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**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-053

**RESOLUTION APPROVING BUILDING PERMIT
REQUESTED BY GTE MOBILNET OF CALIFORNIA
LIMITED PARTNERSHIP DBA VERIZON WIRELESS.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Summary Sheet for Permit Application, Item No. 2.2, dated June 11, 2015 ("Agenda Sheet") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Sheet and in related agenda materials and in testimony received;

RESOLVED, that in reliance upon the representations and certifications set forth upon and submitted with an application by **GTE MOBILNET OF CALIFORNIA LIMITED PARTNERSHIP dba VERIZON WIRELESS** ("tenant") for a building permit to perform certain work at 1 Airport Drive (at Terminals 1 & 2), Oakland, California ("Premises"), the Board of Port Commissioners ("Board") hereby approves same subject to said representations and certifications at an estimated cost of \$127,000, said work and applicable conditions of Port of Oakland ("Port") approval including the following:

- 1) Upgrade of wireless communication system to be performed in conformance with the applicable Telecommunications License Agreement and to include installation of new antennae, receivers, and other equipment to facilitate cell phone use;

- 2) Compliance with all of the terms and conditions set forth in tenant's agreements with the Port and all other documents regulating use of the Premises;

and be it

FURTHER RESOLVED, that the Board hereby finds and determines that this project is categorically exempt from the requirements of CEQA pursuant to Section 15301, Class 1(a), which addresses interior or exterior alterations involving such things as interior partitions, plumbing and electrical conveyances; and be it

FURTHER RESOLVED, that (a) neither this resolution nor the Board's approval of said work (i) is a waiver by the Board of any Port right or remedy with respect to applicant under any agreement between the Port and the applicant or with respect to any obligation of applicant, or (ii) releases applicant from any obligation with respect to said work or with respect to any agreement between the Port and applicant and (b) this resolution is not evidence of and does not create or constitute (i) a contract, or the grant of any right (other than to perform the work subject to the provisions of this resolution), entitlement or property interest, or (ii) any obligation or liability on the part of the Board or any officer or employee of the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7

Noes: 0

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**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-054

**RESOLUTION APPROVING BUILDING PERMIT
REQUESTED BY NEW CINGULAR WIRELESS PCS,
LLC, DBA AT&T MOBILITY.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Summary Sheet for Permit Application, Item No. 2.3, dated June 11, 2015 ("Agenda Sheet") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Sheet and in related agenda materials and in testimony received;

RESOLVED, that in reliance upon the representations and certifications set forth upon and submitted with an application by **NEW CINGULAR WIRELESS PCS, LLC, dba AT&T MOBILITY** ("tenant") for a building permit to perform certain work at 1 Airport Drive (at Terminals 1 & 2), Oakland, California ("Premises"), the Board of Port Commissioners ("Board") hereby approves same subject to said representations and certifications at an estimated cost of \$500,000, said work and applicable conditions of Port of Oakland ("Port") approval including the following:

- 1) Upgrade of wireless communication system to be performed in conformance with the applicable Telecommunications License Agreement and to include installation of new antennae, receivers, and other equipment to facilitate cell phone use;

- 2) Compliance with all of the terms and conditions set forth in tenant's agreements with the Port and all other documents regulating use of the Premises;

and be it

FURTHER RESOLVED, that the Board hereby finds and determines that this project is categorically exempt from the requirements of CEQA pursuant to Section 15301, Class 1(a), which addresses interior or exterior alterations involving such things as interior partitions, plumbing and electrical conveyances; and be it

FURTHER RESOLVED, that (a) neither this resolution nor the Board's approval of said work (i) is a waiver by the Board of any Port right or remedy with respect to applicant under any agreement between the Port and the applicant or with respect to any obligation of applicant, or (ii) releases applicant from any obligation with respect to said work or with respect to any agreement between the Port and applicant and (b) this resolution is not evidence of and does not create or constitute (i) a contract, or the grant of any right (other than to perform the work subject to the provisions of this resolution), entitlement or property interest, or (ii) any obligation or liability on the part of the Board or any officer or employee of the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7

Noes: 0

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**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-055

**RESOLUTION APPROVING BUILDING PERMIT
REQUESTED BY PIEDMONT HAWTHORNE AVIATION,
LLC, DBA LANDMARK AVIATION.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Summary Sheet for Permit Application, Item No. 2.4, dated June 11, 2015 ("Agenda Sheet") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Sheet and in related agenda materials and in testimony received;

RESOLVED, that in reliance upon the representations and certifications set forth upon and submitted with an application by **PIEDMONT HAWTHORNE AVIATION, LLC, dba LANDMARK AVIATION** ("tenant") for a building permit to perform certain work at 8633 Earhart Road (L-550), Oakland, California ("Premises"), the Board of Port Commissioners ("Board") hereby approves same subject to said representations and certifications at an estimated cost of \$450,000, said work and applicable conditions of Port of Oakland ("Port") approval including the following:

- 1) Interior tenant improvements in the existing Executive Terminal at North Airport, including alterations to interior partition walls, upgrade of finishes and furnishings, and modifications for code compliance, including the Americans with Disabilities Act;

- 2) Compliance with all of the terms and conditions set forth in tenant's agreements with the Port and all other documents regulating use of the Premises;

and be it

FURTHER RESOLVED, that the Board hereby finds and determines that this project is categorically exempt from the requirements of CEQA pursuant to Section 15301, Class 1(a), which addresses interior or exterior alterations involving such things as interior partitions, plumbing and electrical conveyances; and be it

FURTHER RESOLVED, that (a) neither this resolution nor the Board's approval of said work (i) is a waiver by the Board of any Port right or remedy with respect to applicant under any agreement between the Port and the applicant or with respect to any obligation of applicant, or (ii) releases applicant from any obligation with respect to said work or with respect to any agreement between the Port and applicant and (b) this resolution is not evidence of and does not create or constitute (i) a contract, or the grant of any right (other than to perform the work subject to the provisions of this resolution), entitlement or property interest, or (ii) any obligation or liability on the part of the Board or any officer or employee of the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7
Noes: 0

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BOARD OF PORT COMMISSIONERS CITY OF OAKLAND

RESOLUTION NO. 15-056

RESOLUTION APPROVING AIRPORT LABOR POOL PROGRAM.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated Agenda Report Item 5.2 ("Agenda Report"), dated June 11, 2015 and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; and

WHEREAS, the Port has a financial, proprietary, safety, and security interest in business operations that have concessions in the Terminal Complex at the Airport because these operations base their concession payments to the Port in part on the revenue they generate, because the passenger experience at Airport concessions contributes to the decisions made by potential Airport passengers as to which San Francisco Bay Area airports to patronize, and because employees at concession operations are trained, badged, and important participants in the Airport's safety and security programs; and

WHEREAS, it is essential that these operations conduct business efficiently and retain workers who have relevant customer service and safety and security training and experience; now, therefore, be it

RESOLVED, that the Board hereby adopts as policy that, unless in violation of federal or state law, all Concessionaires shall offer employment to qualified displaced badged concession employees (not including managerial, supervisory, professional, paraprofessional, and confidential employees) prior to offering such employment opportunities to other potential employees. "Concessionaires" means all individuals and businesses that enter into a new or amended tenancy agreement after the effective date of this Resolution to operate food/beverage, retail, news/gifts and/or duty free concessions at the Airport, together with their tenants, lessees, subtenants, sublessees, successors and assigns. "Terminal Complex" means all buildings and structures located within the Airport open to the public for the purpose of flight ticket purchase, passenger enplanement and deplanement, and those other services related to public passenger air travel. "Qualified displaced badged concession employee" means a former employee of a food/beverage, retail,

news/gifts and/or duty free concession at the Airport who had been employed by such concession for ninety (90) days or longer who had received security training and had been issued an airport security badge if, and only if, (a) such employee's airport security badge was not revoked for cause, (b) such employee was not terminated for good cause, and (c) with respect to the open employment position, the job from which such employee was displaced involved similar duties and responsibilities. Offers of employment to qualified displaced badged concession employees shall be made in order of seniority by job classification based on original date of hire at the Airport. Such information shall be maintained in a preferential reinstatement list; and be it

FURTHER RESOLVED, that the Board hereby authorizes the Executive Director, or his designee, to draft and adopt guidance and implementation rules and/or guidelines to clarify and further the operational requirements and logistics of the Airport labor pool program contemplated herein, subject to approval as to form and legality by the Port Attorney; and be it

FURTHER RESOLVED, that this resolution shall become effective immediately upon adoption by the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Uno and President Yee – 6

Excused: Commissioner Parker – 1

Noes: 0

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BOARD OF PORT COMMISSIONERS CITY OF OAKLAND

RESOLUTION NO. 15-057

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO
DELETE OR AMEND PORT POLICIES AP 907 AND 908 AND TO
PROMULGATE, ADOPT AND IMPLEMENT A COMMUNITY
INVESTMENT POLICY.**

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 5.3 dated June 11, 2015 ("Agenda Report") and related materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comments; and

WHEREAS, Port Administrative Policies and Procedures AP 907 (Solicitations by External Organizations or Individuals (Non-Port Employees) and AP 908 (Port Assistance Policy) set forth procedures and criteria for Port financial and other assistance to community organizations and resources to promote the goals and policies of the Board of Port Commissioners ("Board"); and

WHEREAS, the Board has determined that the said administrative policies and procedures should be updated to address:

- Ability to grow the Port's base of support by facilitating ongoing and new partnerships with local organizations and initiatives
- Create a transparent and consistent application process
- Strengthen the Port's goodwill in the community
- Prioritize our investments in a more coordinated and strategic manner to better align with organizational prioritizes
- Increase transparency and awareness of Port investments
- Ensure that ongoing commitments evolve with Port needs
- Enhance tracking and reporting of targeted investments

and to reflect the goals set forth in the Agenda Report; and

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. The Board hereby authorizes and directs the Executive Director to delete or amend Administrative Policies and Procedures AP 907 (Solicitations by External Organizations or Individuals (Non-Port Employees)) and AP 908 (Port Assistance Policy) and/or, at his discretion, to take all actions necessary, including the promulgation and implementation of additional Administrative

Policies and Procedures, to establish and implement a community investment policy and related procedures consistent with the goals set forth in the Agenda Report.

SECTION 2. This resolution is additional and supplemental to and does not abrogate or otherwise alter the Executive Director's authority as set forth in the Bylaws and Administrative Rules of the Board to issue Administrative Policies and Procedures, and does not prohibit or restrict the Executive Director's authority to subsequently amend, delete, replace or update any Administrative Rules and Procedures he shall adopt, amend, or promulgate pursuant to this resolution, provided that such amendment, deletion, replacement or update is consistent with the policy goals established by the Board.

SECTION 3. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-058

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO (1) APPROVE PROJECT BUDGET IN THE AMOUNT OF \$3,000,000, (2) EXECUTION OF A PROFESSIONAL SERVICES AGREEMENT WITH AE3 PARTNERS, INC. FOR AN AMOUNT NOT TO EXCEED \$2,700,000, AND (3) EXECUTION OF A SUPPLEMENTAL AGREEMENT WITH HNTB FOR ENGINEERING DESIGN SERVICES FOR THE INTERNATIONAL ARRIVALS BUILDING PROJECT.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item No. 6.3, dated June 11, 2015 ("Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received; and

WHEREAS, on May 6, 2008 the Board authorized the Executive Director to enter into a professional services agreement with HNTB, Inc. for as-needed engineering design services, for a maximum compensation not to exceed \$850,000, resulting in Contract Number 08102; and

WHEREAS, on January 29, 2015, the Board authorized initial project budget of \$1,000,000 and related approvals to proceed with schematic design of improvements for the International Arrivals Building at Oakland International Airport (IAB Project); and

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby:

A. Authorize project budget in a total amount of \$3,000,000 for design of the IAB Project, subject to additional material terms and conditions as further described in the Agenda Report.

B. Authorizes the Executive Director to execute a professional services agreement with AE3 Partners, Inc. for engineering design services on the IAB Project for a total amount not to exceed \$2,700,000, and as further described in the Agenda Report

C. If the Executive Director is unable to negotiate and execute a contract with AE3 Partners, Inc., authorizes the Executive Director to execute a professional services agreement with one of the short-listed proposers on the project (F.E. Jordan & Associates and Stevens and Associates, The KPA Group, or Powell and Partners Architects) for engineering design services on the IAB Project for a total amount not to exceed \$2,700,000, and as further described in the Agenda Report

D. Authorizes the Executive Director to execute a supplemental agreement with HNTB, Inc. for engineering design services to increase the maximum compensation by a total additional amount of \$250,000.

SECTION 2. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement.

SECTION 3. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7

Noes: 0

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**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-059

**RESOLUTION APPROVING AN AGREEMENT WITH ENOVITY,
INC. TO PROVIDE FOR OAKLAND MAINTENANCE CENTER
MANAGEMENT, AT A MAXIMUM COST OF \$1,825,000.**

WHEREAS, the Board has reviewed and evaluated the Agenda Report Item No. 6.4 dated June 11, 2015 ("Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby finds and determines that an agreement with **Enovity, Inc.** will constitute an agreement for obtaining professional, technical and specialized services that are temporary in nature and that it is in the best interest of the Port to secure such services from **Enovity, Inc.**

SECTION 2. The Board hereby:

A. Approves an Agreement with **Enovity, Inc.** to provide Oakland Maintenance Center management services, for a compensation not to exceed \$1,825,000 for three years, with two possible one-year extensions, and subject to additional material terms and conditions as further described in the Agenda Report.

B. Authorizes the Executive Director to (i) execute such Agreement, subject to approval as to form and legality by the Port Attorney, (ii) make such additions, modifications, or corrections as necessary to implement the Agreement or to correct errors, subject to the limitations set forth herein and provided that any such addition, modification or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report, and (iii) exercise the two one-year extension options.

C. Authorizes up to \$5,000 to close out the contract with the existing Oakland Maintenance Center management company.

SECTION 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement.

SECTION 4. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and
President Yee – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-060

RESOLUTION (1) AUTHORIZING AND APPROVING AN INCREASE TO THE CHANGE ORDER AUTHORITY LIMIT TO THE CONTRACT WITH OLIVER DESILVA INC., DOING BUSINESS AS GALLAGHER & BURK, INC. (LIC. NO. 141140), IN A TOTAL AGGREGATE AMOUNT NOT TO EXCEED TWO MILLION, THREE HUNDRED AND ELEVEN THOUSAND DOLLARS (\$2,311,000); AND (2) AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE CHANGE ORDERS WITH GALLAGHER & BURK, INC. IN AN AMOUNT NOT TO EXCEED \$2,311,000; AND (3) APPROVING ADDITIONAL CAPITAL BUDGET AUTHORIZATION OF \$2,700,000 FOR THE CONSTRUCTION OF RUNWAY SAFETY AREA IMPROVEMENTS, NORTH FIELD, OAKLAND INTERNATIONAL AIRPORT, OAKLAND, CALIFORNIA

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 6.5 dated June 11, 2015 ("Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, on June 5, 2014, by Resolution No. 14-55, the Board authorized solicitation and award of a contract for the main portion of the **Construction of Runway Safety Area Improvements, North Field, Oakland International Airport, Oakland, California, ("North Field Main RSA")**; and

WHEREAS, on September 10, 2014, the Executive Director approved the award of a contract for the **North Field Main RSA** project to **Oliver DeSilva, Inc., doing business as Gallagher & Burk, Inc., ("Gallagher & Burk")**, in the amount of \$38,156,989.00; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received:

Now, therefore, be it resolved as follows:

SECTION 1. Based upon the information contained in the Agenda Report, and testimony received, the Board finds that:

A. It is in the best interest of the Port to authorize and approve an increase in the construction project budget of \$2,700,000.

B. It is in the best interest of the Port to authorize an increase to the change order authority limit for the **North Field Main RSA** project in a total aggregate amount not to exceed \$2,311,000;

C. It is in the best interest of the Port to authorize the Executive Director to negotiate and execute additive change orders with Gallagher & Burk, under the contract for the **North Field Main RSA** project, pursuant to the Port Purchasing Ordinance, for the construction of necessary pavement work to complete the project in a total amount not to exceed \$2,311,000.

SECTION 2. The Board hereby approves an increase in the construction project budget of \$2,700,000.

SECTION 3. The Board hereby approves an increase to the change order authority limit in a total aggregate amount not to exceed \$2,311,000.

SECTION 4. The Board hereby authorizes the Executive Director to negotiate and execute additive change orders with Gallagher & Burk for the **South Field RSA** project, in a total aggregate amount not to exceed \$2,311,000.

SECTION 5. The actions requested in this Agenda Report fall within the scope of the Port Maritime and Aviation Project Labor Agreement ("MAPLA"), and the provisions of the MAPLA apply.

SECTION 6. As authorized by the Board, the Port's Executive Director approved the Initial Study/Mitigated Negative Declaration at a special public hearing for the RSA project on September 7, 2012. A Notice of decision was circulated for 14 days and become final on September 21, 2012. A Notice of Determination was subsequently filed with the Alameda County Recorder's Office.

SECTION 7. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. This resolution approves and authorizes the execution of an agreement(s) in accordance with the terms of this resolution. Unless and until a separate written agreement(s) is duly executed on behalf of the Board as authorized by this resolution, is signed and approved

as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement(s).

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7

Noes: 0

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 15-061

RESOLUTION APPROVING A SUPPLEMENTAL AGREEMENT WITH KIMLEY-HORN AND ASSOCIATES TO PROVIDE FOR ENGINEERING DESIGN SERVICES RELATED TO THE NORTH FIELD RUNWAY SAFETY AREA PROJECT IN AN ADDITIONAL AMOUNT NOT TO EXCEED \$855,000.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item No. 6.5, dated June 11, 2015 ("Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; and

WHEREAS, on June 5, 2014, the Board of Port Commissioners ("Board") authorized the Executive Director to enter into a professional services agreement with **Kimley-Horn and Associates ("Kimley-Horn")**, to provide engineering design services relating to the North Field Runway Safety Area project ("North Field RSA"); and

WHEREAS, the Port and Kimley-Horn entered into a Professional Services Agreement for engineering design services for the North Field RSA, for a currently authorized maximum compensation not to exceed \$6,541,000; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby finds and determines that the agreement with **Kimley-Horn**, as supplemented, will constitute an agreement for obtaining professional, technical and specialized services that are temporary in nature and that it is in the best interest of the Port to continue to secure such services from **Kimley-Horn**.

SECTION 2. The Board hereby:

A. Approves a Supplemental Agreement with Kimley-Horn for engineering design services relating to the North Field RSA project for the an additional not to exceed amount of \$855,000 and a total maximum contract amount not to exceed \$7,396,000, as further described in the Agenda Report.

B. Authorizes the Executive Director to execute such supplemental agreement, subject to approval as to form and legality by the Port Attorney.

SECTION 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement.

SECTION 4. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on June 11, 2015

Passed by the following vote:

Ayes: Commissioners Butner, Colbruno, Head, Hamlin, Parker, Uno and President Yee – 7

Noes: 0