS:

DIRECTOR  _____

SECRETARY  _____

DATE

February 23, 2022

February 23, 2022

ASSIGNED SFMTAB CALENDAR DATE: March 1, 2022

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PURPOSE

Authorizing the Director of Transportation to execute Amendment No. 4 to Contract No. CPT 660 with Brookville Equipment Corporation (Brookville) to extend the term of the contract from 7.5 years to 8.5 years due to impacts from the COVID-19 pandemic, so that BEC may complete delivery and acceptance of Spare Parts, with no change to the amount of the contract.

STRATEGIC PLAN GOALS AND TRANSIT FIRST POLICY PRINCIPLES

The item will support the following goals of the SFMTA Strategic Plan:

5. Deliver reliable and equitable transportation services.
9. Fix things before they break and modernize systems and infrastructure.

This item will support the following Transit First Policy Principles:

2. Public transit, including taxis and vanpools, is an economically and environmentally sound alternative to transportation by individual automobiles. Within San Francisco, travel by public transit, by bicycle and on foot must be an attractive alternative to travel by private automobile.
9. The ability of the City and County to reduce traffic congestion depends on the adequacy of regional public transportation. The City and County shall promote the use of regional mass transit and the continued development of an integrated, reliable, regional public transportation system.

DESCRIPTION

The San Francisco Municipal Transportation Agency (SFMTA) operates the Municipal Railway (Muni), which has 32 President's Conference Committee (PCC) streetcars in revenue service 16 hours per day, 365 days a year. Prior to this contract, 16 of the 32 PCCs reached the end of their useful life, as they were in revenue service since they were acquired from the Southeastern Pennsylvania Transportation Authority (SEPTA) and rehabilitated by the SFMTA in 1993. On April 5, 2013, the SFMTA issued a Request for Proposals (RFP) for Contract No. 660, Complete Rehabilitation of 16 PCC Historic Streetcars and received four proposals in response to the RFP. After reviewing the proposals and conducting oral interviews, the selection committee ranked Brookville Equipment Corporation (Brookville) as the highest qualified proposer. On May 20, 2014, the SFMTA Board of Directors adopted Resolution No. 14-077 which authorized the Director of Transportation of the SFMTA to execute Contract No. CPT 660 with Brookville Equipment Corporation, for an amount not to exceed \$34,482,428, and a term not to exceed six years.

On or about August 7, 2014, the City entered into Contract No. CPT 660 with Brookville Equipment Corporation (Agreement) to rebuild up to 16 historic PCC streetcars, and provide associated spare parts, training, drawings, and manuals. The Agreement was for an amount not to exceed

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\$34,482,428, with a term of six years from the Effective Date. The Effective Date of the Agreement was September 17, 2014.

The SFMTA and Brookville have entered into the following amendments to the Agreement:

- On August 6, 2015, the parties entered into Contract Amendment No. 1 to add design work to relocate the Master Controller assemblies from the existing mid-car position to below the Operator's pedals in the 13 single-ended PCC streetcars being rehabilitated under the Agreement. The extra work resulted in an increase of \$22,750, for a revised Contract amount not to exceed \$34,505,178.
- On November 3, 2016, the parties entered into Contract Amendment No. 2 to reinforce the front and rear body bolsters of the following 11 Cars: 1050, 1052, 1053, 1055, 1057, 1058, 1059, 1060, 1061, 1062, 1063. The cost of the extra work resulted in an increase of \$89,650 to the Contract amount, for a new Contract amount not to exceed \$34,594,828.
- On October 20, 2020, the parties entered into Contract Amendment No. 3 to modify the Agreement to add one and a half years to the term of the Agreement and transfer the Contract amount allocated to Item #3 - Training in the amount of \$150,000 to Item #4 – Spare Parts & Special Tools. There was no change to the Contract amount.

To date, work has been completed on the 16 PCCs, bringing the entire 32 PCC fleet into a state of good repair. However, due to impacts from the COVID-19 pandemic, delivery of Contract Spare Parts has been delayed, and could not be completed by the contract end date. The SFMTA now seeks to extend the term of the Agreement from 7.5 years to 8.5 years so that the Contractor may complete delivery and acceptance of Spare Parts, with no change to the amount of the Agreement. Since this amendment will increase the term of the contract to a length more than 25 percent than the original six-year contract term, SFMTA Board of Directors approval is required.

STAKEHOLDER ENGAGEMENT

Staff discussed the need for completing the delivery of Spare Parts with stakeholders in the SFMTA's Maintenance division. These discussions indicated a need for extending the term of Contract No. CPT 660 with Brookville Equipment Corporation.

ALTERNATIVES CONSIDERED

The main alternative to extending the term of Contract No. CPT 660 considered by staff, was to complete all the deliveries of Spare Parts before the March 2022 contract end date. However, due to the COVID-19 pandemic, and on-going global supply chain and delivery issues, delivery cannot be completed by the contract end date.

Another alternative considered was to create a new contract for Spare Parts delivery through a sole-source procurement process. However, staff did not find this alternative preferable because creating

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a new contract through the sole-source procurement process would not give the SFMTA any benefit over extending the original contract term.

In view of the above, the best option available to the SFMTA is to modify the contract to extend the term of the Agreement by one year so that the Contractor may complete delivery and acceptance of Spare Parts.

FUNDING IMPACT

There is no funding impact from this Contract Amendment.

ENVIRONMENTAL REVIEW

On February 1, 2022, the SFMTA, under authority delegated by the Planning Department, determined that Modification #4 to Contract CPT 660 is not a “project” under the California Environmental Quality Act (CEQA) pursuant to Title 14 of the California Code of Regulations Sections 15060(c) and 15378(b).

A copy of the CEQA determination is on file with the Secretary to the SFMTA Board of Directors and is incorporated herein by reference.

OTHER APPROVALS RECEIVED OR STILL REQUIRED

The City Attorney has reviewed this report.

RECOMMENDATION

Due to impacts from the COVID-19 pandemic, staff recommends that the SFMTA Board authorize the Director of Transportation to execute Amendment No. 4 to Contract No. CPT 660 with Brookville Equipment Inc., to extend the term of the contract from 7.5 years to 8.5 years so that the Contractor may complete delivery of Spare Parts, with no change to the amount of the contract.

SAN FRANCISCO
MUNICIPAL TRANSPORTATION AGENCY
BOARD OF DIRECTORS

RESOLUTION No. _____

WHEREAS, On or about August 7, 2014, the City entered into Contract No. CPT 660 with Brookville Equipment Corporation (Agreement) to rebuild up to 16 historic PCC streetcars and provide associated spare parts, training, drawings, and manuals. The Agreement was for an amount not to exceed \$34,482,428, with a term of six years from the Effective Date. The Effective Date of the Agreement was September 17, 2014; and,

WHEREAS, On August 6, 2015, the parties entered into Contract Amendment No. 1 to add design work to relocate the Master Controller assemblies from the existing mid-car position to below the Operator's pedals in the 13 single-ended PCC streetcars being rehabilitated under the Agreement. The extra work resulted in an increase of \$22,750, for a revised Contract amount not to exceed \$34,505,178; and,

WHEREAS, On November 3, 2016, the parties entered into Contract Amendment No. 2 to reinforce the front and rear body bolsters of the following 11 Cars: 1050, 1052, 1053, 1055, 1057, 1058, 1059, 1060, 1061, 1062, 1063. The cost of the extra work resulted in an increase of \$89,650 to the Contract amount, for a new Contract amount not to exceed \$34,594,828; and,

WHEREAS, On October 20, 2020, the parties entered into Contract Amendment No. 3 to modify the Agreement to add one and a half years to the term of the Agreement and transfer the Contract amount allocated to Item #3 - Training in the amount of \$150,000 to Item #4 – Spare Parts & Special Tools. There was no change to the Contract amount; and,

WHEREAS, Due to impacts from the COVID-19 pandemic, the SFMTA now wishes to amend the Agreement to extend its term from 7.5 years to 8.5 years so that the Contractor may complete delivery of Spare Parts, with no change to the amount of the contract; and,

WHEREAS, On February 1, 2022, the SFMTA, under authority delegated by the Planning Department, determined that Modification #4 to Contract CPT 660 is not a "project" under the California Environmental Quality Act (CEQA) pursuant to Title 14 of the California Code of Regulations Sections 15060(c) and 15378(b); and,

WHEREAS, A copy of the CEQA determination is on file with the Secretary to the SFMTA Board of Directors and is incorporated herein by reference; now, therefore, be it

RESOLVED, That the SFMTA Board of Directors authorizes the Director of Transportation to execute Amendment No. 4 to Contract No. CPT 660 with Brookville Equipment Corporation (Brookville) to extend the term of the contract from 7.5 years to 8.5 years due to impacts from the COVID-19 pandemic, so that Brookville may complete delivery and acceptance of Spare Parts, with no change to the amount of the contract.

I certify that the foregoing resolution was adopted by the San Francisco Municipal Transportation Agency Board of Directors at its meeting of March 1, 2022.

Secretary to the Board of Directors
San Francisco Municipal Transportation Agency

**City and County of San Francisco
San Francisco Municipal Transportation Agency
One South Van Ness 7th Floor
San Francisco, California 94103**

**Amendment No. 4 to Agreement
between the City and County of San Francisco
and
Brookville Equipment Corporation
Contract No. CPT 660**

This Amendment No. 4 is made on _____, in the City and County of San Francisco, State of California, by and between: Brookville Equipment Corporation, 175 Evans Street, Brookville, PA 15825 (Contractor), and the City and County of San Francisco, a municipal corporation (City), acting by and through its San Francisco Municipal Transportation Agency (SFMTA).

Recitals

A. On or about August 7, 2014, the SFMTA entered into Contract No. CPT 660 with Brookville Equipment Corporation to rebuild up to 16 historic PCC streetcars (Agreement). The Agreement was for an amount not to exceed \$34,482,428, with a term of six years from the Effective Date. The Effective Date of the Agreement was September 17, 2014.

B. On or about August 6, 2015, the parties amended the Agreement to add design work to relocate the Master Controller assemblies from the existing mid-car position to below the Operator's pedals in the 13 single-ended PCC streetcars being rehabilitated under the Agreement. The extra work resulted in an increase of \$22,750, for a revised Contract amount not to exceed \$34,505,178, but no change to the vehicle delivery schedule.

C. On or about November 3, 2016, the parties further amended the Agreement to reinforce the front and rear body bolsters of the following 11 Cars: 1050, 1052, 1053, 1055, 1057, 1058, 1059, 1060, 1061, 1062, 1063. The cost of the extra work resulted in an increase of \$89,650 to the Contract amount, for a new Contract amount not to exceed \$34,594,828, but no change to the vehicle delivery schedule.

D. On January 16, 2003, PSC No. 4093-12/13 was approved for a duration of six years, to expire on June 1, 2019. The Department of Human Resources approved a retroactive modification on October 13, 2020 to cover the period from June 1, 2019, through March 17, 2022.

E. On October 20, 2020, the parties amended the Agreement to add one and a half years to the term of this Agreement and transfer the Contract amount allocated to Item #3 - Training in the amount of \$150,000 to Item #4 – Spare Parts & Special Tools.

F. The parties now wish to amend the Agreement to add one year to the term of this Agreement.

Now, THEREFORE, the parties agree as follows:

1. Volume 1, Section 2 of the Agreement is amended to read as follows:

2 Term of the Agreement

Subject to Section 1, the term of this Agreement shall not exceed eight and a half years from the Effective Date.

IN WITNESS WHEREOF, the parties hereto have executed this Amendment No. 4 on the day first mentioned above.

CITY

CONTRACTOR

San Francisco Municipal Transportation Agency

Brookville Equipment Corporation

Jeffrey P. Tumlin
Director of Transportation

Rick Graham
President
Brookville Equipment Corporation
175 Evans Street
Brookville, PA 15825

Approved as to Form:

Dennis J. Herrera
City Attorney

City Supplier Number: 0000023973

By _____
David F. Innis
Deputy City Attorney