

SAN FRANCISCO AIRPORT COMMISSION



MINUTES

**October 9, 2012
Special Meeting
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

JOHN L. MARTIN

Airport Director

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

Minutes of the Airport Commission Special Meeting of
October 9, 2012

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AIRPORT COMMISSION SPECIAL MEETING MINUTES
October 9, 2012

A. CALL TO ORDER:

The regular meeting of the Airport Commission was called to order at 9:04 AM in Room 400, City Hall, San Francisco, CA.

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B. ROLL CALL:

Present: Hon. Larry Mazzola, President
Hon. Linda S. Crayton, Vice President
Hon. Eleanor Johns
Hon. Peter A. Stern

Absent: Hon. Richard J. Guggenhime

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C. ADOPTION OF MINUTES:

The minutes of the special meeting of September 18, 2012 were adopted unanimously.

No. 12-0214

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D. SPECIAL ITEMS:

Item No. 1 was moved by Commissioner Mazzola and seconded by Commissioner Stern. The vote to approve was unanimous.

1. Retirement Resolution for Mike McCarron

No. 12-0215 Resolution thanking Mike McCarron for his 22 years of faithful service to the City and County of San Francisco and San Francisco International Airport, and congratulating Mr. McCarron on his retirement.

Mr. John Martin, Airport Director said that Mike has been at the Airport for 22 years. He began his career in the Emergency Planning office and helped design the first Emergency Mobile Command Post. He then became a Duty Manager, and for the last 10 years has been the Director of Community Affairs, our Public Information Officer. I've always had complete trust in Mike to represent the Airport and represent me personally. He has done an outstanding job as Public Information Officer and I want to personally thank Mike for the excellent work he's done.

Mr. Mike McCarron said I am lost for words, believe it or not. I want to thank John who always supported me. I've had great mentors along the way, John Costas, a couple of other names most people don't recognize, Clay Scott and Dale Dunham ... really great support people, and my family who had to endure 3 a.m. phone calls, missed dinners

and little league games, getting called at church on Christmas Eve and other odds and ends that happened at over the past 10 years. But I need to thank John because I know in talking to my counterparts that they always had to check first with their CEO before talking to the press, and I didn't. John had that confidence in me and I appreciated it at all times. Over the past years I've had great pride in saying I work at SFO. Thank you.

Commissioner Mazzola said no, thank you for your service.

Commissioner Crayton said I personally want to thank you. You've been a delight to work with. I love watching the news and seeing your name come up. You are a hero to not only the Airport but to the viewers because you are always very exact, very concise. People didn't have to guess what you were talking about. I cannot believe you're retiring because it just seems like you only got here. I'm old and I've been here for a while so I should go first. Thank you so much and I appreciate your service.

Mr. McCarron said thank you Commissioner, it's very kind of you.

Commissioner Johns said I want to thank you so much. I've always appreciated watching you on TV and interacting here. I wish you well in whatever you're going to do in the future.

Mr. McCarron said thank you, thank you very much. I really appreciate it.

Commissioner Mazzola congratulated Mr. McCarron.

Mr. McCarron replied thank you sir.

Item No. 2 was moved by Commissioner Crayton and seconded by Commissioner Stern. The vote to approve was unanimous.

2. Commendation for Michael Leon-Guerrero

No. 12-0216

Resolution thanking Michael Leon Guerrero for his service to the Airport and offering best wishes in his new job as Assistant City Attorney of Redwood City.

Mr. Martin said that Michael is leaving for a position with the Redwood City City Attorney's Office, a significant promotion. Michael has been with the City Attorney's office 14 years, the last 4 at the Airport. He started in the City's Labor team. He's done a fantastic job at the Airport. I've always had complete trust in Michael ... he's a real problem solver. I like attorneys who are problem solvers. He worked closely with the SFPD, the State and the County in addressing our problem with vans and limousines. We probably have this problem more under control than the entire 31 years I've been working at the Airport. A great credit to Michael for that. He's worked on updating our very comprehensive and detailed Rules and Regulations, and he's handled a number of sensitive labor cases. I appreciate Michael's great work.

Mr. Michael Leon Guerrero thanked the Commission. I served the City and County of

San Francisco for 16 years, two years as a Research Attorney in the Superior Court, and I can say that you're the best client I've had. You've made it very easy. John runs a very ethical and professional Airport which makes it easy for attorneys to work with. I'd like to thank my General Counsel, Sheryl Bregman, a breath of fresh air, and my teammates, Deputy City Attorneys on the Legal team as well. Interesting bunch of attorneys. We try to have fun when we can and keep our camaraderie together. I'd like to thank the Airport staff that I worked with ... a highly professional group, everyone from Tryg McCoy to the Deputy Director's that I worked with. It's been a great time. I've enjoyed my time at the Airport. I was telling a friend recently that I'll look back with fondness at the Airport because there's not many places where you can say that within a span of one month you've had the Shuttle fly by on a jumbo jet, you've seen the Blue Angels, and President Obama. It's a great place to work and I'll look back fondly on these memories. Thank you.

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- E. ITEMS INITIATED BY COMMISSIONERS:
There were no items initiated by Commissioners.

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- F. ITEMS RELATING TO ADMINISTRATION, OPERATIONS & MAINTENANCE:
Item No. 3 was moved by Commissioner and seconded by Commissioner . The vote to approve was unanimous.

3. Award Contract 8226A - Design-Build Services for West Field Cargo Redevelopment Facility, Phase 1 - McCarthy Building Companies, Inc. - \$4,150,000

No. 12-0217	Resolution awarding Contract 8226A, Design-Build Services for West Field Cargo Redevelopment Facility, Phase 1 to McCarthy Building Companies, Inc., in the initial amount of \$4,150,000.
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Mr. Ivar Satero, Deputy Director, Design and Construction said we are recommending award of this contract to McCarthy Building Companies with Kwan Henmi as the lead architectural team for the West Field Cargo Facility Phase I project.

This contract will complete the design build services to complete the design and construct the first phase of the West Field Cargo Redevelopment. Phase I will build approximately 100,000 sq. ft. of warehouse space along with a commensurate amount of office space on the mezzanine, and essentially replace Cargo Building No. 7. The primary tenants of the new building will be DHL and Trux, who provides cargo handling services for several carriers.

Five proposals were received in response to the RFQ/P from design-build teams. We determined that all five firms were well qualified to meet the requirements of the RFP. We convened a selection panel to score the written proposals of the five firms, and based on the score of the proposals, we developed a ranking of the firms. The RFP indicated that we would shortlist the top three scoring firms to participate in the next

phase of the solicitation which was interviews and the cost proposals phase.

We reconvened the Selection Panel to interview and score the firms and their key personnel in accordance with the RFP criteria. We reviewed and scored the cost proposals as well as the three firms and developed a cumulative score based on technical proposals, interviews, and cost proposals. McCarthy earned a total of 724.7 points out of 760 and was determined to be the top scoring team.

The initial award amount of \$4,150,000 provides for the fixed design fee, general conditions costs, and an Airport allowance of a \$1,000,000 for early design activities and pre-construction services. As with our past design build processes, we will return to the Commission at stages in the solicitation of subcontractor trade bid packages and recommend that we add those to the contracts. At each stage we'll update the forecast of completion for you.

Funding is provided from the Airport's Capital Improvement Program (CIP) budget. The City's Contract Monitoring Division (CMD) established a goal of 15% for LBE participation and McCarthy has committed to meeting this goal.

Commissioner Johns asked if this is the first time McCarthy has done work with us, or have I just overlooked the name in the past.

Mr. Satero replied that they're a new entrant to the Airport. They've competed in the past on Airport solicitations but have not been successful. They did compete on the Boarding Area E solicitation. We're very happy to have a new entrant. They're a very qualified firm and a large general construction firm.

Item No. 4 was moved by Commissioner Crayton and seconded by Commissioner Stern. The vote to approve was unanimous.

4. Award of Contract No. 9242A - Design-Build Services for Plot 2 Employee Parking Lot Project - Synergy Project Management, Inc. - \$2,370,000

No. 12-0218

Resolution awarding Contract 9242A, Design-Build Services for Plot 2 Employee Parking Lot Project to Synergy Project Management, Inc. in the amount of \$2,370,000.

Mr. Satero said this contract provides for design build services to complete the design and construct an Employee Parking Lot on Plot 2, the old Hilton site which is currently dedicated to contractor staging and storage. We've found other suitable staging and storage areas for the contractors on other parts of the Airport, without impacting the need for on-site contractor staging or interrupting the efficient operation of construction. The development will pave approximately 3 acres on the Hilton site and provide for approximately 800 parking stalls. Upon completion we will relocate employee parking from Lot D into this new lot, freeing up revenue parking on Lot D. Our schedule is to achieve this prior to the peak holiday travel season beginning on Thanksgiving.

In response to this RFP, we received six proposals from design build teams and again,

all six firms were determined to be qualified to provide the services. Different from all previous Airport design-build contracts, this contract was evaluated entirely based on cost as the scope of work was adequately defined in the RFP documents to provide for little risk in taking a fixed price. The award amount of \$2,370,000 provides for the lump sum amount to complete the design and construct the improvements.

Due to the critical nature of obtaining these additional spaces, the contract duration is 45 days to substantial completion and that allows us to open and operate the facility, with the exception of the parking control system which falls under the 120 day milestone. Funding is provided from the Airport's Capital Improvement Program.

CMD has established an LBE subcontractor goal of 22% and Synergy has committed to achieving 32% LBE participation.

A bid protest was received from the third bidder, Schembri Construction. The protest contained two issues. First, we failed to provide Schembri with all of envelope C ... I think it is documentation that is about GMP backup documents and related to prosecution of the work. We thought he just wanted the bid documents themselves. And so, we went ahead and provided all of that other backup document. Also, there was a schedule in the GMP package that didn't have the interim milestone of 45 days, but in working with the City Attorney's office that is determined to be a curable defect. Since that time, we have received a schedule that does have that 45 day milestone.

This protest was determined to be without merit by the City's Attorney's office.

Commissioner Stern said that we have previously discussed a short term solution for employee parking. Is this still in conjunction with that and can you expand on the long-term view of employee parking.

Mr. Satero replied that this is the short term solution of 800 stalls. The long term solution will satisfy employee parking for us. We need to talk about more long term parking needs ... it's part of a long term program to potentially add a long term parking garage. But as far as employee parking goes, this will satisfy our need.

Commissioner Crayton said I'm not real familiar with Synergy Project Management, however when I look at all the bidders it looks like there were about 3 that were clumped together, and then 2 others that were clumped together, and then Synergy was \$200,000 more or less than the other. Did that cause any concerns?

Mr. Satero replied we don't have a lot of experience with Synergy so we did some due diligence. In fact, Synergy worked on Terminal 2 as a subcontractor to Turner so we do have some experience in a subcontract role. We have met with Synergy and we are satisfied that they bring the right expertise for this.

Commissioner Crayton said I was just wondering ... it's almost a \$1,000,000 difference. What would they have cut out in order to be able to get the bid at this amount?

Mr. Satero said it's a continuation of a pattern when the economy picks up and construction picks up regionally. We're seeing more of a disparity between low bids and high bids. Hungrier contractors versus less hungry is what we think is contributing

to that spread. But we're very satisfied with the bid amount.

Item No. 5 was moved by Commissioner Crayton and seconded by Commissioner Johns. The vote to approve was unanimous.

5. Modification No. 5 (Trade Bid Package Set 4A) to Contract 9015A - Design-Build Services for Replacement Airport Traffic Control Tower and Integrated Facilities - Hensel Phelps Construction Company - \$4,210,969

No. 12-0219

Resolution adding Trade Bid Package Set 4A to Contract No. 9015A, Design-Build Services for the Replacement Airport Traffic Control Tower and Integrated Facilities, with Hensel Phelps Construction Company in an amount of \$4,210,969 for a new total contract amount of \$26,823,205.

Mr. Satero said this is the next modification for the Hensel Phelps contract for the Air Traffic Control Tower. It provides for the Mass Excavation and Earthwork scope of work ... foundation and site logistics and site controls. In accordance with the Administrative Code, we bid this scope of work to a minimum of 3 trades of subcontractors, with the exception of the site controls and weatherproofing and monitoring scope, which were directly negotiated under that allowance of 7.5% for direct negotiated scope. We reviewed the bids and negotiated scopes of work and we're satisfied that they appropriately reflect the agreed upon scope of work. The proposed modification is within the overall budget for this work and is within \$110,000 of the Engineer's estimate.

With these bids, we continue to forecast a cost of completion of \$89,600,000, which includes the appropriate level of future contract growth and contingencies to assure on-budget performance.

This is a federally compliant contract so Hensel Phelps was encouraged to use best faith efforts to achieve 10% local, small and disadvantaged business participation. HP is committed to achieving 10.4% participation.

Mr. Satero told Commissioner Stern that he didn't adequately respond to his question about staff parking. We have a long term plan for a consolidated administration building for staff. That's where we'll bring the disparate units of the Airport that are in various offices into a single campus approach and in that approach we will have parking garages sufficient to accommodate all of that staff. It will be adjacent to where the facility is and you'll start to see some of that project in the near future.

Commissioner Crayton said that she received some literature in the mail regarding parking at SFO and asked if that was Mr. Satero's department, or was that another entity that is a developing parking at the Airport?

Mr. Satero replied it was probably out of Marketing & Communications. It's an off-airport provider I think.

Item No. 6 was moved by Commissioner Crayton and seconded by Commissioner Stern. The vote to approve was unanimous.

6. Award Contract 9254 - Providing Airport Shuttle Bus Services - SFO Shuttle Bus Company - \$42,000,000

No. 12-220

Resolution awarding Professional Services Contract 9254, providing for Shuttle Bus Service at SFO to SFO Shuttle Bus Company in an amount not to exceed \$42,000,000 for a period of three years, seven months effective December 1, 2012 with three, two-year options exercisable at the sole discretion of the Airport Commission.

Ms. Jean Caramatti, Commission Secretary announced the amount on the calendar is incorrect. The correct amount is \$39,000,000.

Mr. Jeff Littlefield, Deputy Director, Operations and Security said we are requesting award of the Airport Shuttle Bus Services contract to SFO Shuttle Bus Company. The current contract is set to expire November 30, 2012. This new contract will provide for similar services which include bus service to and from public and long term parking lots and for the maintenance of all Airport-owned buses. This busing operation serves SFO employees who park at the West Field garage and in-service Lot D. It also involves readily available ground transportation for air passengers who park in Long Term lots D and DD and is a critical link between the terminals and employment sites along McDonnell road. The service operates 24/7 and is a back up to assist with the on-going movement of passengers in the event of any service disruption to our AirTrain system.

On June 5, 2012, we issued an RFP seeking to obtain Airport Shuttle Bus services. Staff conducted a pre-proposal conference, followed by three pre-proposal conference calls prior to the proposal due date to ensure questions were answered and clearly communicated to perspective proposers. An addendum to the RFP was issued which extended the original proposal date from July 9, 2012 to August 12, 2012. We received a total of four proposals, two of which were deemed to be responsive. A six-member panel which consisted of three internal members and three external members was assembled to score the two responsive proposals and to conduct oral interviews for the two qualified bidders. Points awarded by the panel were added to the points awarded by the oral interviews and total scores were as follows, Bauers Intelligent Transportation scored a 799.2 points; SFO Shuttle Bus Company scored 905 points. Based on the evaluation criteria, SFO Shuttle Bus Company was selected as the successful proposer for this contract. Notification of the intent to award was made to both companies with the protest period ending October 4th and there were no protests received.

I request award of Contract No. 9254 to provide Airport Shuttle Bus services at San Francisco Airport to SFO Shuttle Bus Company for a period of 3 years and 7 months, to commence December 1, 2012, in the amount not to exceed \$39,000,000. The contract will have 3 two-year renewal options, exercisable at the sole discretion of the Commission.

Mr. Jeff Leonoudakis, CEO and President, SFO Shuttle Bus Co., said our company has

been operating the shuttle bus service at SFO since 1975, 37 continuous years. We commend your staff for putting out a rigorous RFP which we feel was imminently fair. Fortunately we were selected as the number one proposer and we seek your approval this morning to continue on as the provider of this service. We're committed to providing high quality service for SFO customers and employees. Thank you.

Commissioner Johns asked if there is anything different in the new service.

Mr. Littlefield replied the service itself is basically the same.

Commissioner Johns said the RFP added nothing new ... it's the same service that has been going on in the past.

Mr. Littlefield replied the service itself, yes.

Commissioner Crayton asked if we had any LBE requirements in the bid.

Mr. Littlefield said I'll have to get back to you with specific details.

Mr. Martin said we'll follow up with that.

Item No. 7 was moved by Commissioner Crayton and seconded by Commissioner Stern. The vote to approve was unanimous.

7. Award Rental Car Center Café Lease, A Small Business Set-Aside - Marina's Café

No. 12-0221	Resolution awarding the Rental Car Center Café Lease, a Small Business Set-Aside to Marina's Café.
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Mr. Leo Fermin, Deputy Director, Business and Finance said that this lease is for a Café in the lobby of the Rental Car Center and is a small business set aside. I'm very pleased to recommend award of this lease to Marina's Café which is a venture owned by Lupe Rodriguez and her partner, George Issa. This is a husband and wife team which began at the Airport working for HMS Host over a decade ago. They have both worked over the years, advancing from a cashier's position to Manager at Guava and Java. George started his career as a supervisor with Host and was hired as Assistant General Manager for Perry's Restaurant in Terminal 3.

The café will feature organic products such as locally sourced coffee and organic salads, and pastries baked daily by a local artisan baker.

Ms. Lupe Rodriguez said thank you very much for this big award. We have gratitude for this big opportunity and gratitude towards everybody who helped us to try to put it all together. And thank you because it is my dream come true after all these years working for big companies. My sincere thank you to Mr. John Martin, Mr. Leo Fermin, Mrs. Cheryl Nashir, Mrs. Sandra Crumpler who always support me, help me, you know to go through the process and who have made it possible to go through all these things to be a business operator. Marina's Café is very proud to be a part of San Francisco Airport. Thank you again for the opportunity to make Marina's Café a reality.

Commissioner Mazzola wished them good luck.

Commissioner Crayton said I'm almost move to tears because I'm excited. This is what the Airport Commission is about. When we see business owners like her ... women and minorities rise to this occasion and have an opportunity to work at the Airport. We're doing an excellent job, your staff is doing an excellent job. When we see this happen throughout the Airport so that they really know that we're working with the vendors here to help them to achieve this opportunity. Will we do any press about this?

Mr. Martin said we certainly will when their facility opens. It's a great success story.

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G. CONSENT CALENDAR OF ROUTINE ADMINISTRATIVE MATTERS:

The Consent Calendar, Item Nos. 8 through 14, was moved by Commissioner Crayton and seconded by Commissioner Mazzola. The vote to approve was unanimous.

8. Modification No. 1 to Contract No. 8760 - Elevator Maintenance, Repair and On-Call Services - Thyssenkrupp Elevator Corporation - \$1,000,000

NO. 12-0222 Resolution approving Modification No. 1 to Airport Contract No. 8760 with Thyssenkrupp Elevator Corp. in the amount of \$1,000,000 for a revised not-to-exceed total contract amount of \$9,000,000 for elevator maintenance, repair and on-call services.

9. Award of Ground Lease for a Compressed Natural Gas Fueling Facility - Clean Energy - \$36,000 per year

No. 12-0223 Resolution awarding a Ground Lease to Clean Energy for the continued operation and improvement of a Compressed Natural Gas (CNG) Fueling Facility for a term of five years, with two, two-year options to extend at the sole discretion of the Airport Commission in the amount of \$36,000 per year.

Mr. Chad Linholm, Vice President, Clean Energy, said we have operated a state of the art natural gas fueling facility available to the general public as well as the Airport's large and growing fleet of alternative fuel vehicles, specifically natural gas, since 2003. Since that time, in strong partnership with Airport staff, we are proud to have significantly expanded the use of NGVs in and around the Airport as well as the region with over a 100 natural gas taxis, a few hundred natural gas shared ride vans, about 100 courtesy off-site shuttles, and 100s of light, medium and heavy duty vehicles the Airport runs. This has been a model that clean energy has conveyed and taken across the country ... we now operate at over 30 airports. I commend San Francisco Airport for it's leadership in developing policies that both incent and encourage transition from gasoline and diesel powered vehicles to cleaner domestic, and sustainable natural gas vehicles. Today, the economics have never been better with savings for these operators upwards of \$2.00 per gallon vs. escalating gasoline fuel prices. Again, we appreciate the opportunity and

look forward to this continued partnership for the next five years. As part of that partnership we're going to invest upwards of \$750,000 to put in a canopy over the existing station, brand new dispensers, and a backup generator for power. Thank you again. If you have any questions, I'm happy to answer them.

10. Modification No. 5 (Trade Bid Package Set No. 3) and Final Guaranteed Maximum Price to Contract No. 8970 - Closed Circuit Television Advanced Surveillance Program - Siemens Industry, Inc. - \$638,056

No. 12-0224 Resolution approving Modification No. 5, adding Trade Bid Package Set No. 3, in the amount of \$638,056 and establishing the Final Guaranteed Maximum Price (GMP) in the amount of \$5,599,298 for Contract No. 8970, Closed Circuit Television Advanced Surveillance Program, with Siemens Industry, Inc.

11. Modification No. 4 and Final Guaranteed Maximum Price for Contract No. 9078A - New Data Center - Transworld Construction, Inc. - \$530,629

No. 12-0225 Resolution approving Modification No. 4, in the amount of \$530,629 and establishing the Final Guaranteed Maximum Price (GMP) in the amount of \$12,600,000 for Contract No. 9078A, New Data Center, with Transworld Construction, Inc.

12. Request for Qualifications to Establish As-Needed Pools of Consultants to Provide Professional Services for Airport and Environmental Planning Management Consulting Services

No. 12-0226 Resolution authorizing Issuance a Request for Qualifications to Establish Pools of As-Needed Consultants to Provide Professional Services for Airport Planning and Environmental Services.

13. Cancellation of Grant Funds for Hydrogen Vehicle Fueling Station

No. 12-0227 Resolution declining and cancelling grants for an Airport Hydrogen Vehicle Fueling Station.

14. Approve Sublease Under Lease No. L73-0066 between United Air Lines and San Francisco Airport for Land at the Maintenance Operations Center at Plot 16

NO. 12-0228 Resolution approving a Sublease Under Lease No. L73-0066 between United Air Lines and San

Francisco International Airport for Land at the
Maintenance Operations Center at Plot 16.

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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 three (3) 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.

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I. CORRESPONDENCE:

There was no discussion by the Airport Commission.

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J. CLOSED SESSION:

There are no planned agenda items for a Closed Session for the current meeting.

In the event of any urgent matter requiring immediate action which has come to the attention of the Airport Commission after the agenda was issued and which is an item appropriately addressed in Closed Session, the Airport Commission may discuss and vote whether to conduct a Closed Session under Brown Act (California Government Code Sections 54954.2(b)(2) and 54954.5) and Sunshine Ordinance (San Francisco Administrative Code Section 67.11).

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).

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K. ADJOURNMENT:

There being no further calendared business before the Commission the meeting adjourned at 9:37 AM.

Jean Caramatti
Commission Secretary