SAN FRANCISCO AIRPORT COMMISSION

MINUTES

Tuesday, June 16, 2020

9:00 A.M.

Meeting held by teleconference pursuant to the Governor’s Executive Order N-29-20 and the Sixteenth Supplement to Mayoral Proclamation Declaring the Existence of a Local Emergency

LONDON N. BREED, MAYOR

COMMISSIONERS
LARRY MAZZOLA
President
ELEANOR JOHNS
RICHARD J. GUGGENHIME
EVERETT A. HEWLETT, JR.
MALCOLM YEUNG

IVAR C. SATERO
Airport Director

C. CORINA MONZÓN
Commission Secretary

SAN FRANCISCO INTERNATIONAL AIRPORT
SAN FRANCISCO, CALIFORNIA 94128
## Minutes of the Airport Commission Meeting of

**Tuesday, June 16, 2020**

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8. Approval of Phase D1 to Contract No. 10011.66, Design-Build Services for the Terminal 1 Center Renovation Project Hensel Phelps Construction Company $20,877,000

9. Award of Sole Source Contract No. 50195 for the Operations and Maintenance of the Baggage Handling System in Harvey Milk Terminal 1 BEUMER Lifecycle Management LLC $21,000,000

10. Approval of Modification No. 2 to Professional Services Contract No. 50030.01 to Operate, Maintain and Repair Airport-owned Baggage Handling Systems and Passenger Boarding Bridges in the Domestic Terminals Vanderlande Industries, Inc. $3,852,617

11. Approval of Modification No. 3 to Professional Services Contract No. 50052 for Airport Information and Guest Assistance Services Hallmark Aviation Services, L.P. $13,758,746

12. Determination to Proceed with the Ground Based Augmentation System Project and Award Contract No. 11299.44, Ground Based Augmentation System Project Honeywell International Inc. $4,300,595

H. CONSENT CALENDAR OF ROUTINE ADMINISTRATIVE MATTERS

13. Award of Sole Source Contract No. 50247 for Maintenance Services of Automated Passport Control Kiosks Vancouver Airport Authority $2,275,000

14. Approval of Modification No. 1 to Professional Services Contract No. 50120 Ralph Andersen & Associates - $260,000; and Modification No. 1 to Professional Services Contract No. 50128 The Hawkins Company - $390,000 As-Needed Executive Search Consulting Services

I. NEW BUSINESS:

J. CORRESPONDENCE:

K. CLOSED SESSION:
L. ADJOURNMENT:.................................................................................................21
A. CALL TO ORDER:
The regular meeting of the Airport Commission was called to order at 9:00 A.M. via teleconference.

Airport Director Ivar Satero welcomed Commissioner Everett Hewlett, Jr. to the Commission.

B. ROLL CALL:
Present: Hon. Larry Mazzola, President
          Hon. Eleanor Johns, Vice President
          Hon. Richard J. Guggenhime
          Hon. Everett A. Hewlett, Jr.
          Hon. Malcolm Yeung

C. ADOPTION OF MINUTES:
The minutes of the regular meeting of June 2, 2020 were adopted unanimously upon a motion by Commissioner Guggenhime and a second by Commissioner Johns.

No. 20-0102. Regular meeting of June 2, 2020.

There were no questions from the Commissioners and no public comment.

D. SPECIAL ITEMS
Item No. 1 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Guggenhime.

1. Retirement Resolution for Ms. Stacey A. Lucas

No. 20-0103. Retirement resolution thanking Ms. Stacey A. Lucas for nearly 20 years of dedicated service to the City and County of San Francisco.

Director Satero presented on the item for Deputy City Attorney Stacey A. Lucas, who is retiring from the City and County of San Francisco after nearly 20 years of service. For the past nine years, Ms. Lucas has been a valued member of the Airport Commission. Ms. Lucas has worked closely with several Airport Divisions, including People, Performance, and Development and Operations and Security. Ms. Lucas has been instrumental in developing relationships with federal agencies, including Transportation Security Administration, Customs and Border Protection, and the Federal Bureau of Investigation, and has worked on issues related to federal regulations, law enforcement, major contracts, and the adoption of the Airport Rules and Regulations. Most notably, Ms. Lucas represented the interests of the City and the Airport in proceedings before the California Public Utilities Commission in its
development of regulations for Transportation Network Companies (TNCs). SFO became the first entity to permit Uber at the start of its business model. Her work has truly supported the safety and security of the Airport. Staff will miss her humility, respect, and kindness towards her colleagues.

**Commissioner Yeung** thanked Ms. Lucas for her years of service. **Sheryl Bregman** said that Ms. Lucas has been an invaluable member of the team and has done so much great work for the Airport. **Ms. Bregman** thanked the Commission for their support.

There were no further comments from the Commissioners and no public comment.

Item No. 2 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Guggenhome.

2. **Retirement Resolution for Mr. Leonardo “Leo” V. Fermin**

No. 20-0104. Retirement resolution thanking Mr. Leonardo “Leo” V. Fermin for over 34 years of dedicated service to the City and County of San Francisco.

**Director Satero** presented on the item to acknowledge Leo Fermin, Chief Business and Finance Officer, for his 34 years of service to SFO. Mr. Fermin will be retiring at the end of June. He has been a steady force on the leadership team at SFO. He has been a central figure in working through challenges and driving successes, such as the $2.4 billion masterplan in the 90s. Mr. Fermin became the Airport’s first Airport Economic Planner, where he was responsible for developing and creating a financing plan for that program. Mr. Fermin was promoted to Associate Finance Director where he led the Finance team through the aftermath of 9/11, which was such a successful financial recovery that it was recognized in the industry. In 2011, Mr. Fermin led the successful negotiations with the airlines for the 2011 Lease and Use Agreement, and he is currently leading the 2019-2020 re-negotiations. He was also instrumental in the launch of Virgin America. Mr. Fermin also led the Airport through the development of the $7.4 billion Ascent Capital Improvement Plan. More recently, Mr. Fermin was largely responsible for the successful launch of the Airport’s Hotel Project, such as its funding and financial feasibility studies that allowed the Airport to proceed. Mr. Fermin has had an incredible career with SFO. His incredible insight will be missed. Staff congratulates him on his years of service and wishes him equal success in his retirement.

**Vice President Johns** thanked Mr. Fermin for his years of devotion to the Airport. She has enjoyed working with him, and he has made the items before the Commission easy to understand. She wished him a safe and healthy retirement. **Commissioner Guggenhome** said Mr. Fermin has been a huge help, and he is almost irreplaceable. **Commissioner Yeung** said that he was sorry their time overlapped so little. He was clearly an anchor for the Airport. **President Mazzola** congratulated him on his retirement.
Mr. Fermin thanked the Commissioners for their kind words. He has enjoyed working for the Commission and Director Satero and thanked them for all their trust and support throughout his years at SFO. He acknowledged his wife, Sue who has been a constant support throughout his years at the Airport. He also thanked the hard work and dedication of Airport employees, particularly the Business and Finance Division. He also thanked previous Airport Director John Martin for taking a chance and hiring him 34 years ago.

There were no further comments from the Commissioners and no public comment.

E. DIRECTOR’S REPORT (Discussion Only):

Director Satero gave an update on the following:

1Presentation on “SFO COVID-19 Recovery to Resilience Framework (2020-2023)”: TSA and Customs processing are two aspects of Airport operations that are federally controlled. TSA has continued to change processes as the crisis has evolved. Currently, TSA requires face masks for all TSA employees and has implemented physical distancing with floor markers and staffing adjustments. They have also closed two checkpoints, reduced handling of documents, and offer hand sanitizer at the back end of the process for all passengers. Airport staff are working with them to stagger lanes and work on the queues. Passengers are required to wear face masks while at SFO. Regarding the customs and arrival process for international arrivals, there are around 25 banned countries, which most recently includes Brazil. Flights are only allowed for American citizens and legal permanent residents from those banned countries. TSA is working with authorities on minimizing and stopping those that don’t meet those categories at the point of origin. The process at SFO and 15 other airports accommodating flights from the banned countries include health questionnaires on the flights. Once they arrive, passengers are subjected to random temperature checks, as well as for any passenger who is exhibiting symptoms, and are asked to self-quarantine for 14 days. This process is also applied to passengers coming from non-banned countries who have traveled to banned countries within the past 14 days.

Vice President Johns asked for clarification on banned countries – if there are any international flights from countries that are truly banned, meaning those flights cannot come into SFO. Director Satero said there are not. He clarified that flights are not banned, but certain passengers are allowed to enter the US. Commissioner Guggenheim asked if airlines are requiring passengers to wear masks on flights. Director Satero responded that Airlines for America (A4A), the airlines’ industry group, has sent out guidance. All major airlines require face masks in flight for both international and domestic flights. United Airlines is being even more aggressive in enforcing their requirement and putting passengers that refuse on a no-fly list. Commissioner Hewlett asked how the health crisis has impacted expedited TSA programs. Director Satero responded there has been not much impact. They still apply the same processes to pre-check passengers. Eva Cheong responded that

1 Presentation attached.
they are still offering expedited services and are using blended lanes if TSA has reduced the number of lanes open.

Director Satero continued with his report. These are unprecedented times in the industry, which requires new ways of thinking about operations, the financial structure, and the overall risk that a disruption like this has on air travel and business operations. The Airport is focused on recovery to resilience framework, and there are opportunities to transform and improve the air travel experience. SFO has been dramatically impacted. Typically, it would see 90,000 outbound passengers a day during the summer. This number dropped to 1,800 passengers a day but has increased to the current number of 8,000 passengers. The Airport’s initial response was around public awareness, particularly around how the Bay Area was responding to the crisis and the aggressive actions taken under the leadership of the Mayor and local County health officials. At the same time, the Airport started to implement measures to protect the health of its employees, such as requiring face masks for all Commission employees and passenger-facing concessionaires and tenants. The Airport’s Core Values has served it well in implementing values and establishing culture. Frontline employees, such as the custodial, trades, customer service, and safety and security staff, have been taking care of the facilities and assisting passengers daily. The work that has been done around culture over the last 10 years has been important in establishing SFO as a leadership airport during this crisis. The leadership team is also involved in different areas of national and global approaches.

The road map that the Airport will be following will look towards working together and strengthening the air travel industry. The first goal is to improve passenger confidence. Airports have worked together closely to implement best practices. The airlines have taken on disparate responses and policies, which has not supported confidence. The Airport has written letters to encourage the industry to move towards a more consistent approach, and the airlines have taken recent actions. Enhancing the safety, health and well-being of employees is still the highest priority. A large part of the workforce is telecommuting or furloughed, but Staff anticipate employees coming back to work with the right protections in place to ensure their health and well-being. Financial recovery is another priority as a $1.3 billion operation with more than half of the amount non-discretionary. The Airport has received $254 million in federal funding, and it has taken several steps to cut expenses and focus on a potentially three-year recovery period. Addressing caring for the SFO community and local workforce, 75% of all SFO workers, or approximately 46,000 workers, have either been laid off or furloughed. Staff are working on efforts to support these workers, prepare for their return to work, and provide all the appropriate protections in their work environments. The Airport is fortunate to have been aggressive in renovating its facilities over the last 20 years. All the terminals have been redone, which has created a more spacious experience. This puts SFO in a better position than those airports that have fallen behind in their capital investment, and it provides an opportunity for extending queuing and spacing. Technology will also be key, and the Airport is positioning itself to be in front of innovative technologies that create a touchless experience. This seamless experience is crucial for air travel and the industry, which may help drive change with governmental partners.

SFO’s recovery framework is based on a Recovery Landscape with various phases based on several factors that define any given moment in time. These phases include Managed Risk, Low Risk, and Safe from COVID Risk. Some of the indicators that will help guide the
Airport in deciding the needs of its operation include: whether a vaccine is widely available, access to rapid testing on-site, the level of passenger and flight activity, and the level of technological advancement. The Airport has looked at journey moments and the passenger experience since designing Terminal 2, and this model has served it well at this time. The Airport has established a committee to look at each of these journey moments and ensure the protection of passengers throughout their process of traveling through SFO. Staff are looking at short, medium, and long-term solutions, such as identifying chokepoints, creating visual references for cleanliness and sanitization, having interactive children’s play areas that are non-contact, and physical distancing markers. The Airport has also established a “Travel Well Ambassador” program to ensure physical distancing is occurring, observe where there are additional problem areas that the Airport needs to address, and assist passengers if they need help along their journey and encourage them to wear masks. Staff are also looking at safety by design and studying the physical distancing of passengers and queues and accommodating this spacing. Terminal 1, for instance, is fortunate to have automated screening lanes, which allows for more physical separation than normal screening lanes because of the layout and the number of divestiture points. Regarding the touchless journey, United is working on electronic bag tagging, and other airlines are using the Airport’s RFID technology. There is also opportunity to go touchless around areas such as hydration stations, courtesy phone systems and transactions. Finally, outreach and awareness are clearly critical, and Staff have issued guidelines to the public about what to expect when they arrive at SFO. There is a lot of signage addressing this and physical distancing around the Airport itself. The Airport was possibly the first in the United States to provide face masks to the traveling public. There is also the consideration of guidelines to airlines and concessionaires because passengers should have an expectation of consistency at an airport. A lot of effort is devoted to working with ACI and AAAE, as well as partner airports, on how to provide a protective travel corridor, and next efforts will be focused on engaging airlines and vendors. Staff are planning for a three-year, U-shaped recovery, but hopefully this is a conservative estimate. Overall, the focus will be on the health and well-being of all passengers and employees.

Vice President Johns said she appreciated the presentation. It is an excellent roadmap, and it reminded her of the words “resilience.” A plan that is flexible, such as the one presented today is excellent. Commissioner Yeung echoed Vice President John’s comments and stated that the health of the Airport is vital for the health of the surrounding area. He asked if the Airport has any indication of what the return-to-work percentage will be for furloughed employees. He also asked what the three-year projection is based on and how it aligns with the tourism and travel industry. Director Satero said there is a lot of uncertainty about how quickly things will return. For example, airlines are working week-by-week to figure out schedules, and return-to-work is a function of passenger loads. It’s likely going to be a gradual return. There are obligations for several carriers because of CARES Act funding, but these obligations will be expiring soon. Staff will work on forecasting with the Airport’s stakeholders to see what the anticipation is and will provide more information to Commissioners. For financial planning purposes, the three-year estimate is the most conservative. The Airport is looking at key indicators around leisure and business travel and employment rates. A range between two to three years is more realistic based on the discussions Staff are having with the industry. Commissioner Yeung added that the timeline could be an indicator for broader City recovery planning.
There were no further questions from the Commissioners.

Barry Taranto said he enjoyed working with Leo Fermin, and the Airport will miss him and his contributions. He was truly an asset to the Airport and the City and County government. Driving a cab, he has seen that business has picked up and that there is an increase of passengers transitioning from other flights. He estimates that the number of short fares has increased from 18-20% to 30-40% because passengers are going to local hotels to take a flight the next day to international destinations. He requested that Staff figure out a way to increase the number of cabs during certain times because there have been shortages.

There was no further public comment.

F. ITEMS INITIATED BY COMMISSIONERS (Discussion Only):
There were no items initiated by Commissioners.

G. ACTION ITEMS RELATED TO ADMINISTRATION, OPERATIONS & MAINTENANCE
Item No. 3 was approved unanimously by a motion by Commissioner Guggenhime and a second by Commissioner Johns.

3. Adoption of Fiscal Year 2020/21 Airport Rates and Charges


Mike Nakornkhet, Director of Financial Planning and Analysis presented on the item. Staff have reviewed Fiscal Year 2020/21 proposed Rates and Charges with the airlines and the Airport’s Financial Advisory Committee and propose an increase in the aircraft landing fee rate by 25.7%, from $5.80 per thousand pounds of aircraft weight to $7.29 per thousand pounds. They also propose an increase in the average Terminal Rental rate by 2.6%, from $191.50 per square foot annually to $196.45 per square foot. The resulting Cost Per Enplaned passenger (CPE) at SFO will increase by 47.3%, from $19.10 to $28.13. CPE is an industry metric that measures the average unit cost, on a per passenger basis, that airlines pay to airports for conducting operations. The substantial increases in the landing fee rate and the CPE is mainly attributable to anticipated reductions in aircraft operations and passenger volume in Fiscal Year 2020/21, as the Airport recovers from the impacts of COVID-19. Similar trends are expected at other airports. Compared to other airports in the San Francisco Bay Area, which include Oakland International and Mineta San Jose International Airports, the CPE on domestic operations, which is most of the other airports’ flights, will be comparable. SFO’s international CPE will be higher. If recovery from the impacts of COVID-19 proceeds faster than anticipated and SFO generates revenues or receives stimulus monies that exceed $25 million or more than what Staff are currently projecting, Staff will return to the Commission during Fiscal Year 2020/21 to lower the rates.
Vice President Johns asked if the increase will be passed on to passengers. Mr. Nakornkhet responded that it is paid by and directly collected from the airlines. Their pricing mechanisms are comprised of all costs, including airport costs which are in the range 3-4% of their total operating costs. Commissioner Johns asked for clarification if the price increase gets passed on to the passengers in some part. Mr. Nakornkhet agreed as it is part of their operating costs. Commissioner Guggenheim expressed concern increasing costs when airlines are getting impacted. Commissioner Yeung asked about the airlines’ response to the increase and whether this will deter airlines from using SFO. Mr. Nakornkhet said the airlines expressed concerns but understand the Airport’s methodology to recover costs. Staff looked at seven different scenarios, and the scenario presented achieved the most balanced approach. It enables the Airport to operate at that cost level for the next five years. The operating expenses the Airport is aiming to recover, or the airline required revenue, only increases by 3.6%. CPE increases by 47% because there are less passengers next year than in the past. There is a good chance the costs can be kept at a more reasonable level when passenger loads are back to normal levels.

There were no further questions from the Commissioners and no public comment.

Item No. 4 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Guggenheim.

4. Approval of Phase C7 to Contract No. 10072.66, Design-Build Services for the Courtyard 3 Connector Project

Hensel Phelps Construction Company

$33,785,551

Resolution approving Phase C7 to Contract No. 10072.66, Design-Build Services for the Courtyard 3 Connector Project, with Hensel Phelps Construction Company, to increase the Contract amount by $33,785,551, for a new Contract amount not to exceed $219,121,214, and a corresponding increase in the contingency amount.

Claudia Luquin, Terminal 3 and International Terminal Project Manager presented on the item for approval of Phase C7 for the contract with Hensel Phelps Construction Company. This approval will increase the contract amount by $33.8 million for a new contract amount of $219.1 million with no change to the contract duration. The Courtyard 3 Connector Project will build a new pre-security and post-security connector between Terminal 2 and Terminal 3, as well as an adjacent six-level office building. This Phase C7 approval will increase the contract amount to include Trade Package Set Number 11 into the contract. Trade Package Set Number 11 includes low voltage, door/frames/hardware, drywall, and expansion joint work. The contract forecast, including contingency, is $264.9 million, which is under the contract budget of $266.3 million. The project is planned to be substantially completed on December 2021. The LBE goals for this contract are 15% for design services and 20% for construction services. Hensel Phelps is committed to meeting
Vice President Johns commented on the impact of COVID-19 and financial uncertainty. She expressed her concern and would like more certainty around how projects are selected for priority and necessity in light of financial concerns. Director Satero responded that there is a robust process for selecting projects and will brief the Commissioners. The Airport also has available funding because it issued new debt prior to the crisis. Commissioner Guggenheim agreed with Vice President Johns’ comments. Commissioner Yeung added that the Airport rises in its role as an economic engine, and it’s a luxury to move forward with these projects, which is a broad benefit to the area. It is important to support LBEs, and he urges Staff to work with the City’s Contract Monitoring Division to look at how the Airport can maximize the benefits for them.

There were no further questions from the Commissioners and no public comment.

Item No. 5 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Hewlett.

5. **Award of Contract No. 11365.66, Design-Build Services for the International Terminal Building Phase 2 Project**

**McCarthy Building Companies, Inc.**

$24,163,600

No. 20-0107. Resolution awarding Contract No. 11365.66, Design-Build Services for the International Terminal Building Phase 2 Project, to McCarthy Building Companies, Inc., in the initial Contract amount of $24,163,600, with a Contract duration of 1,095 consecutive calendar days, and with a corresponding amount in contingency authorization.

Claudia Luquín, Terminal 3 and International Terminal Project Manager presented on the item for approval of Phase B for the contract award to McCarthy Building Companies, Incorporated for Design-Build Services for the International Terminal Phase 2 Project. McCarthy Building Companies teamed with Gensler and YamaMar for design services. This Project will renovate the Arrivals Level of the International Terminal Building to increase passenger processing through improvements to the Federal Inspection Service primary immigration screening area and re-configuration of Customs and Border Protection support areas. The advertised RFQ/RFP resulted in the receipt of four proposals. Based on the Selection Panel’s evaluations, McCarthy Building Companies was the highest ranked proposer. The final scores did include LBE Rating Bonuses as appropriate and certified. The initial contract capacity amount with McCarthy Building Companies is $24.1 million, with a contract duration of 1,095 consecutive calendar days. The approved contract budget is $127.7 million. During the Programming Phase, Staff will work with stakeholders to evaluate potential cost reduction opportunities by deferment of some scopes that would not impact operations or reduce project efficiencies. During the construction phase of the contract, Staff will return to the Commission for approval of Trade
Package Sets. The City’s Contract Monitoring Division has approved a 15% LBE subcontracting participation requirement for the design services component and 10% for the construction services component of this contract. McCarthy Building Companies has committed to meeting these goals.

**Commissioner Guggenhime** asked how many contracts McCarthy has had in the past. **Ms. Luquín** responded only one that she knows of. **Commissioner Guggenhime** responded that he is pleased that the Airport is hiring different contractors.

There were no further questions from the Commissioners and no public comment.

Item No. 6 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Guggenhime.

6. **Award of Professional Services Contract No. 11365.41, Project Management Support Services for the International Terminal Building Phase 2 Project**

   **AGS, Inc.**  
   **$4,880,000**

No. 20-0108. Resolution awarding Professional Services Contract No. 11365.41, Project Management Support Services for the International Terminal Building Phase 2 Project, to AGS, Inc., in the not-to-exceed Contract amount of $4,880,000, with a Contract duration of 40 months.

**Claudia Luquin, Terminal 3 and International Terminal Project Manager** presented on the item for approval of the award of the Project Management Support Services Contract to AGS, Inc. in the amount of $4.9 million for the International Terminal Phase 2 Project with a contract duration of 40 months. The scope of services for this contract will include: Pre-Construction & Design Management Services; Project Controls Services including Cost & Schedule Management; and Construction Management & Inspection Services. The advertised RFQ/RFP resulted in the receipt of five proposals. Based on the Selection Panel’s evaluations, three of the highest-ranking proposers were interviewed. Based upon the results of the proposals and interviews, AGS, Inc. was the highest-ranked proposer. The final scores did include LBE Rating Bonuses as appropriate and certified. Staff has negotiated the scope, terms and conditions of the contract and will report to the Commission bi-annually on the performance of the consultant team through off-calendar Memoranda. The City’s Contract Monitoring Division has approved an 18% LBE subcontracting participation goal for this contract, and AGS, Inc. has committed to meeting this goal.

There were no questions from the Commissioners and no public comment.

Item No. 7 was approved unanimously by a motion by Commissioner Yeung and a second by Commissioner Johns.
7. **Approval of Phase D (Establish Final Guaranteed Maximum Price) to Contract No. 11118.76, Design-Build Services for the International Terminal Building Phase 1 Project**

*Clark Construction Group – California LP*

$6,968,351

Resolution approving Phase D (Establish Final Guaranteed Maximum Price) to Contract No. 11118.76, Design-Build Services for the International Terminal Building Phase 1 Project, with Clark Construction Group – California LP, in an amount of $6,968,351 to establish the Final Guaranteed Maximum Price of $120,740,881, and to extend the Contract duration to 1,134 consecutive calendar days.

**Claudia Luquín, Terminal 3 and International Terminal Project Manager** presented on the item for approval of Phase D, which establishes the Guaranteed Maximum Price (GMP) for the contract with Clark Construction Group for the International Terminal Building Phase 1 Project. The GMP includes an increase to the contract amount by $6.9 million for a total amount of $120.7 million and extends the contract duration to 1,134 calendar days. International Terminal Building Phase 1 Project will improve the Departures Level in multiple ways, including expanding both security checkpoints to reduce wait times, enlarging duty-free retail areas to increase revenue generation, and upgrading hold rooms and restrooms to improve the passenger experience. This approval establishes a Final GMP amount sufficient for Clark Construction to assume the remaining risk to complete the Project, with cost components as follows: 1) unawarded base contract scope; 2) pending additional scope changes and trends; 3) Trade Package Allowances for other anticipated scope; and 4) Trade Package Set Reserves, which is the contractor’s contingency to cover any obligation it has under the Final GMP including scope gaps, design errors and omissions, construction coordination costs, cost increases due to market conditions, and non-Airport initiated design changes or clarifications. The contract forecast, including contingency, is $129.8 million which is under the contract budget of $139.5 million. This Phase D approval extends the contract duration by 54 calendar days to 1,134 days to accommodate unforeseen conditions. The project is anticipated to be substantially complete in April 2021. The LBE goals for this contract are 16% for design service and 13% for construction services. Clark Construction is committed to meeting these goals.

There were no questions from the Commissioners and no public comment.

Item No. 8 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Guggenhime.

8. **Approval of Phase D1 to Contract No. 10011.66, Design-Build Services for the Terminal 1 Center Renovation Project**

*Hensel Phelps Construction Company*

$20,877,000

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Resolution approving Phase D1 to Contract No. 10011.66, Design-Build Services for the Terminal 1 Center Renovation Project, with Hensel Phelps Construction Company, to increase the not-to-exceed amount by $20,877,000, and to revise the scope of work, with no change to the Contract duration and no change to the contingency amount.

Judi Mosqueda, Director of Project Management presented on the item for approval of Phase D1 for the contract with Hensel Phelps to revise the scope of work and increase the contract amount by $20.9 million for a total amount of $1.27 billion, with no change to the contract duration. The Project includes design and construction of a new check-in lobby, security screening checkpoint, concessions program, baggage handling system, and post-security connectors to Boarding Area C and to the International Terminal Building Customs Hall.

This Phase D1 includes four changes to the contract scope and cost, including:

- Upgrading the security screening lanes at the departures level security checkpoint from conventional lanes to ASLs to increase passenger throughput and reduce wait times;
- Building out the Gate B1 hold room as a passenger lounge with furniture, architectural finishes and a children’s play area;
- Renovating pedestrian Tunnel A/B which connects the domestic parking garage to Harvey Milk Terminal 1 (HMT1); and
- Costs associated with reducing the closure of the HMT1 pedestrian bridge from 30 months to 18 months duration.

The budget for the scope modifications is $20.9 million. The contract budget including contingency would be increased from $1.278 billion to $1.298 billion. The project remains on schedule for completion in September of 2023. The LBE goals for this contract are 25% for design services and 18% for construction. Hensel Phelps is committed to meeting these goals.

Vice President Johns asked about automated screening lanes. Ms. Luquín said the lanes have incorporated tray-returns which reduce time. It also includes other benefits like improved agent communications, additional security requirements where two parallel belts separate suspect bags, and more open checkpoints.

There were no further questions from the Commissioners and no public comment.

Item No. 9 was approved unanimously by a motion by Commissioner Hewlett and a second by Commissioner Guggenhime.
9. **Award of Sole Source Contract No. 50195 for the Operations and Maintenance of the Baggage Handling System in Harvey Milk Terminal 1**

**BEUMER Lifecycle Management LLC**

$21,000,000

No. 20-0111. Resolution awarding Sole Source Contract No. 50195 for the Operations and Maintenance of the Baggage Handling System in Harvey Milk Terminal 1, to BEUMER Lifecycle Management LLC, for a total not-to-exceed Contract amount of $21,000,000, for a term of three years, with one 2-year option to extend, for a total not-to-exceed Contract amount of $35,000,000, if all options are exercised commencing August 1, 2020.

**Eva Cheong, Managing Director of Airport Services** presented on the item for approval to award Sole Source Contract No. 50195 to BEUMER Lifecycle Management, LLC for the operations and maintenance of the new Baggage Handling System in Harvey Milk Terminal 1. BEUMER Corporation is under contract to install the Baggage Handling System in the new Harvey Milk Terminal 1. Under that contract, BEUMER is providing a state-of-the-art Individual Carrier System for baggage handling. The system utilizes totes or carriers with RFID tracking for efficient and safe baggage processing. It is the first system of this kind installed in a U.S. airport, although the technology has been utilized in other major airports internationally. Parts of the system are proprietary to BEUMER. The design build contract for the Terminal 1 Baggage Handling System provides that the Airport will enter into an operations and maintenance contract with the provider for up to five years after the start of system operations. BEUMER Lifecycle Management, LLC is the maintenance unit of BEUMER Corporation. The initial term of the contract will be for two years and 11 months in an amount not to exceed $21 million and shall have one 2-year option to extend, which the Commission may exercise in its sole discretion. This term will align the contract with the Airport’s fiscal year. If the option is exercised, the contract will have a total not-to-exceed amount of $35 million. The contract terms have been successfully negotiated and consideration was given to the current downturn in operations due to COVID-19 and the need for social distancing. Consideration was also given to the phasing of the current construction project, which will provide for additional components and sections to the baggage handling system in later phases. The contract will cover 24/7/365 operations and maintenance of the system and all parts and equipment necessary to perform the work. Upon Commission approval, Airport staff will seek Board of Supervisors approval.

There were no questions from the Commissioners and no public comment.

Item No. 10 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Yeung.
10. **Approval of Modification No. 2 to Professional Services Contract No. 50030.01 to Operate, Maintain and Repair Airport-owned Baggage Handling Systems and Passenger Boarding Bridges in the Domestic Terminals**

Vanderlande Industries, Inc.

$3,852,617

Resolution approving Modification No. 2 to Professional Services Contract No. 50030.01 to operate, maintain and repair Airport-owned Baggage Handling Systems and Passenger Boarding Bridges in the Domestic Terminals, with Vanderlande Industries, Inc.; exercise the second and final 1-year option to extend the term through September 30, 2021; and increase the Contract amount by $3,852,617, for a new not-to-exceed Contract amount of $13,646,492.

**Eva Cheong, Managing Director of Airport Services** presented on the item for approval of Modification No. 2 to Contract No. 50030.01 with Vanderlande Industries, Inc. for providing Operations and Maintenance on the Terminal 2 (T2) Baggage Handling System and all domestic common use passenger boarding bridges in T2 and the new Harvey Milk Terminal 1. This modification will exercise the final of two 1-year extensions and increase the contract amount by $3.8 million for a new total not-to-exceed amount of $13.6 million. Consideration was given during the negotiation of the amount of the extension to meet the current operational downturn due to COVID-19 and the need for social distancing. Under the current contract, Vanderlande Industries provides for the operations and maintenance for the domestic baggage handling systems and common use passenger boarding bridges. The modification will provide for 24/7/365 coverage to operate and maintain the Airport-owned baggage handling system in T2, which includes clearing baggage that may jam and maintaining a parts inventory. It also covers maintenance and parts for all passenger boarding bridges in the new Harvey Milk Terminal 1 and several other domestic common-use passenger boarding bridges in Boarding Areas C and D. Because this modification will bring the overall contract not-to-exceed amount over the $10 million threshold, Airport staff will seek Board of Supervisors approval for this modification upon Commission approval.

There were no questions from the Commissioners and no public comment.

**Commissioner Guggenhime** left the meeting at 10:30 am and returned at 10:35 am.

Item No. 11 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Hewlett.

11. **Approval of Modification No. 3 to Professional Services Contract No. 50052 for Airport Information and Guest Assistance Services**

Hallmark Aviation Services, L.P.

$13,758,746
No. 20-0113. Resolution approving Modification No. 3 to Professional Services Contract No. 50052 for Airport Information and Guest Assistance Services, with Hallmark Aviation Services, L.P., to exercise the second of three 2-year options, in an amount not to exceed $13,758,746, for a new total not-to-exceed Contract amount of $41,111,970.

Chris Birch, Director of Guest Experience presented on the item for Modification No. 3 to Contract No. 50052, Airport Information and Guest Assistance Services with Hallmark Aviation Services, L.P. Previous modifications to this contract were approved to exercise optional years, modify scope, and adjust wage rates to address Quality Standard Program (QSP) changes. This Modification No. 3 seeks to exercise the second of three, 2-year optional terms and increase the not-to-exceed contract amount to $41,111,970. This agreement also incorporates cost savings based on the Airport requirement for reduction of management fees. Approval of this modification will allow Hallmark and their subcontractor, San Francisco-based Polaris Research, to continue to perform essential guest service work on behalf of the Airport. The scope of work includes queue management in our international arrivals area, assistance with entry formalities, and information desk operations. Prior to the pandemic, contract staff interacted with nearly 8 million of the Airport’s guests each year during their work. While this core work continues, Hallmark’s services to the City and the public have become even more important in this new travel environment. Hallmark staff have been asked to expand their information services program due to the indefinite suspension of the Airport’s volunteer program and perform other tasks associated with ensuring public and staff safety, such as distribution of facial coverings to patrons not in possession of one. In short, Hallmark plays an important role in the recovery of the Airport’s business, which is highly dependent on ensuring the Airport is safe and employs kind, helpful individuals. Hallmark Aviation and their partner remain exceptional Airport partners and have contributed significantly to the Airport’s reputation for service, including its best-ever satisfaction performance this year in Quarter 1.

Commissioner Yeung asked if the supply-chain for masks has improved. Mr. Birch responded that mask procurement is currently not a problem. FEMA has shipped around 2 million masks. Some of the masks were shared locally and some were shared with other airports in the area.

There were no further questions from the Commissioners.

Barry Taranto requested that some of the masks be provided to Lot 2 for cab drivers. Chris Birch stated he would look into this request.

There was no further public comment.

Item No. 12 was approved unanimously by a motion by Commissioner Johns and a second by Commissioner Guggenhime.
12. **Determination to Proceed with the Ground Based Augmentation System Project and Award Contract No. 11299.44, Ground Based Augmentation System Project**
   **Honeywell International Inc.**
   **$4,300,595**

No. 20-0114. Resolution determining to proceed with the Ground Based Augmentation System Project; approving the scope, budget, and schedule for the Project; and awarding Contract No. 11299.44, Ground Based Augmentation System Project, to Honeywell International, Inc., in an amount not to exceed $4,300,595.

This action constitutes the Approval Action for the Project for the purposes of the California Environmental Quality Act, pursuant to Section 31.04(h) of the San Francisco Administrative Code.

**Judi Mosqueda, Director of Project Management** presented on the item for the determination to proceed and award a contract to Honeywell for the Ground Based Augmentation System Project (GBAS) in the amount of $4.3 million for a duration of six years. GBAS is a precision navigation system that operates by monitoring GPS signals and uses receivers placed on the airfield to provide improved flight procedures for improved landing capacity. These flight procedures may provide community noise reduction benefits, more efficient approaches, increased safety and reduced delays during low-visibility weather conditions. Under this contract, Honeywell will design, manufacture, install, and perform site-acceptance testing of the GBAS equipment. The contract will provide an initial 12-month warranty with an extended 60-month warranty. A sole source waiver was obtained for this contract as Honeywell is the only GBAS provider that has received FAA systems design approval. Staff negotiated the scope of services, contract terms, and fee with Honeywell. The agreed upon not-to-exceed amount is $4.3 million for six years of services. The budget for this contract, including contingency, is $4.5 million. The City’s Contract Monitoring Division has waived Local Business Enterprise requirements for this contract, as the system is proprietary with no sub-contracts.

**Vice President Johns** was happy to hear that this project is moving forward and asked if aircraft must be equipped so that they can take part in the system. **Ms. Mosqueda** said she believes so, and United has participated in the program nationally. Many airlines are equipped, but there is a change in the aircraft to accommodate this. **Vice President Johns** asked how coordination will work. **Ms. Mosqueda** said all airlines have access to the Airport’s Instrument Landing System (ILS). She believes it’s the pilot’s choice whether to use ILS or this system.

There were no further questions from the Commissioners and no public comment.

**H. CONSENT CALENDAR OF ROUTINE ADMINISTRATIVE MATTERS**
The Consent Calendar, Item Nos. 13 through 14, was approved unanimously upon a motion by Commissioner Yeung and a second by Commissioner Hewlett.

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13. **Award of Sole Source Contract No. 50247 for Maintenance Services of Automated Passport Control Kiosks**  
   **Vancouver Airport Authority**  
   **$2,275,000**

   No. 20-0115. Resolution awarding Sole Source Contract No. 50247 for Maintenance Services of Automated Passport Control Kiosks to Vancouver Airport Authority for a four-year term commencing July 1, 2020 through June 30, 2024, for a Contract amount not to exceed $2,275,000

14. **Approval of Modification No. 1 to Professional Services Contract No. 50120**  
   **Ralph Andersen & Associates - $260,000; and**  
   **Modification No. 1 to Professional Services Contract No. 50128**  
   **The Hawkins Company - $390,000**  
   **As-Needed Executive Search Consulting Services**

   No. 20-0116. Resolution approving Modification No. 1 to Professional Services Contract No. 50120 with Ralph Andersen & Associates, in an amount not to exceed $260,000, and Modification No. 1 to Professional Services Contract No. 50128 with The Hawkins Company, in an amount not to exceed $390,000, for As-Needed Executive Search Consulting Services, for a total combined not-to-exceed Contract amount of $1,390,000, and to exercise the 2-year option to extend each Contract term through June 30, 2022.

There were no questions from the Commissioners and no public comment.

I. **NEW BUSINESS:**

**Barry Taranto** thanked Airport staff Seth Morgan for his assistance related to the money exchange machines have been disabled. Although the online loading of money is simple, the $20 minimum is not fair for drivers who do not come to the Airport a lot. He requests lowering the minimum required to put money on the card. He also requested that the Airport relocate the cab stand at Terminal 1, currently located near Delta which is closed. He also commented that the dispatchers are doing a great job. He thanked the Airport for providing sanitation supplies in the lot.

**Shawn O'Leary**, Diversified Metal Manufacturing, submitted public comment via email in advance of the meeting and stated that his company was asked to bid and complete property improvements at the FedEx facility at SFO. However, the business was not paid for its primary contract scope and additional work ordered by SFO’s tenant. He requested a complete investigation into the matter. This matter has been forwarded to Staff for follow-up.

There was no further public comment.

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J. CORRESPONDENCE:
There was no discussion by the Commission.

K. CLOSED SESSION:
There are no planned agenda items for a Closed Session for the current meeting.

L. ADJOURNMENT:
There being no further calendared business before the Commission, the meeting adjourned at 10:48 A.M.

(Original signed by: C. Corina Monzón)
C. Corina Monzón
Airport Commission Secretary
A Changed World

The global outbreak of the novel coronavirus (COVID-19) has caused unprecedented disruption to the world as we know it. The turbulence experienced by the air travel industry is unlike the impacts of any other prior event in history.

Response to this pandemic requires agility and flexibility as the situation continues to evolve. SFO has developed a recovery framework which is adaptable to tackle an unpredictable future, and which is based upon recovery principles that reflect SFO’s core values:

These principles will guide SFO on the journey from recovery to resilience.
Recovery to Resilience

The purpose of the SFO recovery to resilience framework is to provide a roadmap as the Airport transitions from response and recovery to building SFO’s resilience to future-proof the Airport.

The framework addresses challenges facing the entire Airport community and provides guidance and policy direction to help SFO emerge from this pandemic even stronger.

Goals under this framework include:

1. Improving passenger confidence in flying through SFO
2. Enhancing the safety, health and well-being for all SFO employees
3. Ensuring the financial recovery, stability and vitality of SFO & its business partners
4. Caring for supporting SFO’s community and local workforce
5. Building resilience and future-proofing the Airport

Recovery Landscape

**Managed COVID-19 Risk**
- No vaccine
- Limited access to rapid tests
- Strict physical distancing measures in place
- Difficulties with securing Personal Protective Equipment (PPE)
- COVID-19 resurgence
- Flight activity at 3-30% of normal level
- Passenger daily volume at 2K-20K
- Stay-at-Home orders remain
- Airlines & businesses in financial hardship; potential bankruptcy for airlines, ground handlers, other operators at SFO
- Limited availability of proven technologies, devices, products to counteract viruses

**Low COVID-19 Risk**
- No vaccine
- Increased access to rapid tests and on-site testing at SFO
- Some physical distancing measures in place
- Few challenges with maintaining at least 30-day supply of PPE
- Flight activity at 30%-60% of normal level
- Passenger daily volume at 20K-40K
- Most Stay-at-Home orders lifted
- Airlines & businesses in financial recovery; potential bankruptcy for airlines, ground handlers, other operators at SFO
- Outbreaks of COVID-19 cases; seasonal increases
- Increased availability of proven technologies, devices, products to counteract viruses

**Safe(r) from COVID-19**
- Vaccine widely available (COVID-19 specific or pan-coronavirus)
- Rapid tests or improved alternatives widely available
- Limited-to-no physical distancing measures
- Flight activity at 60%-90%+ of normal level
- Passenger daily volume at 40K-60K+
- All travel restrictions lifted
- Airlines, businesses, & other operators stable
- Occasional outbreaks of variety of viruses
- Wide availability of proven technologies, devices, products to counteract viruses
Health & Safety at SFO
Safety by Design – Addressing Passenger Journey Moments

- Interactive, non-contact children play areas
- Physical distancing in queues
- Hand sanitizer dispensers
- Security checkpoints

Health & Safety at SFO
Safety by Design – Addressing Passenger Journey Moments

- Single Traveler @ 6’ Social Distance
- 6’ Wide Queues

6/30/2020
Health & Safety at SFO

Touchless Journey

Accelerating Contactless Processing Technologies

Social distancing will push the aviation industry to adopt new policies and procedures in the short term. However, passenger concerns may persist further. The industry will have to continue reassessing travel planning and design norms to adapt to new behavior norms.

Facial Coverings

Physical Distancing

Hand Sanitizers

Plastic Barriers

Enhanced Cleaning

What to Expect at SFO

We’re staying on top of the latest research and guidelines to protect the health of our guests and employees. Here’s what you can expect the next time you travel through SFO:

- Touchless hydration stations
- Speaker system for all courtesy phones

TRAVEL TIPS

Diary Options

Shopping Options

Minimal Touch Points

Airport Drop Off & Pick Up

Facial coverings must be worn in SFO terminal buildings

Touchless Transactions (VIX Software System)

Outreach & Awareness

Stay Healthy with 6 ft of Space

Facial coverings must be worn in SFO terminal buildings

Airport Drop Off & Pick Up

Enhanced Cleaning

Learn more about how we protect

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Enhanced Cleaning

Learn more about how we protect
Coordination with Airlines & Stakeholders

National and global efforts

Thank You
I am a small business, and I was asked to bid, and complete Property Improvements at the FedEx Facility at SFO. My small business was not paid for its primary contract scope, and additional work ordered by the SFO Tenant. It's General Contractor used poor management, and financial leveraging to withhold payments, and damage my business. I was not told in advance I had no "Mechanic's Lien Rights"; and I was not afforded protections against unlawful acts, nor would I have participated in any project without those protections. I would like to request the Commission make a motion to assign an Investigator with Construction, and Legal experience to complete a complete investigation into the matter. I will fully cooperate, and I expect FedEx, and its General Contractor will not! Losses incurred amount to over $100,000.00. I filed a complaint with California Attorney General, and because they have no jurisdiction, the matter has been forwarded to Senator's Feinstein, and Harris. I expect the Commission to bring this matter to a rightful conclusion. Please allow more than Ten (10) days to respond to this request. Future requests will be to require any Subcontractor be notified in advance, no Mechanic's Lien Right's exist, before agreeing to provide a construction bid.