




MEMORANDUM

November 5, 2021

TO: MEMBERS, PORT COMMISSION
Hon. Kimberly Brandon, President
Hon. Willie Adams, Vice President
Hon. John Burton
Hon. Gail Gilman
Hon. Doreen Woo Ho

FROM: Elaine Forbes
Executive Director 

SUBJECT: Informational presentation regarding Waterfront Resilience Program (WRP) Local Business Enterprise (LBE) Subcontracting and WRP Equity Actions

DIRECTOR'S RECOMMENDATION: Information Only – No Action Required

Executive Summary

This report provides an overview of LBE Subcontracting in the Waterfront Resilience Program (WRP) and enhancing equity within the WRP, including the CH2M HILL Engineers (CH2M HILL) and the Civic Edge Consulting (Civic Edge) contracts.

Equity and social value are a priorities and leading principles for the Port and the WRP. The WRP continues to develop a robust, holistic social inclusion and equity plan to ensure a holistic and measurable approach is taken to guide the Program, as we advance this ongoing effort, we will continue to report quarterly progress to the Port Commission.

The WRP Equity and Inclusion Working Group is currently identifying opportunities for team-wide racial equity training, further integrating a culture of inclusion across the team, and coordinating stakeholder engagement and workforce development tasks to ensure upcoming efforts are in line with the Port's Racial Equity Action Plan.

The CMD-approved LBE subcontracting participation requirement after the 2019 executed CH2M HILL contract amendment is 21.19%. As a result of improving LBE subconsultant participation, cumulative LBE payments on the contract have increased from 12.1% to 22.9% between September 2019 and September 2021. The total CH2M HILL contract value is \$55.6M.

THIS PRINT COVERS CALENDAR ITEM NO. 10B

Through September 2021, the Port has issued \$33.2M in task authorizations and made \$29.6M in payments.

The Civic Edge Communications contract supports Waterfront Resilience Program communications needs. This contract expired in August 2021. CMD has determined that Civic Edge has met their LBE participation requirement, and the final payment is now being processed. To date, the Port has paid \$1.5M for contract services, of which \$1.2M (87.9%) have been paid to LBE businesses, including Civic Edge (an LBE Prime).

Waterfront Resilience Program LBE and Equity Efforts

Waterfront Resilience Program

Commitment to Equity

San Francisco and the Port is at the forefront of adaptation and mitigation for climate change by creating a resilient, equitable waterfront. The WRP understands that climate change disproportionately impacts vulnerable communities and, through its work, aims to respond to the needs of San Franciscans most impacted through community engagement, planning, project selection, contracting, programming, workforce development, and more.

The WRP is committed to making equitable investments along the Port's jurisdiction to prioritize critical life safety and disaster response assets and functions and ensure equitable access to the waterfront now and in the future. Some examples of this commitment to equity in action include:

- The selection for near-term projects to address current seismic risk will occur as longer-term adaptation strategies for the northern waterfront are being developed. Near-term projects, including those funded with the Proposition A bond, will prioritize urgent seismic risk, using a people-first approach to make critical life-safety and disaster response decisions.
- Development of adaptation strategies is a single, integrated process by which the WRP is developing adaptation strategies at a variety of scales to address seismic and flood risks along San Francisco's waterfront over the next century. Prior to recommending any adaptation strategy, all strategies will be reviewed using evaluation criteria specific to social equity, including life safety, emergency response, social cohesion and community resilience, and historic character, informed by Port, City, and community priorities collected from a robust community engagement process.
- The Port and its City partners are currently working on the Islais Creek Adaptation Strategy to prioritize adaptation planning in vulnerable communities where impacts from flooding are widespread and recognize the critical city and community assets at risk due to flooding in this area. Planning and Port staff will make a presentation about this Strategy at this Port Commission meeting.
- Community and stakeholder engagement efforts reflect the WRP's commitment to equity, as the team works to solicit meaningful input from stakeholders and the community about their concerns, priorities, and values at all stages of the Program, use

this information to inform the Program and frame future outreach, and – importantly – reflect back to the public how their input shaped the Port’s work.

- With the international leadership of Greta Thunberg, Xiye Bastida, and many other young activists, young people are engaged in the climate crisis more than ever before. The Resilience Program seeks to leverage this leadership by engaging young people in San Francisco via youth-serving organizations. An upcoming series of presentations will provide an update on the Waterfront Resilience Program and offer an opportunity for youth to engage in the development of adaptation strategies and envisioning the waterfront over the next 100 years. In the past, the Program has been successful working with youth leaders like Arianna Nassiri, a former San Francisco Youth Commissioner, as well as building partnerships with organizations like 826 Valencia.

The WRP recognizes that investing in LBE’s and minority owned businesses is an important factor in improving equity but is only one component in a suite of opportunities available to improve social value and equity on major infrastructure programs. The WRP will continue to work with the Port’s Manager of Diversity, Equity and Opportunity to develop a robust, holistic social inclusion and equity plan to focus the actions of the WRP and measure WRP performance against these actions.

Future Contracting and Workforce Opportunities

As the City and Port prioritize economic recovery from COVID-19, the WRP reaffirms our commitment to working alongside our local businesses, including Port tenants, to ensure San Francisco’s waterfront continues to be a source of strength for the entire city, region, and state.

Particularly as the WRP moves through the planning phase towards selection of first projects, preparing business and workers from historically excluded communities for future opportunities is a top priority.

Led by the Allen Group, with support from RDJ Enterprises and Davis & Associates (all African-American owned businesses), the WRP is currently planning workforce development and LBE engagement and outreach efforts to facilitate workforce training for the types of jobs the Program will generate in the design and construction phases and to position LBE subcontractors for success in bidding as members of teams pursuing future Program-funded contracts.

The team also intends to identify a broader pool of firms qualified by the Federal government as Disadvantaged Business Enterprises¹ qualified to perform future design, engineering, construction, or related tasks for the Program.

In the last quarter, Davis & Associates has completed an outreach survey to LBEs to initiate dialogue for future engagement and technical assistance, and to identify potential barriers to LBE participation. RDJ Enterprises is in the final stages of recruiting for 2-3 college level interns

¹ State agencies such as CalTrans maintain DBE information:
<https://dot.ca.gov/programs/civil-rights/dbe-certification-information>

and searchable databases:
<https://ucp.dot.ca.gov/licenseForm.htm>

that will be hired by CH2M and other consultant firms to work on the Waterfront Resilience Program.

Racial Equity Actions

The Waterfront Resilience Program has initiated a WRP Equity and Inclusion Working Group of staff and consultants who meet regularly to discuss equity across the Program and to identify recommended racial equity actions for the Program consistent with the Port's Racial Equity Action Plan. Carlos Colón, the Waterfront Resilience Program Administrator, also serves on the Port's Racial Equity Team. The WRP Equity and Inclusion Working Group is currently focused on cultivating a culture of inclusion across the WRP team, working to roll out race equity and inclusion training on the WRP and will be supporting the preparation of the social inclusion and equity plan.

During early projects evaluation, a high-level equity scoring method was used to evaluate whether a project advances equity, is a public benefit, and attracts a diversity of people. Since some projects were not marked as achieving any of the three elements, these were assigned a Low score. If one element was checked, they were assigned a Moderate score, and if two or more elements were checked, they were assigned a High score. The Port is developing a more detailed equity scoring methodology for project evaluation once the early projects evaluation list is narrowed.

CH2M HILL Engineers Planning, Engineering and Environmental Services Contract

CH2M HILL LBE Subcontracting Oversight

To ensure robust contract administration and transparent tracking and reporting of contract expenditures and LBE utilization under the CH2M HILL contract, the Waterfront Resilience Program has implemented the following steps to further integrate with the Finance and Administration Division.

The Waterfront Resilience Director continues to consult with the Deputy Director of Finance and Administration and the Procurement and Contracts Manager to review each new Task Authorization under the CH2M HILL contract prior to authorizing the task. The review will include consistency with the contract, the budget and LBE participation in the proposed task proposed by the prime.

No new LBE sub-contractors have been proposed to be added to the CH2M HILL contract this quarter.

CH2M HILL's LBE Subcontracting Efforts to Date

The Port executed a contract agreement with CH2M HILL (\$36,349,740) to provide planning, engineering, and environmental services for the Embarcadero Seawall Program in November 2017. At contract execution, the LBE subcontracting requirement for the agreement was 21% (\$7,633,456). In April 2020, the Port executed a contact amendment to amend the contract scope and increase the contract amount to \$55,684,130, following Port Commission approval on September 24, 2019 and the Board of Supervisor's approval on November 19, 2019. The CMD approved LBE subcontracting participation goal after the executed amendment increased to 21.19% (\$11,799,467).

Figure 1 shows the major tasks completed or in progress for Phase 1 (Planning and Program Development) of the CH2M HILL contract and the associated LBE participation percentage for each. It also shows CH2M HILL's projected LBE participation for Phases 2 and 3, with increased LBE participation compared to Phase 1. Phase 2 Task Authorizations have begun to be scoped this year.

Figure 1 – Task level LBE breakdown and timing

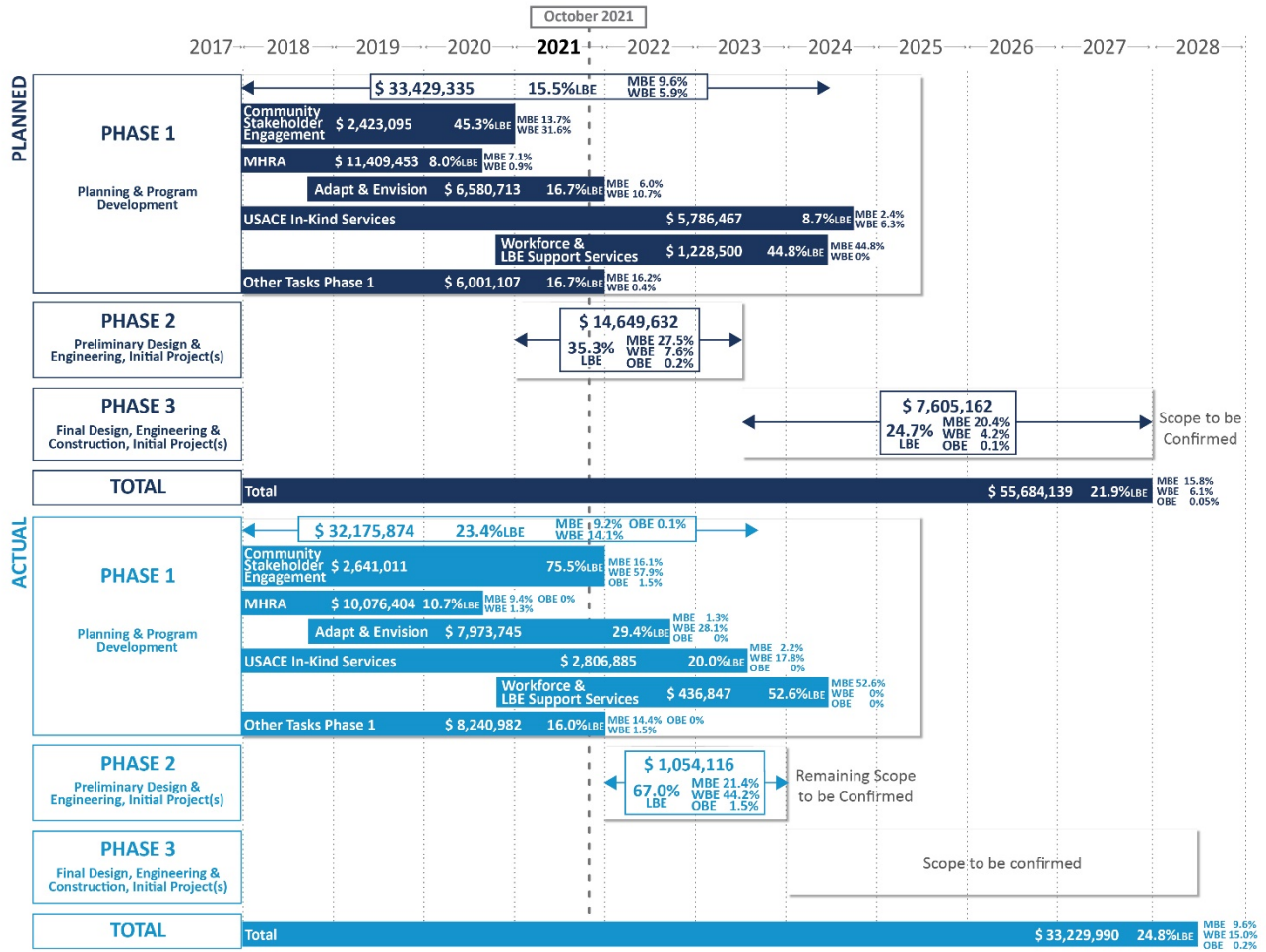
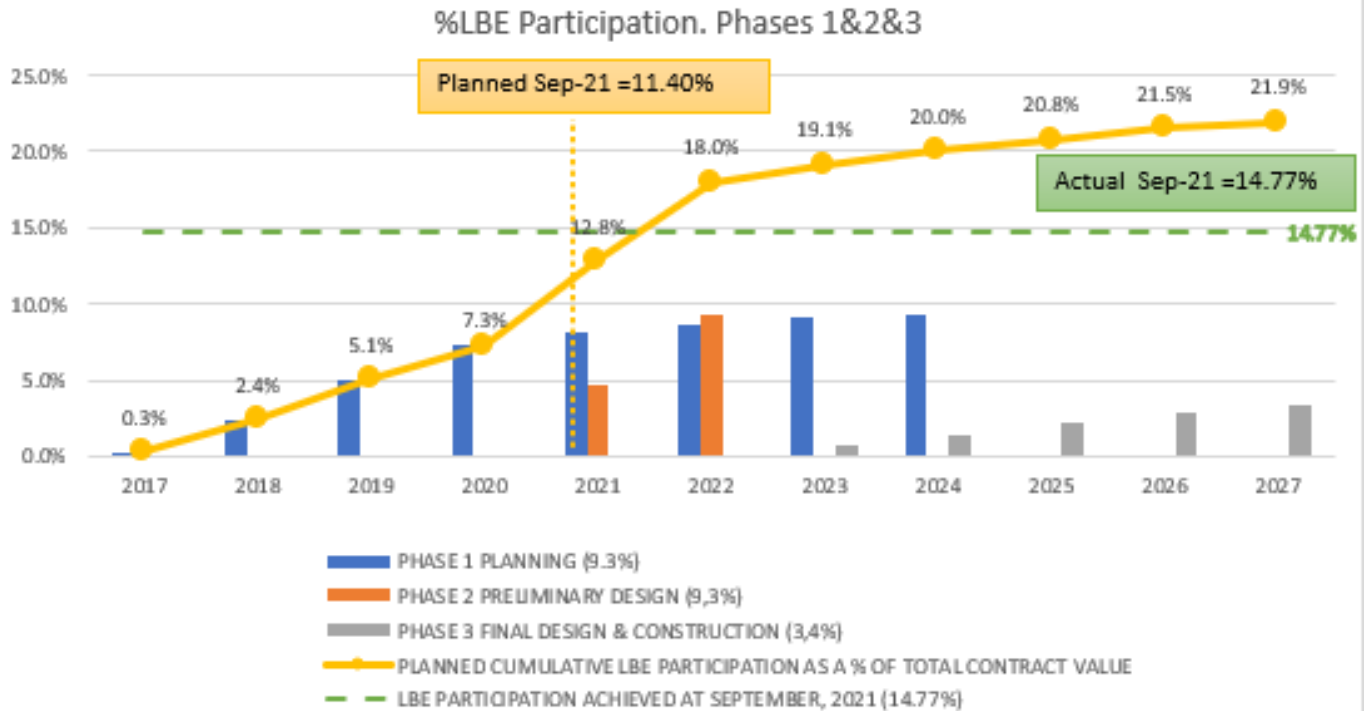


Figure 2 shows the projected cumulative increase in LBE participation through the duration of the CH2M HILL contract. Expenditures with LBE's is currently 3.4% ahead of plan with actual payments in September 2021 of 14.8% versus planned expenditure of 11.4%.

Figure 2 – Projected LBE participation as % of the total contract value (Phases 1-3)



CH2M LBE Participation

Total CH2M HILL contract value is \$55.6M. Through September 2021, the Port has issued \$33.2M in task authorizations and made \$29.6M in payments.

For services completed through September 2019, the Port paid CH2M HILL \$14.0M, with \$1.7M (12.1%) paid for services completed by LBE subconsultants. After a commitment by CH2M to increase LBE participation, for services completed after the Port Commission approval of the contract amendment, from October 2019 to September 2021, the Port paid CH2M HILL \$15.6M, with \$5.1M (32.5%) paid for services completed by LBE subconsultants. For all services paid to date, the Port has paid CH2M HILL \$29.6M, with \$6.8M (22.9%) paid for services completed by LBE subconsultants.

The breakdown of payments to CMD-certified LBE-MBE's, OBE's and WBE's is shown in the Table 1 below.

Table 1 - CH2M HILL LBE Payments through September 2021

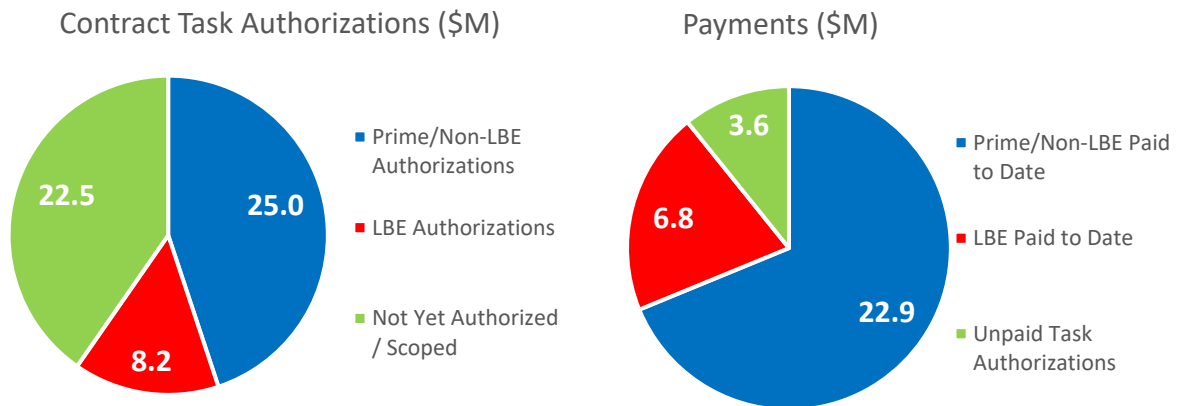
Contract Type	Total Payments	Prime Payments	Sub Payments	Total LBE Payments	Overall %	MBE %	OBE %	WBE %	Sub %
NTP to Contract Amendment (9/2019)	14,029,742	4,110,051	9,919,691	1,705,133	12.2%	6.1%	0.0%	6.0%	17.2%
10/2019 to September 2021	15,616,079	5,135,344	10,480,735	5,081,114	32.5%	7.9%	0.2%	25.6%	48.5%
Total Contract	29,645,821	9,245,396	20,400,426	6,786,247	22.9%	6.7%	0.1%	16.4%	33.3%

MBE/OBE/WBE designation is conferred by CMD. Firms owned by minority women must select either MBE or WBE at the time of LBE certification. A breakdown of firms by ethnicity is included in Exhibit A.

Over the last quarter 43.5% of all payments were for work completed by LBE subconsultants with 10.0% of all payments made to minority-owned businesses, including 7.3% to African American-owned businesses and 2.7% to Latino American owned businesses. A full breakdown is included in Exhibit A.

As a result of this improving trendline, cumulative LBE payments on the contract have increased from 12.1% to 22.9% between October 2019 and September 2021. CH2M HILL is committed to meeting its LBE commitment and to continue to look for opportunities to increase LBE participation and add new LBE subconsultants to the contract, where appropriate.

Figure 3 – CH2M HILL LBE participation in Tasks authorized and Payments made through September 2021



Civic Edge Consulting Communications Contract

The Civic Edge contact expired in August 2021 and it currently in the closeout process awaiting LBE participation approval from CMD and final payment.

Civic Edge’s LBE Participation

The Port executed a contract agreement with Civic Edge Consulting (\$1,695,205) to provide public relations, communications, media and related services for the Embarcadero Seawall Program on September 17, 2017. CMD’s LBE subcontracting requirement for the agreement is 36% (\$610,274). Civic Edge Consulting is also an LBE-WBE, but as the prime consultant, their participation does not count towards CMD’s LBE requirement.

Through September 2021, the Port has paid \$1.5M for contract services, of which \$1.3M or 87.9% has been paid to LBE firms, including Civic Edge. As Civic Edge is the prime, they do not count towards the CMD LBE participation requirement. The CMD LBE participation is \$0.6M (43.0%) including 6.7% to CMD-certified LBE-MBE’s, 18.2% to LBE-OBE’s, and 18.1% to LBE-WBE’s.

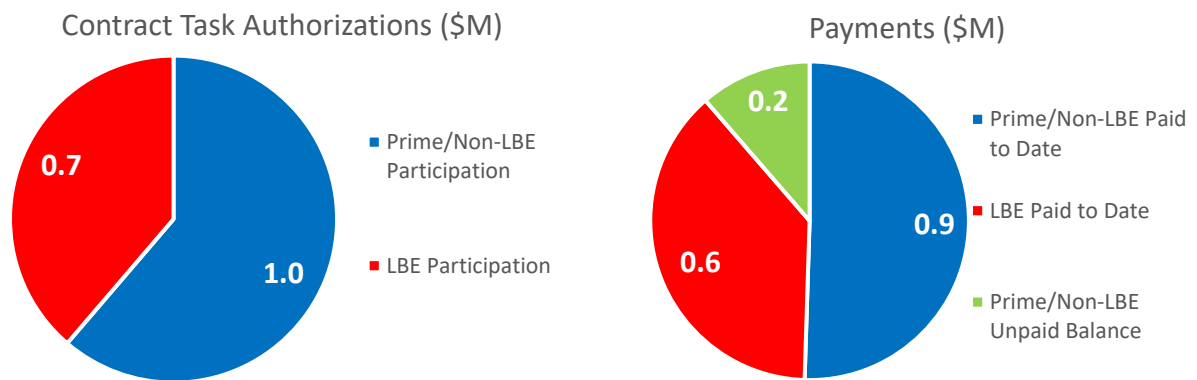
Table 2 – Civic Edge Consulting LBE Payments through September 2021

Contract Type	Total Payments	Prime Payments	Sub Payments	Total LBE Payments	Overall %	MBE %	OBE %	WBE %	Sub %
Communications	1,502,703	674,024	828,679	646,616	43.0%	6.7%	18.2%	18.1%	55.1%

MBE/OBE/WBE designation is conferred by CMD. Firms owned by minority women must select either MBE or WBE at the time of LBE certification. A breakdown of firms by ethnicity is included in Exhibit A.

Over the last three months, African American-owned businesses performed 100% of the work completed under the Civic Edge contract. A full breakdown is included in Exhibit A.

Figure 4 – Civic Edge Consulting LBE participation in Tasks authorized and Payments made through September 2021



Prepared by: Carlos Colón, Waterfront Resilience Program Administrator
 Prepared for: Brad Benson, Waterfront Resilience Director

Exhibit A: Waterfront Resilience Program LBE Quarterly Report FY 2021/22 Q1

**Exhibit A:
Waterfront Resilience Program LBE Quarterly Report
Fiscal Year 2021/22 Q1 (July – September) 2021**

BACKGROUND

CH2M HILL Engineers, Inc.

The Port executed a contract agreement with CH2M HILL Engineers, Inc. (\$36,349,740) to provide planning, engineering, and environmental services for the Embarcadero Seawall Program on October 1, 2017. The Local Business Enterprise (“LBE”) subcontracting requirement for the agreement was 21.0%.

The Port executed a contract amendment on April 20, 2020 to amend the contract scope and increase the contact amount to \$56,684,130, following Port Commission approval on September 24, 2019 and the Board of Supervisor’s approval on November 19, 2019. CMD approved an increased subcontracting participation goal of 21.19%, based on the final dollar value of the contract at closeout. Following the September 24, 2019 Port Commission approval of the contract amendment, CH2M has added an additional \$1.1M in newly defined scope for new LBE firms.

To date, CH2M has been paid \$29.6M (53.2% of total contract value), with \$6.8M (22.9% of total invoiced) paid to LBE firms. The percentage paid to LBE firms is up 2.7%, from 20.2% at the end of Q4 2020-21.

Civic Edge Consulting, Inc.

The Port executed a contract agreement with Civic Edge Consulting (\$1,695,205) to provide public relations, communications, media, and related services for the Embarcadero Seawall Program on September 17, 2017. The LBE subcontracting requirement for the agreement is 36.0% (\$610,274). Civic Edge Consulting is also an WBE-LBE, but as the prime consultant, their participation does not count towards the LBE requirement.

To date, Civic Edge has been paid \$1.5M (88.6% of total contract value), with \$1.2M paid to LBE firms (including Civic Edge) and \$646K (43.0% of total invoiced) paid to LBE firms that count towards the LBE participation requirement. The percentage paid to LBE firms is up 2.9%, from 40.1% at the end of Q4 2020-21.

This contact expired in August 2021. CMD has issued a closeout memo that Civic Edge has met their contractual LBE participation requirement. Final payment is in process.

CH2M HILL Engineers, Inc. Summary

Awards

- a. Quarter 1 2021/22 Subcontractors Addition or Expanded Scope that results in a change in the LBE commitment by the Prime.

The Port authorized \$1.8M in task authorizations to CH2M, during Q1 of which 44.5% (\$0.8M) was authorized to LBEs including 46.3% to LBE-WBEs, -1.8% to LBE-MBEs, and 0.0% to LBE-OBEs. The negative LBE-MBE percentage is due to the closeout of tasks in stakeholder engagement and structural design that had remaining balances.

Invoiced

- a. CH2M Payments to LBEs vs Prime/Non-LBEs

	Invoiced through last quarter (\$)	Invoiced through last quarter (%)	This Quarter (\$)	This Quarter (%)	Project to Date (\$)	Project to Date (%)
Invoiced from LBE's	\$6,102,696	21.7%	\$683,551	43.5%	\$6,786,247	22.9%
Invoiced to Prime / Non-LBE's	\$21,973,352	78.3%	\$886,223	56.5%	\$22,859,574	77.1%
Total Payments	\$28,076,047	100.0%	\$1,569,774	100.0%	\$29,645,821	100.0%

- b. CH2M Payment by Ethnicity

	Invoiced through last quarter (\$)	Invoiced through last quarter (%)	This Quarter (\$)	This Quarter (%)	Project to Date (\$)	Project to Date (%)
African-American	\$1,373,636	4.9%	\$113,864	7.3%	\$1,487,500	5.0%
Arab American	\$5,889	0.0%	\$0.00	0.0%	\$5,889	0.0%
Asian American	\$1,297,362	4.6%	\$0.00	0.0%	\$1,297,362	4.4%
Latino American	\$1,373,636	0.5%	\$42,704	2.7%	\$188,878	0.6%
Total Payments	\$2,823,060	10.1%	\$156,568	10.0%	\$2,979,628	10.1%

c. Invoiced to Total Commitment

Supplier Name	LBE – and MBE/OBE/WBE	Ethnicity (CMD Code)	Commitment as of Date of Report	CMD Commitment (%)	Total Invoiced (\$)	Total Invoiced (%)
A G S INC	MBE	Asian American	\$278,421	0.5%	\$0	0.0%
BAYCAT	OBE	Non-Minority	\$55,684	0.1%	\$31,434	0.1%
CHS CONSULTING GROUP	MBE	Asian American	\$278,421	0.5%	\$10,044	0.0%
CIVIC EDGE CONSULTING LLC	WBE	Non-Minority	\$556,841	1.0%	\$1,556,557	5.3%
GEOTECHNICAL CONSULTANTS INC	MBE	Asian American	\$1,113,683	2.0%	\$409,845	1.4%
HOLLINS CONSULTING	MBE	African American	\$1,670,524	3.0%	\$952,144	3.2%
LOWERCASE PRODUCTIONS	OBE	Non-Minority	\$0	0.0%	\$0	0.0%
R D J ENTERPRISES LLC	MBE	African American	\$278,421	0.5%	\$398,362	1.3%
SAYLOR CONSULTING GROUP	WBE	Non-Minority	\$723,894	1.3%	\$42,016	0.1%
SEDWAY CONSULTING INC	WBE	Non-Minority	\$111,368	0.2%	\$154,752	0.5%
SQAURE ONE PRODUCTIONS	MBE	Asian American	\$111,368	0.2%	\$0	0.0%
STRUCTUS INC	MBE	Asian American	\$2,115,997	3.8%	\$194,763	0.7%
TELAMON ENGINEERING CONSULTANTS INC	WBE	Asian American	\$4,399,046	7.9%	\$682,710	2.3%
COPYMAT	MBE	Arab American	\$105,800	0.2%	\$5,889	0.0%
New LBE & Minority Owned Firm Additions Since Contract Amendment (Maximum Non-Guaranteed Budgets)						
DAVIS & ASSOCIATES	MBE	African American	\$150,000	NA	\$34,695	0.1%
INTERETHNICA	WBE	Latino American	\$189,326	NA	\$81,436	0.3%
SILVESTRUM CLIMATE ASSOCIATES	WBE	Non-Minority	\$50,116	NA	\$1,082,914	3.7%
SITELAB URBAN STUDIOS	WBE	Non-Minority	\$707,188	NA	\$1,148,687	3.9%
THE ALLEN GROUP		African American	\$400,000	NA	\$102,229	0.3%
MOZAIK		Latino American	\$147,000	NA	\$107,442	0.4%
TOTALS			\$13,443,097	21.2%	\$6,995,988	23.6%

Civic Edge Consulting, Inc. Summary

Awards

- b. Quarter 1 2021/22 Subcontractors Addition or Expanded Scope that results in a change in the LBE commitment by the Prime.

(None this Quarter)

Invoiced

- a. Civic Edge Payments to LBEs vs Prime/Non-LBEs*

	Invoiced through last quarter (\$)	Invoiced through last quarter (%)	This Quarter (\$)	This Quarter (%)	Project to Date (\$)	Project to Date (%)
Invoiced from LBE's	\$626,163	42.2%	\$20,453	85.1%	\$646,616	43.0%
Invoiced to Prime / Non-LBE's	\$856,087	57.8%	\$0	14.9%	\$856,087	57.0%
Total Payments	\$1,482,250	100.0%	\$20,453	100.0%	\$1,502,703	100.0%

*Civic Edge is an LBE but as the Prime their participation does not count towards the LBE requirement

- b. Civic Edge Payment by Ethnicity

	Invoiced through last quarter (\$)	Invoiced through last quarter (%)	This Quarter (\$)	This Quarter (%)	Project to Date (\$)	Project to Date (%)
African-American	\$201,556	13.6%	\$20,453	100.0%	\$222,008	14.8%
Arab American	\$43,906	3.0%	\$0	0.0%	\$43,906	2.9%
Asian American	\$0	0.0%	\$0	0.0%	\$0	0.0%
Latino American	\$106,516	7.2%	\$0	0.0%	\$106,516	7.1%
Total Payments	\$351,977	23.8%	\$20,453	100.0%	\$372,430	24.8%

c. Invoiced to Total Commitment

Supplier Name	LBE – and MBE/OBE/WBE	Ethnicity (CMD Code)	Commitment as of Date of Report	CMD Commitment (%)	Total Invoiced (\$)	Total Invoiced (%)
CIVIC EDGE CONSULTING (PRIME)*	WBE	Non- Minority	NA	NA	\$674,024	44.9%
COPYMAT	MBE	Arab American	\$100,000	5.9%	\$43,906	2.9%
INTERETHNICA	WBE	Latino American	\$147,000	8.7%	\$106,516	7.1%
JBR	MBE	African American	\$77,000	4.5%	\$23,400	1.6%
LOWERCASE PRODUCTIONS	OBE	Non- Minority	\$153,500	9.1%	\$95,976	6.4%
RDJ ENTERPRISE	MBE	African American	\$77,000	4.5%	\$33,819	2.3%
SLOW CLAP	OBE	Non- Minority	\$102,000	6.0%	\$178,210	11.9%
New LBE Firm Additions Since Contract Award (Maximum Non-Guaranteed Budgets)						
BONNER COMMUNICATIONS	WBE	African American	\$150,000	NA	\$141,740	9.4%
D&A COMMUNICATIONS	WBE	African American	\$25,000	NA	\$23,069	1.5%
SPICE IT UP	MBE	African American	\$10,000	NA	\$0	0.0%
TOTALS**			\$841,250	38.7%***	\$646,616	43.0%

*Civic Edge is an LBE but as the Prime their participation does not count towards the LBE requirement

** Does not include Civic Edge

***CMD contract commitment is 36.0% per the original CMD FORM 2A submitted at time of bid. This amount was increased at time of award but does not increase Civic Edge's CMD commitment.