

**WORK ORDER AGREEMENT BETWEEN
THE PORT OF SAN FRANCISCO AND
THE SAN FRANCISCO ARTS COMMISSION**

This Work Order Agreement (“Agreement”) dated as of September 2, 2022, is by and between the Port of San Francisco (“**Port**”) and the San Francisco Arts Commission (“**Arts Commission**”).

The Port and the Arts Commission are entering into an understanding concerning the Arts Commission’s administration and coordination of commissioning an artist or artist team to develop an artwork proposal and fabricating an artwork to be installed at the site of the Pier 27 Cruise Terminal Plaza, located at the Embarcadero between Chestnut and Lombard streets.

The Port and the Arts Commission desire to set forth their mutual understandings and agreements with respect to the Project as follows:

1. FUTURE MEMORANDUM OF UNDERSTANDING

This Agreement covers the Arts Commission’s administration and coordination of commissioning an artist or artist team to develop an artwork proposal and fabricating an artwork to be installed at the site of the Pier 27 Cruise Terminal Plaza. At such time that the artwork is completed and installed, the Port and the Arts Commission will enter into a future Memorandum of Understanding (“MOU”) to cover the maintenance of the artwork and to include all necessary assurances, indemnifications, release of Federal protection by the artist, and liability terms, as needed.

2. DESIGN OF PROJECT

The design of the project will include but not be limited to the following elements:

- A. Artwork will be positioned to invite visitors but not impede paths of circulation;
- B. Artwork will be visible from points north and south on the Embarcadero;
- C. Artwork will embrace and highlight its visual connection to the Bay;
- D. Artwork will consider geographic, cultural or historic relationships to the site and surrounding areas;
- E. Artwork will be universally accessible and accommodating;
- F. Artwork will be appropriately scaled for the site;
- G. Artwork will be fabricated with consideration of sustainable materials;
- H. Artwork will be constructed as permanent and maintainable within an urban and marine environment.

3. SCOPE OF SERVICES

For the Services described below, the Port will issue Task Orders and Notices to Proceed identifying the specific Services that the Arts Commission is authorized to perform.

The Port may request additional Services at any time during the term of the Agreement, provided, however, that the Arts Commission shall be paid for any service that meets the requirements of the Agreement and that is performed prior to the date of such change. If the Port requests services that are outside of, or in addition to, the Scope of Services specified below, the parties may agree to an additional administrative fee for those services.

The Arts Commission shall coordinate its work closely with the Port staff and update and inform the Port of activities related to Scope of Services.

The Services shall be completed on time and within budget.

A. ARTS COMMISSION RESPONSIBILITIES:

1. Project Plan

- a. Develop Project Plan+ in consultation with the Port staff assigned to this project.
- b. Oversee preliminary site feasibility research.
- c. Develop budgets and timelines for selecting artists and artworks.

2. Artist Selection

- a. Issue an RFQ for this specific opportunity; professional practicing artists residing in the United States will be eligible to apply.
- b. Present the Project to the Port's Citizen Advisory Committee (CAC) at two public meetings (one during the artist selection process and again when the artwork has been selected) and answer questions about the selection process and Project design intent and to note community input that may be relevant to the development of the Project.
- c. Present the Project to BCDC and assist in obtaining BCDC review and approval of the Project.
- d. Post Project information on the Arts Commission website; work with the Port's press/public relations liaison to develop press materials for the Project.
- e. Work with Port staff to identify an Art Selection Panel that should include one representation from the Port, one representative from the Pier 27 design team, one representative from BCDC, one community member, three arts professionals, and one Arts Commissioner.
- f. Conduct an artist selection process with Port staff involvement similar to the Public Art Program Guidelines attached as **Exhibit A**.
- g. Consult with professional art conservators regarding future maintenance requirements for the submitted Artwork concepts. Provide this information to the Art Selection Panel to assist with their decision making process.
- h. Enter into agreements with selected finalists to develop design proposals for the site.
- i. Provide artists with all necessary information for future development and installation at the site, including information on release of Federal protection by the artist.
- j. Produce materials for a 2-week public display of proposals at an appropriate site near the Project site and on the Arts Commission's website.
- k. Prepare a Maintenance Plan for ongoing maintenance and conservation of Artwork to be presented along with the art concept to the Port Commission.
- l. Present selection panel's final recommendation to the Port Commission for consideration and approval.
- m. Notify artists of Selection Panel decision as approved by the Port and the Arts Commission.

3. Artwork Development and Installation

- a. Prepare a budget for design development through construction documents, fabrication and implementation.
- b. Negotiate contracts on behalf of SFAC, with the selected Artist(s) and other

- contractors as necessary, for commission and installation of selected Artwork(s).
- c. Manage implementation of selected artworks (e.g., manage implementation of art project and ensure that the artist's design is coordinated with the Port, ensure review of artwork development at appropriate milestones and provide progress reports during stages of implementation).
 - d. Present final design to Port staff for approval before proceeding to fabrication and installation.
 - e. Coordinate the schedule and logistics for transportation and installation of artwork with Port, its consultants and contractors as needed.
 - f. Manage the design, fabrication and installation of signage.
 - g. Manage budget and process all payments to artists, panelists and other Project expenses.

4. Ownership of the Artwork; Acceptance into the Civic Art Collection; Maintenance

- a. Upon completion of the project and final payment to the artist, ownership of the artwork shall transfer to the City under the jurisdiction of the Arts Commission. The Arts Commission shall accession the artwork into the Civic Art Collection.
- b. Arts Commission will maintain files containing artwork records, artist files, condition reports, maintenance reports, conservation records, and other similar records. Arts Commission staff may provide copies of the files to Port staff for duplicate storage purposes upon request.
- c. The Arts Commission shall maintain the artwork to the best of its abilities within available resources. However, although the Commission strives to maintain the Civic Art Collection in good repair and condition, the Commission is not required by this Agreement to maintain the Artwork to any particular standard. The Port shall work in good faith with the Commission by informing the Commission of needed maintenance or repairs, and to assist in the maintenance of the artwork by providing non-specialized cleaning services that fall within the scope of standard maintenance. Future maintenance responsibility of the artwork shall be included in the MOU and shall supersede these conditions.

B. PORT RESPONSIBILITIES:

- a. Transfer funds via Interdepartmental Work Order to the Arts Commission in accordance with the budget and payment schedule.
- b. Identify an individual at the Port to participate in the Art Selection Panel.
- c. Assist with identifying a Pier 27 design team member and community representative to serve on the Art Selection Panel.
- d. Provide the Arts Commission with all relevant site plans, locations of utilities, site restrictions including height/weight, site history and other materials and information necessary, and provide the selected finalists with materials necessary to develop their proposals.
- e. Assist with outreach to the local community.
- f. Notify Arts Commission of any issues, problems, conflicts or concerns that might necessitate a change in the design of a proposed artwork based on needs of the Port.
- g. Assist with securing permits for work to be completed.
- h. Port staff will provide final approval for the art installation method and location.
- i. Provide public outreach and media relations regarding the Art Project.
- j. In the event that Artwork(s) procured and installed for the Project should need to

be removed, relocated, and/or stored for any reason, or if the Port anticipates changes at the site that may result in the destruction or alteration the artwork, or otherwise impact the appearance or visibility of the artwork, the Port shall notify the Arts Commission of its intent at least 90 days prior of such work, and submit the request for changes to the Arts Commission. The cost of removal, relocation or storage of the artwork, or the cost of any necessary modifications to the artwork or the site as a result of changes to the site by the Port, shall be entirely borne by the Port.

3. REVIEW AND APPROVAL PROCESS

The Selection Panel will be responsible for selecting the three artist finalists and subsequently, recommending one finalist and their conceptual proposal for the Project. Port staff and the Arts Commission will present the final art concept to the Port Commission for review and approval. This presentation will also present a property agreement and an MOU for the permanent art installation between the Port and the Arts Commission. In the event the Port Commission does not approve the finalist recommended by the Art selection panel, the Arts Commission will follow the procedures detailed in **Exhibit A**, Section 4.10: Recourse. Work completed by the Arts Commission in the event of non-approval will be considered outside of the Scope of Services in this Agreement and therefore may require an additional administrative fee, to be agreed upon between the two parties.

Port staff will review and approve the design development and construction documents of the Project prior to commencement of the fabrication and installation of the Artwork. The Arts Commission will provide informational presentations to the Visual Arts Committee throughout the duration of the Project and provide comments and feedback from the Arts Commissioners to the Port. Port staff approval shall be coordinated through the Port Project Manager.

4. Budget

The budget for this project is \$330,000 inclusive of all costs including artist selection, artwork design, fabrication, installation, signage, conservation, and Arts Commission project management costs. Art funds shall be allocated between direct project costs, administrative costs, and artwork conservation in accordance with section 3.19 of the Administrative Code.

5. Schedule

The goal of the parties is to accomplish the above work according to the schedule shown in the attached **Appendix B**. However, the parties understand that this schedule may be revised based on unforeseen factors which may impact the time needed to complete the project.

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Ralph Remington, Director of Cultural Affairs

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Ralph Remington
Director of Cultural Affairs
Arts Commission

DocuSigned by:

Elaine Forbes

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Elaine Forbes
Executive Director
Port of San Francisco

Exhibit A
Public Art Program Guidelines

<http://www.sfartscommission.org/our-role-impact/about-commission/policies-guidelines/Public-ArtCivic-Art-Collection>

Appendix B
Schedule (*Subject to Changes/Updates*)

Project Plan Approval (VAC)	September 21, 2022
RFQ Issued	October 2022
RFQ Deadline	December 2022/January 2023
Qualification Panel	January 2023
First Project Artist Selection Panel	February 2023
Port Commission Approval of Artists Selected	February/March 2023
Artist Finalist Orientation	March 2023
Finalist Proposals Due	April 2023
Final Project Artist Selection Panel	May 2023
Port's Northern Advisory Committee Review	May/June, 2023
VAC Approval	May/June, 2023
Arts Commission Approval	June/July, 2023
Port Commission Approval	July/August, 2023
Artist Under Contract	July/August 2023