

**STAFF REPORT FOR CALENDAR ITEM NO.: 9.3  
FOR THE MEETING OF: January 10, 2019**

**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 December 31, 2021 and for additional compensation of \$32,000, resulting in a maximum contract amount of \$134,500.

**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) and \$800 per session for training.

The contract has been amended five times. Most recently, in December 2017, the Board authorized an extension of the term to June 2018 with an option to extend an additional 6 months, and no increase in the maximum compensation of \$102,500. Staff subsequently exercised that additional option term, extending the current term through December 2018.

TJPA requires extended services/licensing to allow for completion of the Transbay Program Phase 1 construction closeout (Transit Center and Bus Storage) and cover initial tenant improvement construction. In particular, staff anticipates that TJPA will require services for the following periods: through June 2019 to cover services/licensing for the Transit Center; through February 2019 to cover the Bus Storage; and through December 2021 to cover the initial tenant improvement buildout. Staff anticipates requiring five training sessions.

TJPA staff would not recommend changing software, as it would require costly re-training and archiving/storage of previously filed CPRs. Further, the pricing under the current contract is competitive; staff understands that pricing for alternative software is \$1,700 per project per month as compared with Elation software pricing of \$500 per project per month.

**RECOMMENDATION:**

Staff recommends that the Board of Directors authorize the Executive Director to execute an amendment to extend the term of the agreement for a Web-Based Labor Compliance System with Elation Systems, Inc. for thirty-six months, through December 31, 2021, and increase the maximum compensation under the contract by \$32,000, from \$102,500 to \$134,500.

**ENCLOSURES:**

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 has been subsequently amended five times; and

WHEREAS, TJPA requires extended services/licensing to allow for completion of the Transbay Program Phase 1 construction closeout (Transit Center and Bus Storage) and cover initial tenant improvement construction; 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 for the Transit Center, the Bus Storage and initial tenant improvements; changing software would require costly re-training and archiving/storage of previously filed CPRs, and the pricing offered by Elation is cost-competitive; now, therefore, be it

RESOLVED, That the TJPA Board of Directors authorizes the Executive Director to execute the amendment to extend the term of the agreement for a Web-Based Labor Compliance System with Elation Systems, Inc. for thirty-six months, through December 31, 2021, and increase the maximum compensation under the contract by \$32,000, from \$102,500 to \$134,500.

I hereby certify that the foregoing resolution was adopted by the Transbay Joint Powers Authority Board of Directors at its meeting of January 10, 2019.

\_\_\_\_\_  
Secretary, Transbay Joint Powers Authority

**Amendment No. 06**  
**Software License and Professional Services Agreement between**  
**the Transbay Joint Powers Authority and Elation Systems, Inc.**

THIS Amendment No. 6 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, December 14, 2017, and June 30, 2018 (as amended, “Agreement”), is entered into as of the 1st day of January 2019 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. On December 14, 2017, Amendment No. 4 to the Agreement was approved by TJPA Board, extending the Agreement through June 2018, with the option of one additional six-month extension.

F. On June 30, 2018, Amendment No. 5 to the Agreement was executed, extending the term of the Agreement through December 2018.

G. The TJPA now desires to extend the term of the Agreement to allow for completion of the Transbay Transit Center Phase 1 construction closeout (Transit Center and Bus Storage) and cover initial tenant improvement construction, with associated increases in the maximum compensation under the Agreement.

Now, therefore, TJPA and Contractor agree to amend Section 3 and Appendix B of the Agreement in their entirety 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 December 31, 2021.

**Appendix B** is replaced in its entirety with the attached.

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 Thirty-Four Thousand Five Hundred dollars (\$134,500.00) for the term of September 15, 2008 to December 31, 2021. 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