

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

06/23/2022
Item No.: 6.3
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RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A PROFESSIONAL SERVICES AGREEMENT WITH ARCOS LLC, DBA IN CALIFORNIA AS AUTOMATED ROSTER CALLOUT SYSTEM COMPANY LLC TO IMPLEMENT AN AUTOMATED SHIFT CALLOUT SYSTEM FOR THE OAKLAND INTERNATIONAL AIRPORT FOR A TERM OF FIVE YEARS IN A TOTAL AMOUNT NOT TO EXCEED \$300,000.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report for Agenda Item No. 6.3, dated June 23, 2022, and related agenda materials ("Agenda Report"), 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 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 in testimony received, the Board finds and determines that:

A. The proposed action is not subject to the California Environmental Quality Act ("CEQA") under the general rule exclusion under Section 15061(b)(3) of the CEQA Guidelines because it can be seen with certainty that the proposed action will not have a significant effect on the environment and therefore is not a "project" under CEQA.

B. The proposed action is for obtaining professional, technical, and specialized services that are temporary in nature, and it is in the best interest of the Port to secure such services from **ARCOS LLC, DBA in California as Automated Roster Callout System Company LLC**.

Section 2. The Board hereby approves and authorizes the Executive Director to:

A. Execute a Professional Services Agreement ("Agreement") with **ARCOS LLC, DBA in California as Automated Roster Callout System Company LLC** (and as such Agreement may be automatically assigned as described in the Agenda Report) to implement an automated shift callout system for the Oakland International Airport for a term of five years, in a total amount not to exceed \$300,000, as further described in the Agenda Report, subject to approval as to form and legality by the Port Attorney; and

B. Make any additions, modifications, or corrections necessary to execute the requested Agreement or to correct errors, subject to the limitations set forth herein, provided that any addition, modification, or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report, and are approved 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 Port. This resolution approves and authorizes the execution of an agreement in accordance with the terms of this resolution. 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 the other contracting party, there shall be no valid or effective agreement.

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