

**THIS PRINT COVERS CALENDAR ITEM NO.: 17D**

**SAN FRANCISCO  
MUNICIPAL TRANSPORTATION AGENCY**

**DIVISION:** Central Subway Project

**BRIEF DESCRIPTION:**

Approving Amendment No. 13 to Contract No. CS-155-3, Surface Segment, Trackways, Systems, Quality Control and Design Integration, with HNTB-TSE JV to increase the contract amount \$2,000,000 (6 percent increase) for a total amended contract amount not to exceed \$36,857,691, and to extend the term of the Contract two years from June 30, 2023 to July 1, 2025, to support work on the T-Line and integration with Muni Fixed Guideway Infrastructure.

**SUMMARY**

- On April 22, 2010, the City awarded Contract CS-155-3 (Agreement) to HNTB-TSE JV (Consultant) to design the trackway and control systems for the Central Subway Project (Project), for an amount not to exceed \$32,294,319, for a ten-year term with option to extend the term two years.
- The Consultant designed the Project trackway and systems. During construction the Consultant provided engineering support services to review and respond to construction contractor submittals, requests for information (RFIs) concerning design issues, requests for substitution, change order requests and contract claims, and to verify design compliance.
- The Agreement previously has been modified twelve times to compensate Consultant for additional work to address unexpected site conditions and design changes required by the SFMTA, and to extend the Agreement due to construction delays on the Central Subway Project. The Agreement will expire on July 1, 2023 unless extended.
- The SFMTA has decided to have additional tasks and project support from the Consultant, Amendment No. 13 increases the Consultant Agreement contract amount \$2,000,000 and extends the term of that Agreement two years, so that Consultant may provide design and design construction related to close-out Central Subway Project tasks and additional work related to the agency fixed guideway assets.

**ENCLOSURES:**

1. SFMTA Board Resolution
2. CS-155-3 Contract, Amendment No. 13
3. <https://www.sfmta.com/about-sfmta/reports/central-subway-final-seis-seir> (Central Subway Final SEIS/SEIR and Mitigation Monitoring and Reporting Program)

**APPROVALS:**

DIRECTOR

SECRETARY

  
\_\_\_\_\_  
  
\_\_\_\_\_

**DATE**

June 1, 2023

June 1, 2023

**ASSIGNED SFMTAB CALENDAR DATE:** June 6, 2023

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### **PURPOSE**

Approving Amendment No. 13 to Contract No. CS-155-3, Surface Segment, Trackways, Systems, Quality Control and Design Integration, with HNTB-TSE JV to increase the contract amount \$2,000,000 (6 percent increase) for a total amended contract amount not to exceed \$36,857,691, and to extend the term of the Contract two years from June 30, 2023 to July 1, 2025.

### **STRATEGIC GOALS AND TRANSIT FIRST POLICY PRINCIPLES**

This item will support the following SFMTA Strategic Plan Goals:

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**

#### **Background:**

On February 26, 2010, the SFMTA Board of Directors awarded Contract CS-155-3 (Agreement ) to HNTB-B&C (Consultant) a joint venture between HNTB, Inc. and B&C Transit, Inc. (now called Transit Systems Engineering, Inc.), to design the trackway and control systems for the Central Subway Project, for an amount not to exceed \$32,294,319, for a ten-year base term, and an option to extend the term an additional two years. On April 22, 2010, the Board of Supervisors approved the SFMTA's award of the Agreement to the Consultant. Unless extended, the Agreement will expire on July 1, 2023.

Consultant has provided the following services for the Central Subway Project:

1. Design the trackway infrastructure, trackway (rails and ties), crossovers, switch systems, specialty trackwork, train control system, computer aided dispatch system, radio and band data communication systems, and ventilation system, fire detection, alarm and suppression systems, public information signs, and other utility and control systems necessary for the functioning of the Central Subway and the integration of Central Subway systems into existing MUNI systems.
2. Validate preliminary (conceptual) designs and complete final designs for each of the systems listed above

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3. Prepare bid documents (construction designs and specifications) and provide bid support services including conforming contract drawings and specifications
4. Verify construction costs and schedules
5. Review contract change order requests
6. Review and respond to contractor submittals, requests for information (RFIs), requests for substitution, and contract claims
7. Conduct site visits and observations to verify design compliance and/or assist in resolving issues
8. Update design drawings and specifications as needed to memorialize approved project changes
9. Witness and approve factory testing of manufactured equipment and materials
10. Provide on-going geotechnical investigation and engineering services
11. Provide site surveying
12. Perform (and review others') cost estimates and scheduling
13. Coordinate designs and specifications for the construction of the tunnels and stations by others (under Contracts CS-155-1 and CS-155-2).
14. Prepare systems operations and maintenance manuals specifications
15. Prepare as-built contract specifications and design documents when construction is complete.

The SFMTA requires this Consultant's continued services to support on Central Subway Project closeout tasks and other fixed guideway improvements, these include: automatic door openings, design and construction of additional railings, safety fencing for operational improvements and any identified ADA requirements or other regulatory requirements.

### **STAKEHOLDER ENGAGEMENT**

Throughout the project, the Central Subway team has participated in numerous community and merchant meetings to provide status updates.

### **ALTERNATIVES CONSIDERED**

This planned engineering and construction support work could potentially be put out to bid under a separate contract, but doing so would delay critical close out tasks for the Central Subway and additional work to ensure successful operations of this new fixed guideway asset. In addition, it would be more costly as a new engineering design firm would not be familiar with the the Central Subway requirements and systems.

### **FUNDING IMPACT**

The estimated cost of services during the proposed extension period is \$2,000,000. Work related to Central Subway closeout work is associated with the 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. Additional work by task will be funded via a variety of sources through the SFMTA's adopted 5-Year Capital Improvement Program.

## **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. 13, as described above, falls within the scope of the Final SEIS/SEIR.

The Central Subway SEIS/SEIR is on file with the SFMTA Board with the SFMTA Board of Directors and may be found 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**

Amendment No. 13 is subject to approval by the Board of Supervisors because the value of the Amendment exceeds the \$500,000 threshold of Charter Section 9.118.

This item will require the approval of the Civil Service Commission.

## **RECOMMENDATION**

Staff recommends that the SFMTA Board of Directors approve Amendment No. 13 to Contract No. CS-155-3, Surface Segment, Trackways, Systems, Quality Control and Design Integration, with HNTB-TSE JV to increase the contract amount \$2,000,000 (6 percent increase) for a total amended contract amount not to exceed \$36,857,691 and to extend the term of the Contract two years from June 30, 2023 to July 1, 2025.

SAN FRANCISCO  
MUNICIPAL TRANSPORTATION AGENCY  
BOARD OF DIRECTORS

RESOLUTION No. \_\_\_\_\_

WHEREAS, Design and construction of the 1.75-mile Central Subway (Central Subway Project) is Phase 2 of the Third Street Light Rail Transit Project; and,

WHEREAS, On April 22, 2010, the City awarded Contract CS-155-3 (Contract) to HNTB-B&C JV (Designer) (Consultant), a joint venture between HNTB Engineering and B&C Transit (now called Transit Systems Engineering, Inc.), to design the trackway and control systems for the Central Subway Project, for an amount not to exceed \$32,294,319, for a ten-year term with option to extend the term two years; and,

WHEREAS, Consultant designed the Project trackway and systems, and during construction the Consultant provided engineering support services to review and respond to construction contractor submittals, requests for information (RFIs) concerning design issues, requests for substitution, change order requests and contract claims, and to verify design compliance; and,

WHEREAS, The Contract previously has been modified twelve times to compensate the Consultant for additional work required to address unexpected site conditions and design changes required by the City, an due to delays to Project construction; the twelve amendments increased the total contract amount to \$34,857,691 and extended the term of the Contract to June 30, 2023; and,

WHEREAS, The SFMTA requires Consultant's continued services to support work on automatic door openings, design and construction of additional railings and safety fencing for operational improvements and to any related regulatory requirements; 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. 13, 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. 13 to Contract No. CS-155-3, Surface Segment, Trackways, Systems, Quality Control and Design Integration, with HNTB-TSE JV to increase the contract amount \$2,000,000, for a total amended contract amount not to exceed \$36,857,691, and to extend the term of the Contract by two years from June 30, 2023 to July 1, 2025, and be it further

RESOLVED, The Municipal Transportation Agency Board of Directors requests the Board of Supervisors approve Amendment No. 13 to Contract No. CS-155-3, Surface Segment, Trackways, Systems, Quality Control and Design Integration, with HNTB-TSE JV to increase the contract amount \$2,000,000, for a total amended contract amount not to exceed \$36,857,691, and to extend the term of the Contract two years from June 30, 2023 to July 1, 2025.

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.

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Secretary to the Board of Directors  
San Francisco Municipal Transportation Agency

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

**THIRTEENTH Amendment to Agreement between the City and County of San Francisco  
and  
HNTB-TSE JV  
for Architectural and Engineering Services**

**Contract No. CS-155-3  
Design Package #3**

The City and County of San Francisco ("City"), by and through its Municipal Transportation Agency ("SFMTA") and HNTB-TSE JV ("Consultant" or "Designer"), a joint venture between HNTB Corporation and Transit Systems Engineering, Inc., entered into Contract CS-155-3, dated April 22, 2010 ("the Agreement") for the final design of Surface, Track and Systems for the SFMTA's Central Subway Project for a term of 10 years and a contract amount of \$32,294,319.

The Agreement has been amended twelve times previously, to extend the term of the Agreement to June 30, 2023 and to increase the contract amount to \$34,857,691.

This Thirteenth Amendment to the Agreement will extend the Term of the Agreement two years and will increase the not-to-exceed Contract Amount an additional \$2,000,000, so that Consultant may perform Additional Services necessary for the design and completion of the Central Subway Project, as requested by the SFMTA.

**NOW THEREFORE, the Consultant and the SFMTA agree to modify the Agreement, as follows:**

**A. AMENDMENT**

1. Section 1.3 (Term) is amended to extend the Term of the Contract by Two Years (732 Days). Section 1.3 is deleted in its entirety and replaced with the following:

1.3 Term. This Agreement shall be in effect upon final approval by the Parties and shall continue for a period of Fourteen (14) Years and Sixty Three days, expiring on July 1, 2025, unless sooner terminated in accordance with the Agreement.

2. Section 13.3.1 (Total Amount) is amended to increase the Contract Amount \$2,000,000 for a total amended Contract Amount not to exceed \$36,857,691. Section 13.3.1 is deleted and replaced in its entirety with the following:

3.3.1 The total amount of compensation under this Agreement for all Work performed by Consultant shall not exceed Thirty-Six Million Eight Hundred Fifty Seven Thousand Six Hundred Ninety-One Dollars (\$36,857,691). The SFMTA shall pay Consultant for authorized Additional Work in accordance with the hourly labor and overhead rates stated in the Agreement,. Consultant is not guaranteed receipt of all or any specific portion of said funds, but shall be paid for the Additional Work requested by the SFMTA, as described in Section B, below.

**B. DESCRIPTION OF ADDITIONAL WORK**

In accordance with Article 13 of the Agreement, as directed by the SFMTA, Consultant shall perform additional extended construction support services and tasks as Additional Work to support the close-out of SFMTA Contract 1300 (for construction of trackways, stations and systems) and to support additional enhancements to fixed guideway infrastructure necessary:

**Task A-16 Design Services During Construction**

1. Task A-16.30M Construction Management
2. Task A-16.35 Other Design (Follow on Contract Work)
3. Task A-16.40 Field Visits / Meetings

**C. SUMMARY OF AMENDMENT**

Total Amount of this Thirteenth Amendment:	\$2,000,000
Previous Total Contract Amount:	\$34,857,691
New Revised Total Contract Amount:	\$36,857,691
Total Contract Time added by this Contract Modification:	732 Days
Previous Contract Completion Date:	June 30, 2023
New Revised Contract Completion Date:	July 1, 2025

**D. NO OTHER CHANGES TO THE AGREEMENT**

Except as expressly stated in this Amendment, all other terms and conditions of the Agreement remain unchanged. This Thirteenth Amendment will be effective on the date stated on the signature page.

*Signatures on following page.*



In Witness Whereof, the parties have executed this Modification in San Francisco, California as of this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

CITY	CONSULTANT
Recommended:	Approved:
By: _____ Nadeem S. Tahir, P.E. Program Director SFMTA	By: _____ Jeff Watson HNTB Corporation HNTB-TSE JV
Approved:	
By: _____ Jeffrey Tumlin Director of Transportation SFMTA	
Approved as to form:	
David Chiu City Attorney	
By: _____ Robert K. Stone Deputy City Attorney	
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