

File No. 160475

Committee Item No. 15

Board Item No. _____

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget & Finance Committee

Date May 25, 2016

Board of Supervisors Meeting

Date _____

Cmte Board

- Motion
- Resolution
- Ordinance
- Legislative Digest
- Budget and Legislative Analyst Report
- Youth Commission Report
- Introduction Form
- Department/Agency Cover Letter and/or Report
- MOU
- Grant Information Form
- Grant Budget
- Subcontract Budget
- Contract/Agreement
- Form 126 – Ethics Commission
- Award Letter
- Application
- Public Correspondence

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Completed by: Linda Wong Date May 20, 2016
 Completed by: Linda Wong Date _____



San Francisco Water Power Sewer

Operator of the Hetch Hetchy Regional Water System

525 Golden Gate Avenue, 13th Floor
San Francisco, CA 94102
T 415.554.3155
F 415.554.3161
TTY 415.554.3488

March 31, 2016

Angela Calvillo
Clerk of the Board of Supervisors
1 Dr. Carlton B. Goodlett Place
City Hall, Room 244
San Francisco, CA 94102

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AK

Subject: Power System Impact Mitigation Project Release of Reserve, \$2,760,666

I would like to request your assistance to calendar the release of \$2,760,666 reserve from Hetchy's Power System Impact Mitigation Project CUH661.

On November 5, 2014 the Budget and Finance Committee put a reserve on these funds pending PUC's submittal of revenue and expenditures detail on construction of the project.

At this time the department is requesting the release of the \$2,760,666 reserve to award the design-build construction contract to upgrade the auto transformers at the Warnerville Substation.

Sincerely,

Harlan L. Kelly, Jr.
General Manager

Edwin M. Lee
Mayor

Francesca Vietor
President

Anson Moran
Vice President

Ann Moller Caen
Commissioner

Vince Courtney
Commissioner

Ike Kwon
Commissioner

Harlan L. Kelly, Jr.
General Manager



Items 15, 16 and 17**Files 16-0475, 16-0473 & 16-0470****Department:**

Public Utilities Commission

EXECUTIVE SUMMARY**Legislative Objectives**

File 16-0475 is a request to release \$2,760,666 in System Impact Mitigation Agreement funds from Budget and Finance Committee reserve.

File 16-0473 authorizes SFPUC to issue and sell tax-exempt or taxable Hetch Hetchy Power Bonds in an aggregate principal amount of \$32,483,088.

File 16-0470 (a) appropriates \$158,125,530 to Hetch Hetchy Capital Projects in FY 2016-17 and FY 2017-18, including re-appropriation of \$4,222,602 from prior appropriations, and (b) re-appropriates \$11,332,750 in previously appropriated Power Bonds to Mountain Tunnel Power Projects, for a total appropriation of \$169,458,280.

Key Points

- The Board of Supervisors authorized the SFPUC to sale up to \$112,346,843 in Power Bonds in March 2014 (File 14-0482), which was the first time that SFPUC's Hetch Hetchy Power Enterprise was authorized to sell bonds. The proposed ordinance would authorize SFPUC to issue an additional \$32,483,088 in Power Bonds, totaling \$144,829,931.
- The Hetch Hetchy 10-Year Capital Plan provides for \$1.0 billion in Hetch Hetchy water and power capital project expenditures through FY 2025-26. Hetch Hetchy power capital projects include: (a) power infrastructure improvements, (b) street lighting improvements, (c) development of electricity capacity at Treasure Island and Alice Griffith/Candlestick Point, (d) generation of electricity from renewable sources, and (e) energy efficiency projects. Hetch Hetchy joint water and power projects include improvements to water and power infrastructure at Moccasin.

Fiscal Impact

- The Power Bonds are repaid from SFPUC Hetch Hetchy Power Enterprise revenues, which are generated largely from the sale of electricity. Currently, SFPUC charges different electricity rates to different customers. The Airport, Port, and SFPUC pay rates equal to rates set by Pacific, Gas and Electric (PG&E). Other City departments pay the different rates shown in Table 4 below. The SFPUC adopted new rates for the other City departments in FY 2016-17 and FY 2017-18, increasing the rates by 0.50 cents per kilowatt hour (kWh) in each year.

Policy Consideration

- The SFPUC's policy is to seek bond authorization and capital program appropriation approval from the Board of Supervisors, and subsequently submit legislation to the Board of Supervisors to approve the actual sale of the bonds. However, the proposed ordinance approves the sale of the bonds without further Board of Supervisors approval.

Recommendations

- Amend File 16-0473 to specify that SFPUC will submit future legislation to the Board of Supervisors to approve the sale of bonds authorized by the subject ordinance (other than refunding bonds), and the related offering and financing documents.
- Approve File 16-0473 as amended, File 16-0470, and File 16-0475.

MANDATE STATEMENT

Charter Section 9.107(6, 8) states that the Board of Supervisors is authorized to provide for the issuance of revenue bond issued for the purpose of the reconstruction or replacement of existing water facilities or electric power facilities or combinations of water and electric power facilities under the jurisdiction of the Public Utilities Commission, when authorized by resolution adopted by a three-fourths affirmative vote of all members of the Board of Supervisors; and issued to finance or refinance the acquisition, construction, installation, equipping, improvement or rehabilitation of equipment or facilities for renewable energy and energy conservation.

Charter Section 5A.31(d) states that one-twentieth of one percent from the proceeds of each issuance or sale of public utility revenue bonds must be set aside for use by the Public Utilities Commission Revenue Bond Oversight Committee to cover the costs of Committee activities.

Charter Section 9.105 states that the Board of Supervisors shall approve by ordinance all amendments to the Annual Appropriation Ordinance after the Controller certifies the availability of funds.

Section 3.3 of the City's Administrative Code provides that the committee of the Board of Supervisors that has jurisdiction over the budget (i.e., Budget and Finance Committee) may place requested expenditures on reserve, which are then subject to release by the Budget and Finance Committee.

BACKGROUND

The San Francisco Public Utilities Commission's (SFPUC) Hetch Hetchy Enterprise is responsible for power trading and scheduling, customer relations and billing, in-City facilities, distribution infrastructure, street lights, public policy and financial planning. The Hetch Hetchy Enterprise is also responsible for all water and power facilities at Hetch Hetchy. Power sales must generate sufficient revenues to fund the Hetch Hetchy Enterprise's operating expenses and capital program.

DETAILS OF PROPOSED LEGISLATION

File 16-0473 is an ordinance authorizing SFPUC to issue and sell tax-exempt or taxable Hetch Hetchy Power Bonds in an aggregate principal amount of \$32,483,088.

File 16-0470 is an ordinance (a) appropriating \$158,125,530 to Hetch Hetchy Capital Projects in FY 2016-17 and FY 2017-18, including re-appropriation of \$4,222,602 from prior appropriations, and (b) re-appropriating \$11,332,750 in previously appropriated Power Bonds to Mountain Tunnel Power Projects, for a total appropriation of \$169,458,280.

File 16-0475 is a request to release \$2,760,666 in System Impact Mitigation Agreement funds from Budget and Finance Committee reserve.

File 16-0473: Power Bonds

The Board of Supervisors authorized the SFPUC to sale up to \$112,346,843 in Power Bonds in March 2014 (File 14-0482), which was the first time that SFPUC's Hetch Hetchy Power Enterprise was authorized to sell bonds. The Board of Supervisors amended the Administrative Code in March 2015 to specify the procedures for the SFPUC to sell Power Bonds (File 15-0078). The proposed ordinance would authorize SFPUC to issue an additional \$32,483,088 in Power Bonds, for total Power Bond authorization of \$144,829,931.

Approval of the proposed ordinance (File 16-0473) would:

- Authorize SFPUC to sell \$32,483,088 in Power Bonds at a maximum interest rate of 12 percent per year. SFPUC could sell the bonds in series at a time and in an amount and manner (competitive or negotiated sale) determined by SFPUC.
- Authorize SFPUC to sell refunding bonds to refund outstanding Power Bonds or other debt without further Board of Supervisors approval. According to the proposed ordinance, SFPUC could only sell the refunding bonds if they achieved at least 3 percent net present value debt service savings. Authorization to sale refunding bonds would expire on June 30, 2018.
- Provide for SFPUC to reimburse prior capital project expenditures with bond proceeds as allowed by federal income tax principles.
- Ratify actions taken by the SFPUC and other City officials in connection with the issuance of the Power Bonds.

File 16-0470 Appropriation to Support Hetch Hetchy Capital Improvement Program

The Public Utilities Commission approved the SFPUC 10-Year Capital Plan for FY 2016-17 through FY 2025-26 in January 2016. The 10-Year Capital Plan provides for \$1.0 billion in Hetch Hetchy water and power capital project expenditures through FY 2025-26, funded primarily by Power Bonds, Water Bonds, operating revenue, and Cap and Trade Allowances¹.

Components of the Hetch Hetchy power capital projects include: (a) power infrastructure improvements, (b) street lighting improvements, (c) development of electricity capacity at Treasure Island and Alice Griffith/Candlestick Point, (d) generation of electricity from renewable sources, and (e) energy efficiency projects. Components of Hetch Hetchy joint water and power projects (funded by 55 percent power sources and 45 percent water sources) include improvements to water and power infrastructure at Moccasin.

The total appropriation to Hetch Hetchy water and power capital projects in FY 2016-17 and FY 2017-18 is \$169,458,280, as shown in Table 1 below.

¹ The California Cap and Trade Program sets greenhouse gas emission allowances for public and private utilities and other agencies; agencies that do not fully use their greenhouse gas emission allowance can sell the allowance to other agencies.

Table 1: Capital Appropriation FY 2016-17 and FY 2017-18

	FY 2016-17	FY 2017-18	Two Year Total
Sources of Funds			
<u>Appropriation</u>			
Water Bonds (File 16-0472) ^a	\$18,717,720	\$25,517,128	\$44,234,848
Power Bonds (File 16-0473) ^a		32,483,088	32,483,088
Capital Project Fund	38,270,000	33,000,000	71,270,000
System Impact Mitigation Fees (see below)	5,937,594	0	5,937,594
Cap and Trade Allowance ^a	2,100,000	2,100,000	4,200,000
Subtotal	65,025,314	93,100,216	158,125,530
De-appropriation Power Bonds	11,332,750	0	11,332,750
Total Sources	\$76,358,064	\$93,100,216	\$169,458,280
Uses of Funds			
Mountain Tunnel Project	\$20,605,000	\$26,607,000	\$47,212,000
Other Joint Water and Power Projects	5,200,000	1,800,000	7,000,000
Subtotal Joint Water and Power Projects	25,805,000	28,407,000	54,212,000
Power Infrastructure	5,800,000	15,800,000	21,600,000
Water Infrastructure	5,100,000	10,000,000	15,100,000
Energy Efficiency	1,000,000	1,000,000	2,000,000
Renewable and Small Hydroelectric	1,100,000	1,100,000	3,422,602
Retail Customers' Distribution Services	20,000,000	20,000,000	40,000,000
Streetlight Improvements	3,510,000	3,510,000	10,020,000
Treasure Island	2,100,000	2,100,000	4,200,000
Alice Griffith/ Candlestick Park	4,000,000	5,000,000	9,000,000
Subtotal Capital Plan Projects	\$68,415,000	\$86,917,000	\$155,332,000
Warnerville Substation Upgrades (Table 4)	5,937,594		5,937,594
Bond Financing and Oversight	2,005,470	6,183,216	8,188,686
Total Uses	\$76,358,064	93,100,216	\$169,458,280

Source: Hetch Hetchy 10-Year Capital Plan, Appropriation Ordinance, Public Utilities Commission Documents

^a Placed on Controller's Reserve

\$20,817,720 of the FY 2016-17 appropriation and \$60,100,216 of the FY 2017-18 appropriation are placed on Controller's Reserve pending receipt of the Water and Power Bond proceeds.

Descriptions of the proposed projects are included in the attachment.

File 16-0475 System Impact Mitigation Agreement Fees and Warnerville Substation Upgrades

The Board of Supervisors approved an ordinance (File 12-1007) in January 2013 that (1) authorized the San Francisco Public Utilities Commission (SFPUC) to enter into a System Impact Mitigation Agreement with North Star Solar, LLC (North Star), providing for North Star Solar to pay SFPUC the costs necessary to mitigate the impacts to the City's electric system caused by the interconnection of North Star's solar power project to the electric grid; (2) authorized SFPUC to enter into future mitigation agreements with other projects without further Board of Supervisors approval; and (3) appropriated \$2,900,000 in North Star mitigation payments to SFPUC. The Board of Supervisors placed the \$2,900,000 on Budget and Finance Committee Reserve; and required that any future funds in excess of \$100,000 for a given mitigation agreement be placed on Budget and Finance Committee reserve.

SFPUC has System Impact Mitigation Agreements with six private energy companies that connect to the electric grid at the SFPUC's Warnerville Substation in Modesto Country. SFPUC has received \$9,073,260 in mitigation fee revenues, shown in Table 2 below, of which the Board of Supervisors previously appropriated \$3,135,666 (File 12-1007) and \$5,937,594 would be appropriated under the proposed ordinance (File 16-0470).

Table 2: System Impact Mitigation Agreement Fee Revenues

Developer	Project Name	Mitigation Fees
Enco	Corcoran West	\$557,548
SunEdison	FRV Regulus Solar	470,026
North Star Solar	North Star Solar I	1,693,173
Recurrent	Kent South	414,919
Adera Solar	Chowchilla	2,200,000
Sunpower	Henrietta	<u>3,737,594</u>
Total		\$9,073,260
Previously Appropriated (File 12-0007)		<u>(3,135,666)</u>
Proposed Appropriation (File 16-0470)		\$5,937,594

Of the \$3,135,666 previously appropriated by the Board of Supervisors, \$375,000 was allocated to planning, design and permitting for a project to upgrade the Warnerville Substation and \$2,760,666 was placed on Budget and Finance Committee reserve. File 16-0475 would release the \$2,760,666 from Budget and Finance Committee reserve.

The Warnerville Substation upgrade project budget is \$16,523,601, as shown in Table 3 below.

Table 3: Warnerville Substation Upgrade Project Budget

Sources	
System Impact Mitigation Fees (File 12-1007)	\$3,135,666
System Impact Mitigation Fees (File 16-0470)	<u>5,937,594</u>
Subtotal, System Impact Mitigation Fees	9,073,260
Hetch Hetchy Capital Project Fund (Prior Board of Supervisors' Appropriations)	<u>7,450,575</u>
Total Sources	\$16,523,835
Uses	
Design, Permitting, Environmental Documentation, Construction Management, Other	\$4,406,294
Design-Build Contract	11,015,734
Contingency (10% of Design-Build Contract)	<u>1,101,573</u>
Total Uses	\$16,523,601

SFPUC advertised the design-build contract in April 2016, and plans to select a contractor and issue a notice to proceed in July 2016.

FISCAL IMPACT

The Public Utilities Commission annually adopts a 10-Year Capital Plan and 10-Year Financial Plan in accordance with Charter Section 8B.123. The 10-Year Financial Plan evaluates the SFPUC's revenue requirements for the Water Enterprise, Wastewater Enterprise and Hetch Hetchy Enterprise to fund operations, maintenance and capital investment activities. The Public Utilities Commission adopted the FY 2016-17 to FY 2025-26 Capital Plan and Financial Plan at the February 9, 2016 Commission meeting.

Electricity Rate Increases in FY 2016-17 and FY 2017-18

The Power Bonds are repaid from SFPUC Hetch Hetchy Power Enterprise revenues, which are generated largely from the sale of electricity. Currently, SFPUC charges different electricity rates to different customers. The Airport, Port, and SFPUC pay rates equal to rates set by Pacific, Gas and Electric (PG&E). Other City departments pay the different rates shown in Table 4 below. The SFPUC adopted new rates for the other City departments in FY 2016-17 and FY 2017-18, increasing the rates by 0.50 cents per kilowatt hour (kWh) in each year, as shown in Table 4 below.

Table 4: FY 2015-16 Electric Rates Adopted by the SFPUC

	FY 2015-16 Rates	FY 2016-17 Rates	FY 2017-18 Rates
General Fund Departments	6.75 ¢/kWh	7.25 ¢/kWh	7.75 ¢/kWh
Public Libraries	10.13 ¢/kWh	10.63 ¢/kWh	11.13 ¢/kWh
Moscone Convention Center Facilities	8.70 ¢/kWh	9.20 ¢/kWh	9.70 ¢/kWh
San Francisco General Hospital	3.70 ¢/kWh	4.20 ¢/kWh	4.70 ¢/kWh
Laguna Honda Hospital	4.49 ¢/kWh	4.99 ¢/kWh	5.49 ¢/kWh
Public Buildings & City Street Lights	3.00 ¢/kWh	3.50 ¢/kWh	4.00 ¢/kWh

Source: Public Utilities Commission

In accordance with Charter Section 8B.125, the SFPUC is responsible for setting the rates, fees and other charges for the sale of electricity. The SFPUC's action on all rates, fees and charges is subject to rejection, within 30 days of submission, by resolution of the Board of Supervisors. If the Board of Supervisors does not act within 30 days, the SFPUC proposed rates become effective without further Board of Supervisors action.

POLICY CONSIDERATION

According to the SFPUC's Chief Financial Officer, the SFPUC's policy is to seek bond authorization and capital program appropriation approval from the Board of Supervisors, and subsequently submit legislation to the Board of Supervisors to approve the actual sale of the

bonds and associated financing documents. Therefore, SFPUC will submit future legislation to the Board of Supervisors to approve the sale of up to \$32,483,088 in Power Bonds.²

However, according to the proposed ordinance (File 16-0473), the "Board hereby authorizes the issuance and sale of Power Bonds and other forms of indebtedness in one or more series from time to time by the Commission pursuant to the Charter...in an aggregate principal amount not to exceed \$32,483,088..." While the proposed ordinance requires Public Utilities Commission approval of the final offering document related to the sale of bonds and related financing documents, the proposed ordinance does not require Board of Supervisors approval. Therefore, the File 16-0473 should be amended to specify that SFPUC will submit future legislation to the Board of Supervisors to approve the sale of bonds authorized by the subject ordinance (other than refunding bonds), and the related offering and financing documents.

RECOMMENDATIONS

1. Amend File 16-0473 to specify that SFPUC will submit future legislation to the Board of Supervisors to approve the sale of bonds authorized by the subject ordinance (other than refunding bonds), and the related offering and financing documents.
2. Approve File 16-0473 as amended, File 16-0470, and File 16-0475.

² The SFPUC will not submit legislation to the Board of Supervisors to approve refunding bonds that comply with the provisions of the proposed ordinance (File 16-0473), which are discussed above.

Attachment

Project	Description
Mountain Tunnel and Joint Water and Power Projects	<ul style="list-style-type: none"> The Mountain Tunnel conveys water from Kirkwood Powerhouse to Priest Reservoir. The Mountain Tunnel Project consists of (1) access improvements and an emergency restoration plan, (2) inspection and repair, and (3) rehabilitation of the existing tunnel or construction of a new 12-mile bypass tunnel. SFPUC will inspect the tunnel in 2017 to update the 2008 condition assessment, and make short-term repairs to the tunnel in 2017 and 2018.
Power Infrastructure	<ul style="list-style-type: none"> Renewal and replacement to Hetch Hetchy transmission and clearance mitigation and improvements to Kirkwood Penstock and Powerhouse.
Water Infrastructure	<ul style="list-style-type: none"> Upgrades for increased capacity and reliability to the Hetch Hetchy Water Infrastructure, including continued rehabilitation of the San Joaquin Pipeline.
Energy Efficiency	<ul style="list-style-type: none"> Planning, design and construction of building system improvements in developing the green Civic Center Sustainable District in accordance with the partnership MOU with the Clinton Global Initiative. This effort will employ new technologies in building management and energy efficiency, and obtain LEED certification for upgraded buildings from US Green Building Council. Energy efficiency investments in facilities of Power Enterprise's General Fund-rate customers. Funds cover the planning, design and construction of energy efficiency projects for "direct install" projects, as well as technical assistance and project assistance for departments with their own capital funds.
Renewable and Small Hydroelectric	<ul style="list-style-type: none"> Municipal renewable energy projects: site identification, site development, RFQ qualification process, RFP preparation, bidding process, contract negotiation, award of contracts, and management of construction and commissioning. Ongoing development support for the Calaveras Small Hydroelectric Plant (1MW, 7,000 MWH annually) to be constructed at the Sunol Filter Plant.
Retail Customers' Distribution Services	<ul style="list-style-type: none"> Design and construction of transmission and distribution facilities to serve new retail customers.
Streetlight Improvements	<ul style="list-style-type: none"> Various street lighting improvements, replacement & repairs, engineering and construction costs.
Treasure Island	<ul style="list-style-type: none"> The future development of Treasure Island (TI) will have a brand new underground 12-kV electrical distribution system on-island replacing the existing overhead 12-kV system.
Alice Griffith/ Candlestick Park	<ul style="list-style-type: none"> This project provides for the second phase of development at Hunters Point Shipyard, Candlestick Point, and the Alice Griffith Housing Complex. The project will require the installation of new underground 12- kilovolt (kV) electrical distribution system in all three areas.

OFFICE OF THE MAYOR
SAN FRANCISCO



EDWIN M. LEE
MAYOR

May 2, 2016

Angela Calvillo, Clerk of the Board of Supervisors
City Hall, 1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Dear Ms. Calvillo:

Attached is the Mayor's proposed May 1 Budget comprised of the following 13 departments: Airport Commission, Board of Appeals, Child Support Services, Environment, Law Library, the Public Library, Municipal Transportation Agency, Port, Public Utilities Commission, Rent Board, Retirement System, and Office of County Education. Also attached are the following 11 pieces of legislation:

- One supplemental appropriation ordinance for the Two-Year Capital Budgets for the Municipal Transportation Authority (MTA)
- One resolution approving the issuance and sale of revenue bonds by the MTA
- One supplemental appropriation ordinance for Mission Bay Improvement Fund for Warrior Arena Improvement Capital Projects for the MTA
- One supplemental appropriation ordinance for surplus revenue and reappropriation for debt service payment for the Public Library
- Three supplemental appropriation ordinances for the Two-Year Capital Budgets of each of the Public Utilities Commission (PUC) Enterprises – Water, Wastewater, and Hetch Hetchy
- Three resolutions approving the issuance and sale of Power, Water, and Wastewater revenue bonds by the PUC
- One Proposition J Contract/Certification resolution of Specified Contracted-Out Services Previously Approved for Enterprise Departments (MTA, PUC, Airport, and Port)

Additionally, there are two letters attached; one memo from the Controller related to the MTA budget and a release of reserve request for the PUC. We request that all items be scheduled for the May 18, 2016 Budget and Finance meeting.

If you have any questions please feel free to contact me at 554-6253.

Sincerely,

A handwritten signature in black ink, appearing to read "Melissa Whitehouse".

Melissa Whitehouse
Mayor's Budget Director, Acting

cc: Members of the Board of Supervisors
Harvey Rose
Controller

1 DR. CARLTON B. GOODLETT PLACE, ROOM 200
SAN FRANCISCO, CALIFORNIA 94102-4681
TELEPHONE: (415) 554-6141

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