

STAFF REPORT FOR CALENDAR ITEM NO.: 8.3
FOR THE MEETING OF: December 14, 2017

TRANSBAY JOINT POWERS AUTHORITY

BRIEF DESCRIPTION:

Authorize the Executive Director to execute an amendment to extend the Agreement for a Web-Based Labor Compliance System with Elation Systems, Inc. (Elation) through June 30, 2018 for no additional compensation at this time, with an option remaining to extend the agreement for an additional six months.

EXPLANATION:

The TJPA utilizes a Web-Based Labor Compliance System from Elation to monitor and track weekly certified payroll reports (CPRs), payment of prevailing wages, compliance with City and County of San Francisco's CityBuild Program, and numbers of apprentices, locals, minorities, women, and veterans working on the construction projects in the Program.

TJPA negotiated a Software License and Professional Services Agreement with Elation that was entered into in September 2008. The initial term was two years with options for three two-year extensions (or through September 2016; this was prior to incorporation of the Train Box into the Phase 1 schedule). The maximum compensation was not to exceed \$57,500, based on a \$500 monthly licensing fee per tracked project and the then-current estimates of numbers of months per project (Temporary Terminal, Transit Center, Demolition, Utility Relocation, Bus Storage).

Options to extend were exercised; most recently the Board authorized an extension to December 31, 2017 and maximum compensation of \$102,500 in September 2013. TJPA staff would not recommend changing software at this point in the project, as it would require costly re-training and archiving/storage of previously filed CPRs. Staff recommends extending the agreement for six months, to June 30, 2018. No adjustments to the maximum compensation are needed, as a sufficient amount remains to cover licensing for the Transit Center and Bus Storage through June 2018. If required, an additional six-month option to extend would remain.

RECOMMENDATION:

Staff recommends that the Board of Directors authorize the Executive Director to execute an amendment to extend the Agreement for a Web-Based Labor Compliance System with Elation Systems, Inc. through June 30, 2018, for no additional compensation, with an option to extend the agreement for an additional six months.

ATTACHMENTS:

1. Resolution
2. Amendment

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

Resolution No. _____

WHEREAS, Upon entering the construction phase of the project in November 2008 with the commencement of construction of the Temporary Terminal, an electronic system to monitor and track weekly certified payroll reports (CPRs), payment of prevailing wages, and compliance with City and County of San Francisco's City Build Program was required; and

WHEREAS, After a one-year pilot project, the City and County of San Francisco (CCSF), including City Build and the Office of Labor Standards Enforcement, found the software provided by Elation Systems, Inc. to be a superior product for the purpose of providing these services; and

WHEREAS, TJPA staff negotiated an agreement with Elation Systems, Inc. for an initial term of two years and an amount not to exceed \$57,500, with the option of extending the agreement for three two-year terms; and

WHEREAS, TJPA Executive Director executed an Agreement with Elation Systems, Inc., to furnish a Web-Based Labor Compliance System, dated September 15, 2008, and the Agreement was amended on July 2, 2010 and September 13, 2012 to extend the term by two years each; and

WHEREAS, The construction schedule for the Transbay Transit Center Program changed after negotiation of the original Agreement, extended in duration by the incorporation of the Train Box into Phase 1 construction; and

WHEREAS, On September 12, 2013, the TJPA Board of Directors authorized the extension of the Agreement through December 31, 2017, for total compensation not to exceed \$102,500, with an option to extend the agreement for an additional year; and

WHEREAS, Elation Systems, Inc. has been providing a satisfactory product and service, which all agency and contractor members of the team are now familiar with; and

WHEREAS, TJPA staff recommends that Elation Systems, Inc. software continue to be utilized through completion of the Phase 1 project; now, therefore, be it

RESOLVED, That the TJPA Board of Directors authorizes the Executive Director to execute the amendment to extend the Agreement for a Web-Based Labor Compliance System with Elation Systems, Inc. through June 30, 2018, with no change to the maximum compensation, with an option to extend the agreement for an additional six months.

I hereby certify that the foregoing resolution was adopted by the Transbay Joint Powers Authority Board of Directors at its meeting of December 14, 2017.

Secretary, Transbay Joint Powers Authority

Amendment No. 04
Software License and Professional Services Agreement between
the Transbay Joint Powers Authority and Elation Systems, Inc.

THIS Amendment No. 3 to the Software License and Professional Services Agreement to furnish a Web-Based Labor Compliance System dated September 15, 2008, as amended July 2, 2010, September 13, 2012, and September 12, 2013 (“Agreement”), is entered into as of the ____ day of December 2017 in San Francisco, California, by and between **Elation Systems, Inc.** (“Contractor”), and the **Transbay Joint Powers Authority** (“TJPA”).

Recitals

A. On September 15, 2008, the TJPA and Contractor entered into a Software License and Professional Services Agreement for the provision of a Web-based Labor Compliance System to track and monitor submission of certified payroll reports, payment of proper prevailing wages, and compliance with City and County of San Francisco’s CityBuild Program.

B. On July 2, 2010, Amendment No. 1 to the Agreement was executed, exercising the first two-year option and extending the Agreement through September 2012.

C. On September 13, 2012, Amendment No. 2 to the Agreement was executed, exercising the second two-year option and extending the Agreement through September 2014.

D. On September 12, 2013, Amendment No. 3 to the Agreement was approved by the TJPA Board, extending the Agreement through December 2017 and increasing the maximum compensation to \$102,500.

E. The TJPA now desires to extend the term of the Agreement to allow for completion of the Transbay Transit Center Phase 1 construction, with no increase to the Agreement maximum compensation.

Now, therefore, TJPA and Contractor agree to amend Section 3 and Appendix B of the Agreement in their entireties to read as follows:

3. Term of the Agreement.


Subject to Section 5, the license granted under this Agreement and professional services shall be from September 15, 2008 to June 30, 2018, with the option of one six-month extension at the cost of \$3,000, at the sole discretion of TJPA.

All other provisions of the Agreement shall remain in full force and effect.

**TRANSBAY JOINT POWERS
AUTHORITY**

CONTRACTOR
Elation Systems, Inc.

Mark Zabaneh
Executive Director




Signature

Transbay Joint Powers Authority
Board of Directors
Resolution No. _____
Adopted: _____
Attest: _____



Printed Name



Tax Identification Number

Secretary, TJPA Board

Approved as to Form:

By _____
TJPA Legal Counsel

Appendix B

CALCULATION OF CHARGES

Total cost of this Agreement shall not exceed One Hundred Two Thousand Five Hundred dollars (\$102,500.00) for the term of September 15, 2008 to June 30, 2018, with the option of one six-month extension at the sole discretion of TJPA. Payments will be made semi-annually for the License Agreement and services. Breakdown of charges is as follows:

Description of Services	Cost
Labor Compliance Automation, Workforce Utilization, Business Utilization Modules Licensing Agreement	\$500 per month, per project
Additional Training, as requested by TJPA, not including session held monthly at Elation for no charge	\$800 per session