



## MEMORANDUM

December 9, 2022

**TO:** MEMBERS, PORT COMMISSION  
Hon. Willie Adams, President  
Hon. Kimberly Brandon, Vice President  
Hon. John Burton  
Hon. Gail Gilman  
Hon. Steven Lee

**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

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### Executive Summary

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

Equity and social value are 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 measurable approaches are taken to guide the Program, as we advance this ongoing effort, we will continue to report quarterly progress of LBE participation to the Commission.

The CH2M HILL CMD-approved LBE subcontracting participation requirement is 21.19%. Cumulative LBE payments on the contract are 27.2% through September 2022, up from 26.0% the previous quarter, substantially ahead of the target. The total CH2M HILL contract value is \$55.6M. Through September 2022, the Port has issued \$42.5M in task authorizations and made \$37.8M in payments, resulting in \$10.3M in payments to LBE contractors.

### Waterfront Resilience Program LBE and Equity Efforts

#### *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:

- Extensive 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. The WRP has resourced focus groups from community-based organizations, compensated through stipends, to review the engagement materials prior to public launch to ensure the materials reflected the needs of the communities we are engaging with.
- Specific equity focused evaluation criteria have been developed, with equity practitioners from across the city agencies to ensure that equity aspects are at the center of decision making in selection of a preferred waterfront adaptation strategy.
- In partnership with an equity working group comprising Port and City agency staff, the team has developed a draft approach to support a deeper qualitative assessment of the Draft Waterfront Adaptation Strategies. This is referred to as the draft equity evaluation framework and highlights the equity considerations that could arise from applying actions associated with each of the strategies, and brainstorms initial sets of mitigations to minimize negative impacts as well as advance benefits to the affected communities. This will lead to a detailed list of equity considerations and mitigation actions for each of the strategies, which will inform strategy refinement and hybridization. This is to ensure equitable outcomes and opportunities to advance benefits in affected communities are prioritized in the preliminary preferred strategy.

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 continues to work with the Port's Manager of Diversity, Equity and Opportunity and Port Equity Champions to follow the Port's Race Equity Action Plan and 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 the Port's 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 predesign phase of early 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 (each an 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 Enterprises<sup>1</sup> qualified to perform future design, engineering, construction, or related tasks for the Program.

In the last quarter, The Allen Group, RDJ Enterprises, and Davis & Associates continued their work developing Workforce Implementation and LBE Engagement and Implementation guides to be completed in early 2023. Davis & Associates also initiated a survey and interviews with LBE contractors and consultants to determine needs and roadblocks in contracting with the Port.

### *Racial Equity Actions*

The Waterfront Resilience Program has authorized a task with CH2M, working with InterEthnica and the Port's equity leads to develop an approach to ensuring that equity is fully integrated into the Waterfront Resilience Program. The initial task included a "Discovery" Phase for the consultant team to review all relevant materials for the Program and conduct targeted interviews. This initial task led to development of a draft roadmap to equity which will serve as the foundation for a more detailed scope of work to develop a Waterfront Resilience Program equity implementation workplan. Priorities that will be advanced into this implementation task order include developing an equity statement and convening an 'equity council'. The equity council may comprise a combination of interdepartmental staff from the Port and community leaders, or entirely community representatives. The intent is for the council to help inform the work that we are doing toward co-creation of a resilient waterfront, where members of the community are actively involved in the design of the waterfront. We look forward to presenting more on this at a future commission meeting.

## **CH2M HILL Engineers Planning, Engineering and Environmental Services Contract**

### **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 contract 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).

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<sup>1</sup> 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>

Figure 1 shows the planned and actual LBE participation percentage of major tasks completed or in progress for Phase 1 (Planning and Program Development) and Phase 2 (Advance Planning and Project Predesign) of the CH2M HILL contract. Phase 2 tasks continue to be authorized and Phase 2 tasks are yet to be scoped.

**Figure 1 – Task Level LBE Breakdown and Timing**

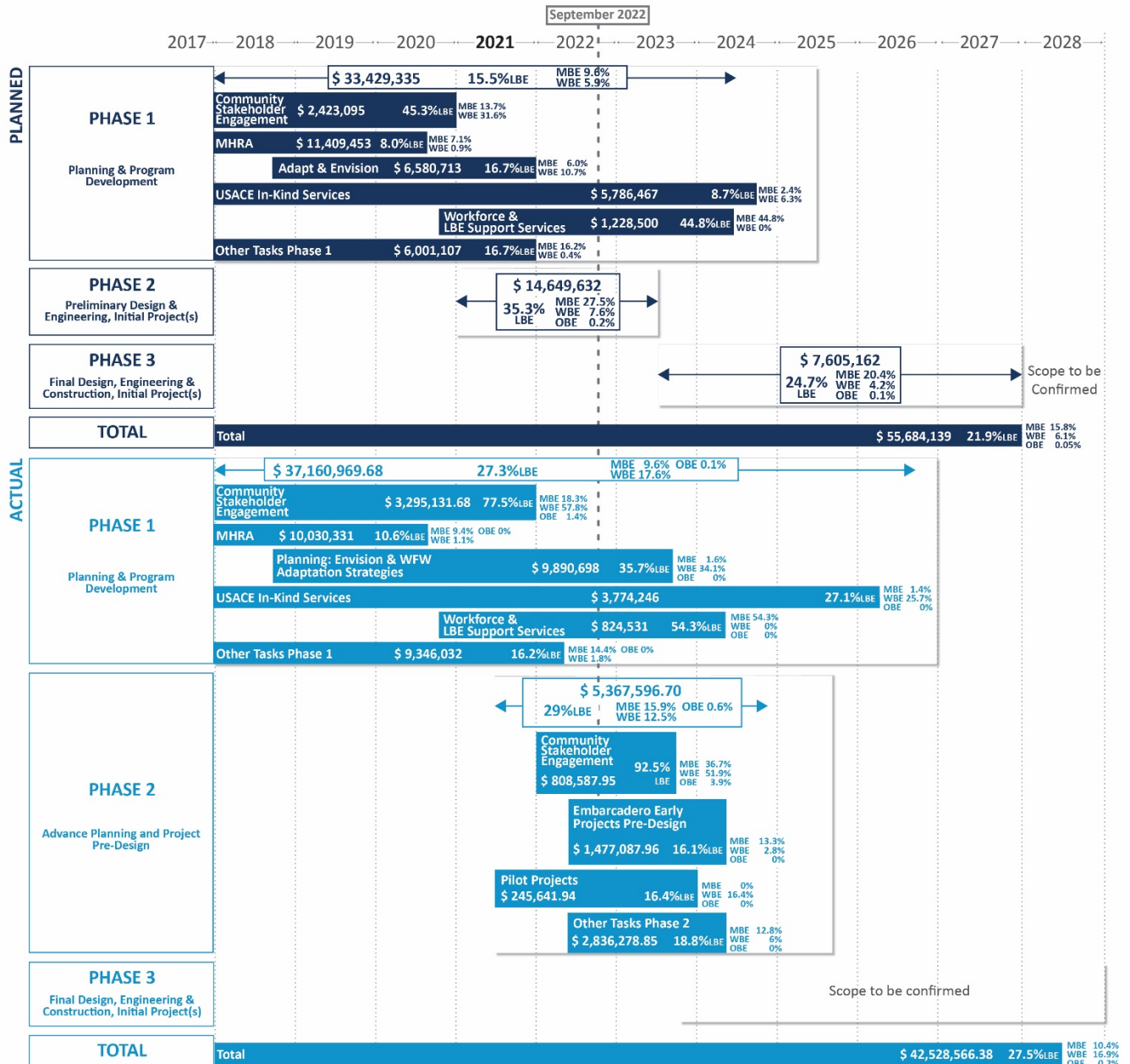
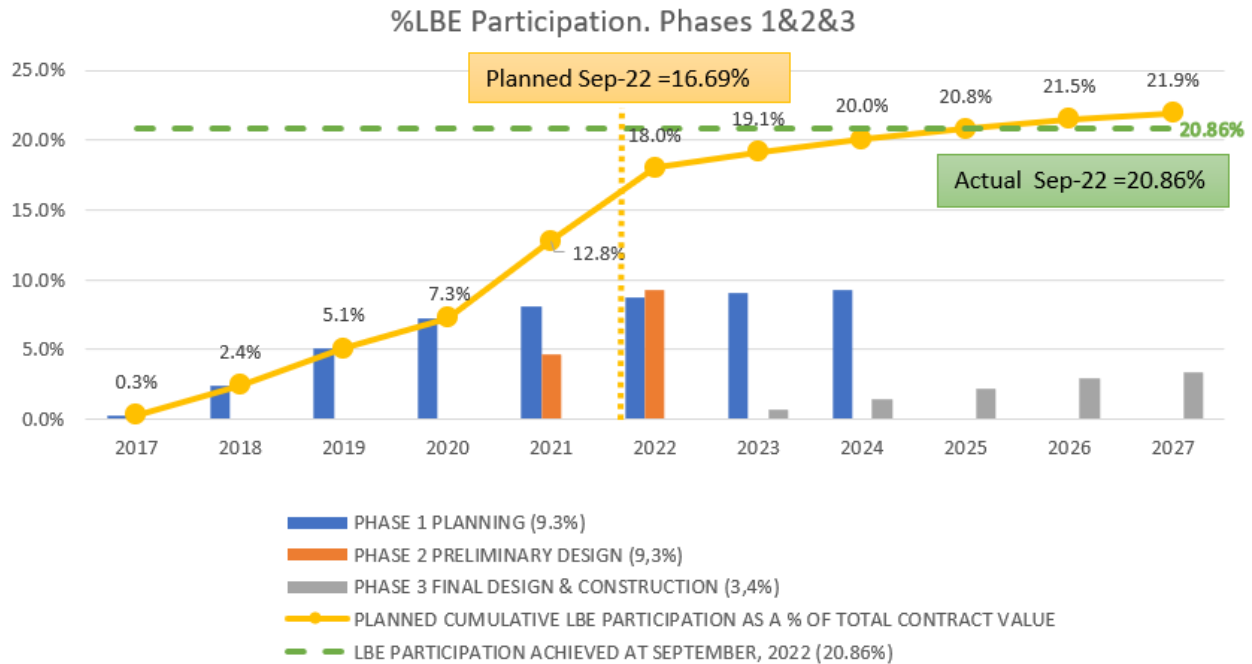


Figure 2 shows the projected cumulative increase in LBE participation in tasks authorized through the duration of the CH2M HILL contract. LBE contract participation is currently 4.2% ahead of plan with actual participation in September 2022 at 20.86% versus planned participation of 16.7%.

**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 2022, the Port has issued \$42.5M in task authorizations and made \$37.8M in payments, with \$10.3M (27.2%) 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.

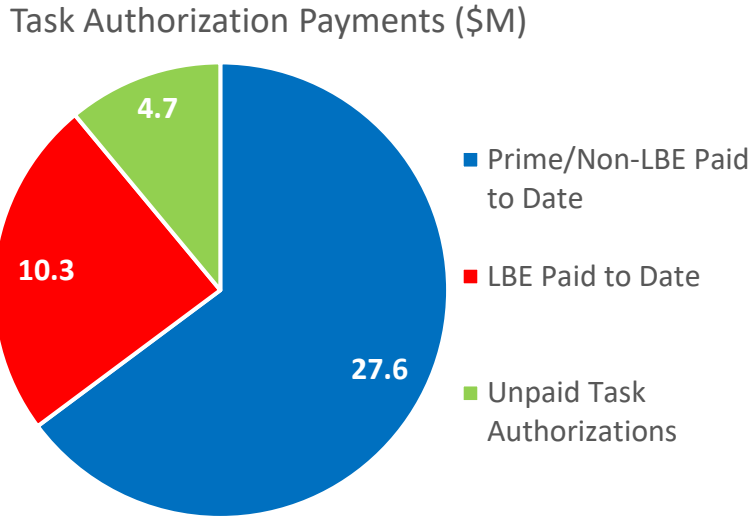
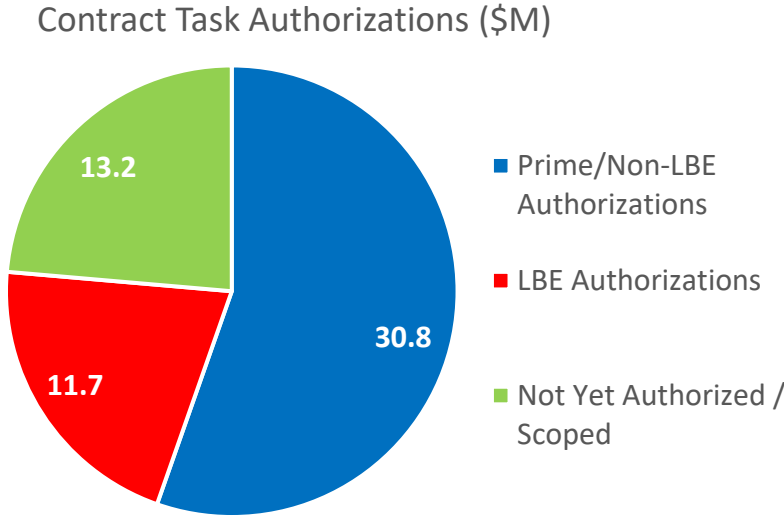
Contract	Total Payments	Prime Payments	Sub Payments	Total LBE Payments	Overall %	MBE %	OBE %	WBE %	Sub %
Total Contract	37,839,630	12,349,757	25,489,873	10,274,887	27.2%	7.2%	0.1%	19.8%	40.3%

A breakdown of firms by ethnicity is included in Exhibit A.

Over the last quarter 42.0% of all payments were for work completed by LBE subconsultants with 15.6% of all payments made to minority-owned businesses, including 12.0% to African American-owned businesses, 1.9% to Latino American owned businesses, and 1.5% to Asian American owned businesses. A full breakdown is included in Exhibit A. No new LBE sub-contractors have been proposed to be added to the CH2M HILL contract this quarter.

As a result of this improving trendline, cumulative LBE payments on the contract have increased from 26.0% to 27.2% in the last quarter. CH2M HILL is committed to meeting its LBE commitment and is on track to exceed the commitment. CH2M HILL continues 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 2022**



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

**Exhibit A:** Waterfront Resilience Program LBE Quarterly Report FY 2022/23 Q1

**Exhibit A:  
Waterfront Resilience Program LBE Quarterly Report  
Fiscal Year 2022/23 Q1 (July – September 2022)**

**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 \$37.8M (68.0% of total contract value), with \$10.8M (27.2% of total invoiced) paid to LBE firms. The percentage paid to LBE firms is up 1.2%, from 26.0% at the end of Q4 2021-22.

**CH2M HILL Engineers, Inc. Summary**

**Awards**

- a. Quarter 1 2022/23 Subcontractors Addition or Expanded Scope that results in a change in the LBE commitment by the Prime.

The Port authorized \$1.9M in task authorizations to CH2M, during Q1 of which 28.0% (\$0.5M) was authorized to LBEs including 23.1% to LBE-WBEs, 4.9% to LBE-MBEs, and 0.0% to LBE-OBEs.

## 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	\$9,140,455	26.0%	\$1,134,442	42.0%	\$10,274,887	27.2%
Invoiced to Prime / Non-LBE's	\$25,998,014	74.0%	\$1,566,729	58.0%	\$27,564,743	72.8%
Total Payments	\$35,138,459	100.0%	\$2,701,171	100.0%	\$37,839,630	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	\$1,867,802	5.3%	\$323,845	12.0%	\$2,191,646	5.8%
Arab American	\$11,729	0.0%	\$4,005	0.1%	\$15,734	0.0%
Asian American	\$1,362,129	3.9%	\$41,773	1.5%	\$1,403,902	3.7%
Latino American	\$340,814	1.0%	\$52,065	1.9%	\$392,880	1.0%
Total Payments	\$3,582,474	10.2%	\$421,688	15.6%	\$4,004,161	10.6%



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%	\$50,123	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%	\$2,174,027	5.7%
GEOTECHNICAL CONSULTANTS INC	MBE	Asian American	\$1,113,683	2.0%	\$440,472	1.2%
HOLLINS CONSULTING	MBE	African American	\$1,670,524	3.0%	\$1,297,872	3.4%
LOWERCASE PRODUCTIONS	OBE	Non-Minority	\$0	0.0%	\$0	0.0%
R D J ENTERPRISES LLC	MBE	African American	\$278,421	0.5%	\$625,195	1.7%
SAYLOR CONSULTING GROUP	WBE	Non-Minority	\$723,894	1.3%	\$48,948	0.1%
SEDWAY CONSULTING INC	WBE	Non-Minority	\$111,368	0.2%	\$154,752	0.4%
SQUARE ONE PRODUCTIONS	MBE	Asian American	\$111,368	0.2%	\$0	0.0%
STRUCTUS INC	MBE	Asian American	\$2,115,997	3.8%	\$235,526	0.6%
TELAMON ENGINEERING CONSULTANTS INC	WBE	Asian American	\$4,399,046	7.9%	\$717,860	1.9%
COPYMAT	MBE	Arab American	\$105,800	0.2%	\$15,734	0.0%
New LBE & Minority Owned Firm Additions Since Contract Amendment (Maximum Non-Guaranteed Budgets)						
DAVIS & ASSOCIATES	MBE	African American	\$150,000	NA	\$93,823	0.2%
INTERETHNICA	WBE	Latino American	\$189,326	NA	\$282,337	0.7%
SILVESTRUM CLIMATE ASSOCIATES	WBE	Non-Minority	\$50,116	NA	\$2,065,917	5.5%
SITELAB URBAN STUDIOS	WBE	Non-Minority	\$707,188	NA	\$2,062,167	5.4%
THE ALLEN GROUP		African American	\$400,000	NA	\$174,756	0.5%
MOZAIK		Latino American	\$147,000	NA	\$110,542	0.3%
TOTALS			\$13,443,097	21.2%	\$10,560,186	27.9%