

ORDINANCE No.

*Extend contract with Motivate International, Inc. for the continued operation of the Bikeshare System not to exceed \$14,780,000 (Ordinance; amend Contract No. 30003174)

The City of Portland ordains:

Section 1. The Council finds:

1. On January 9, 2013 the City of Portland, acting and by and through its Bureau of Transportation ("PBOT") entered into Contract No. 30003174 (the "Original Contract") with Alta Bicycle Share, Inc. ("Alta") to purchase, install and operate the System in Portland.
2. Subsequently, one hundred percent (100%) of Alta's stock was purchased by Bikeshare Holdings LLC ("BSH"). Alta retained its obligations and rights under the Original Contract. Thereafter, Alta changed its name to Motivate International, Inc. ("Motivate") as reflected in Amendment 1 effective December 17, 2014.
3. On December 23, 2015, PBOT entered into Amendment 2, increasing the contract value to \$2,175,000 to launch the System with renegotiated terms authorized via City Ordinance #187351.
4. On August 9, 2016, PBOT entered into Amendment 5, increasing the contract value to \$3,750,000 to expand the System to 1,000 bicycles authorized via City Ordinance #187774.
5. On October 4, 2016 PBOT entered into Amendment 6, increasing the contract value to \$11,380,000 to cover System operating fees authorized via City Ordinance #188001.
6. To expand and improve the System PBOT will be soliciting Request for Proposals during the summer of 2019. To ensure System continuity during this potential transition, PBOT and Motivate seek to extend the term to April 30, 2020.
7. Additionally, to allow for continued services though this term extension, PBOT and Motivate seek to increase the Contract value to \$14,780,000. The price for services under this Contract remains unchanged.
8. Both changes in recitals five and six are reflected in Amendment 7, attached hereto as Exhibit A.

NOW, THEREFORE, the Council directs:

- a. The Commissioner-in-Charge and the Auditor are authorized to execute a contract amendment substantially in accordance with Exhibit A to this ordinance, to increase the Contract amount to not exceed \$14,780,000 and extend the term of the Contract.

Section 2. The Council declares an emergency exists because the public welfare would be harmed by not ensuring the continuous operation of the System; therefore, this ordinance shall be in full force and effect from and after its passage by the Council.

Passed by the Council,

Commissioner Chloe Eudaly
Prepared by: Steve Hoyt-McBeth; CB
Date Prepared: May 21, 2019

MARY HULL CABALLERO
Auditor of the City of Portland
By

Deputy

EXHIBIT A

AMENDMENT NUMBER Seven (7)

CONTRACT NUMBER 30003174

FOR

Bikeshare System in the City of Portland

Pursuant to Ordinance Number _____

This Contract was made and entered by and between Motivate International, Inc., hereinafter called Consultant, and the City of Portland, a municipal corporation of the State of Oregon, by and through its duly authorized representatives, hereinafter called City.

1. This Contract is hereby extended through April 30, 2020 to allow for continued services under the current scope of work.
2. Additional compensation is necessary and shall not exceed \$3,400,000 for new not to exceed Contract total amount of \$14,780,000. The new Contract amount was calculated as follows:

\$1,820,000.00 (Original Contract Amount)
+ \$ 355,000.00 (Amendment 2)
+ \$1,575,000.00 (Amendment 5)
+ \$7,630,000.00 (Amendment 6)
+ \$3,400,000.00 (Amendment 7)
= \$14,780,000.00 (Total Not to Exceed Amount)

3. All other terms and conditions shall remain unchanged and in full force and effect.

CONSULTANT SIGNATURE

This Contract amendment may be signed in two (2) or more counterparts, each of which shall be deemed an original, and which, when taken together, shall constitute one and the same Contract amendment.

The parties agree the City and Consultant may conduct this transaction by electronic means, including the use of electronic signatures.

Consultant Name: Motivate International, Inc.

Address: 5202 Third Avenue
Brooklyn NY 11201

Signature: _____ Date: _____

Name: _____

Title: _____

EXHIBIT A

Contract Number: 30003174

Amendment Number: Seven (7)

Contract Title: Bikeshare System in the City of Portland

CITY OF PORTLAND SIGNATURES

By: _____
Elected Official

Date: _____

Approved as to Form:

By: _____
Office of City Attorney

Date: _____

IMPACT STATEMENT

Legislation title: *Authorize Amendment 7 with Motivate International, Inc. to extend the term and increase the Contract value to \$14,780,000 (Ordinance; amend Contract No. 30003174)

Contact name: Steve Hoyt-McBeth

Contact phone: 503-823-7191

Presenter name: Steve Hoyt-McBeth

Purpose of proposed legislation and background information:

- This ordinance would increase Contract value with Motivate International to allow PBOT to continue paying for the operation of PBOT's bike share System through April 30, 2020.
- There are no fiscal impacts to current or FY19-20 budget, as Motivate's contract limits their payment to only bike share system revenues and sponsorships.
- The current Contract Term expires August 1, 2019. PBOT is extending the term to April 2020 to ensure continuity of bike share service in light of the forthcoming RFP to expand and operate the bike share System.
- The Contract's current purchasing value is exhausted and staff seek an emergency ordinance to allow immediate payment of due invoices.

Financial and budgetary impacts:

- The PBOT-Motivate Contract prohibits payment for operations from City dollars; Motivate can only be paid from bike share System revenue and sponsorship dollars.
- Therefore, there is no impact to the current FY18-19 or FY 19-20 budget.

Community impacts and community involvement:

- This ordinance will allow the continued operation of the City's bike share System, BIKETOWN.

Budgetary Impact Worksheet

Does this action change appropriations?

YES: Please complete the information below.

NO: Skip this section

Fund	Fund Center	Commitment Item	Functional Area	Funded Program	Grant	Sponsored Program	Amount

KK 5-28-19