

File No. 120085

Committee Item No. 4
Board Item No. 9

COMMITTEE/BOARD OF SUPERVISORS AGENDA PACKET CONTENTS LIST

Committee: Budget and Finance Committee

Date: February 15, 2012

Board of Supervisors Meeting

Date 2/28/12

Cmte Board

- | | | |
|-------------------------------------|-------------------------------------|--|
| <input type="checkbox"/> | <input type="checkbox"/> | Motion |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Resolution |
| <input type="checkbox"/> | <input type="checkbox"/> | Ordinance |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Digest |
| <input type="checkbox"/> | <input type="checkbox"/> | Budget & Legislative Analyst Report |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Ethics Form 126 |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Introduction Form (for hearings) |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/> | <input type="checkbox"/> | MOU |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Grant Information Form |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Grant Budget |
| <input type="checkbox"/> | <input type="checkbox"/> | Subcontract Budget |
| <input type="checkbox"/> | <input type="checkbox"/> | Contract/Agreement |
| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
| <input type="checkbox"/> | <input type="checkbox"/> | Application |

OTHER

(Use back side if additional space is needed)

- | | |
|--------------------------|--------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> |
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| <input type="checkbox"/> | <input type="checkbox"/> |
| <input type="checkbox"/> | <input type="checkbox"/> |
| <input type="checkbox"/> | <input type="checkbox"/> |

Completed by: Victor Young
Completed by: Victor Young

Date: February 10, 2012
Date: _____

An asterisked item represents the cover sheet to a document that exceeds 25 pages. The complete document is in the file.

1 [Accept and Expend Grant - Agreement - Transit Oriented Development Housing Program -
2 \$4,700,000]

3
4 **Resolution authorizing any designee of the Mayor from the Mayor's Office of Housing**
5 **to enter into a standard agreement and disbursement agreement with the California**
6 **State Department of Housing and Community Development to accept and expend**
7 **\$4,700,000 of Transit Oriented Development Infrastructure Grant Program funds**
8 **associated with the 1180-4th Street affordable housing project; the execution of an**
9 **agreement with the Project Sponsor for disbursement of grant funds; and the**
10 **execution of any related documents necessary to participate in the Transit Oriented**
11 **Development Infrastructure Grant Program.**

12
13 WHEREAS, The California Department of Housing and Community
14 Development (HCD) issued a Notice of Funding Availability for the Transit Oriented
15 Development Housing Program established in Part 13 of Division 31 of the Health and
16 Safety Code, commencing with Section 53560. Pursuant to the statute, HCD is
17 authorized to approve funding allocations utilizing monies made available by the State
18 Legislature, subject to the terms and conditions of the statute and the Transit Oriented
19 Development Housing Program Guidelines implemented February 4, 2009; and,

20 WHEREAS, HCD has issued a conditional commitment of \$17,000,000 of grant
21 funds to the 1180 4th Street project (Project) in a letter dated May 20, 2010, of which
22 \$4,700,000 was awarded to the City and County of San Francisco (City) and
23 designated for purposes of the design and construction of street and utility
24 improvements serving the site; and
25

1 WHEREAS, FOCIL-MB, LLC, a Delaware limited liability company ("FOCIL")
2 (Project Sponsor) will be responsible for the design and construction of the street and
3 utility improvements serving the Project; and

4 WHEREAS, The City wishes to enter into a standard agreement and
5 disbursement agreement with HCD for purposes of accessing and disbursing the
6 Transit Oriented Development Infrastructure Grant Program funds (Grant Funds) to the
7 Project Sponsor for the purpose of performing the infrastructure improvements; and

8 WHEREAS, The City wishes to enter into an agreement with the Project
9 Sponsor pursuant to which the City will disburse the Grant Funds to Project Sponsor to
10 pay costs associated with the design and construction of the infrastructure
11 improvements; and,

12 WHEREAS, The proposed grant does not require an Annual Salary Ordinance
13 amendment; and,

14 WHEREAS, MOH proposes to maximize use of available grant funds on project
15 expenditures by not including indirect costs in the grant budget;

16 NOW, THEREFORE, BE IT RESOLVED; That the Mayor's Office of Housing is
17 hereby authorized to enter into: (i) a standard grant agreement and disbursement
18 agreement with HCD for funding not to exceed \$4,700,000; and (ii) an agreement with
19 Project Sponsor, each for the purposes of funding infrastructure associated with the
20 Project. The infrastructure will include construction of sanitary service, storm drain
21 lines, low pressure and reclaimed water services, joint utility trench electric and gas,
22 curb, gutter, grading, paving, sidewalk, street lights and street trees in the mid block
23 mews on block 13, Long Bridge block 13 Phase II, El Dorado, China Basin streets and
24 portions of Merrimac, Mission Bay Boulevard North and South. This work will complete
25 the utility services and loops required for block 13, block 5 and parks P5, P6 and P13,


1 connecting Long Bridge, Channel Street, China Basin and Fourth Street, allowing for
2 the circulation of emergency vehicle, vehicular and pedestrian traffic and future bus
3 service planned for Long Bridge Street; and, be it

4 FURTHER RESOLVED, That the Board of Supervisors hereby waives inclusion
5 of indirect costs in the grant budget; and, be it

6 FURTHER RESOLVED, That the City hereby agrees to use the Transit Oriented
7 Development Infrastructure Grant Program funds for eligible activities in the manner
8 presented in the application and with such modifications as approved by HCD and in
9 accordance with program guidelines and the HCD Standard Agreement and
10 Disbursement Agreement. It also may execute any and all other instruments
11 necessary or required by HCD for participation in the Transit Oriented Development
12 Housing Program; and, be it


13 FURTHER RESOLVED, That the City authorizes any designee of the Mayor
14 from the Mayor's Office of Housing to execute the standard agreement, disbursement
15 agreement, and all other documents required by HCD for participation in the Transit
16 Oriented Development Housing Program, and any amendments thereto.

17
18 Recommended:

19 
20 _____

21 Teresa Yanga, Director of Housing Development

22 Approved:

23 
24 _____

25 Edwin M. Lee, Mayor



Ben Rosenfield, Controller

**MAYOR'S OFFICE OF HOUSING
CITY AND COUNTY OF SAN FRANCISCO**



**EDWIN M. LEE
MAYOR**

**DOUGLAS SHOEMAKER
DIRECTOR**

TO: Angela Calvillo, Clerk of the Board of Supervisors
FROM: Teresa Yanga, Director of Housing Development
DATE: January 11, 2012
SUBJECT: Accept and Expend Resolution
GRANT TITLE: California HCD Transit Oriented Development Housing Program

Attached please find the original and 4 copies of each of the following:

- Proposed resolution, signed
- Grant information forms
- Grant Expenditure Schedules
- Grant Application
- Grant award letter from funding agency
- Grant Agreement [pending]
- Other (Explain):

Departmental representative to receive a copy of the adopted Resolution:

Name: Benjamin McCloskey **Phone:** 701-5575
Interoffice Mail Address: 1 South Van Ness, 5th Floor
Certified copy required: No.

File Number: _____
(Provided by Clerk of Board of Supervisors)

Grant Information Form
(Effective January 2000)

Purpose: Accompanies proposed Board of Supervisors resolutions authorizing a Department to accept and expend grant funds.

The following describes the grant referred to in the accompanying resolution:

1. Grant Title: California HCD Transit Oriented Development Housing Program
2. Department: Mayor's Office of Housing
3. Contact Person: Teresa Yanga Telephone: 415-701-5515
4. Grant Approval Status (check one):

Approved by funding agency Not yet approved

5. Amount of Grant Funding Approved or Applied for: \$4,700,000

6a. Matching Funds Required: \$5,834,590

b. Source(s) of matching funds (if applicable): \$2,300,000 Community Development Block Grant (CDBG)-Recovery; \$433,031 CDBG; \$3,101,559 TOD TIF

7a. Grant Source Agency: California Department of Housing and Community Development

b. Grant Pass-Through Agency (if applicable): N/A

8. Proposed Grant Project Summary: To fund infrastructure improvements associated with the affordable housing development at 1180 4th Street.

9. Grant Project Schedule, as allowed in approval documents, or as proposed:

Start-Date: Upon execution End-Date: TBD

10. Number of new positions created and funded: 0

11. If new positions are created, explain the disposition of employees once the grant ends? N/A

12a. Amount budgeted for contractual services: 100% of the grant funds will be passed through to the Project Sponsor FOCIL-MB, LLC to fund the infrastructure improvements

b. Will contractual services be put out to bid? Competitive process was previously used to select FOCIL as project sponsor

c. If so, will contract services help to further the goals of the department's MBE/WBE requirements?

d. Is this likely to be a one-time or ongoing request for contracting out?

13a. Does the budget include indirect costs? Yes No

b1. If yes, how much? \$

b2. How was the amount calculated?

c. If no, why are indirect costs not included?

Not allowed by granting agency

To maximize use of grant funds on direct services

Other (please explain):

14. Any other significant grant requirements or comments:

****Disability Access Checklist****

15. This Grant is intended for activities at (check all that apply):

Existing Site(s)

Existing Structure(s)

Existing Program(s) or Service(s)

Rehabilitated Site(s)

Rehabilitated Structure(s)

New Program(s) or Service(s)


New Site(s)

New Structure(s)

16. The Departmental ADA Coordinator and/or the Mayor's Office on Disability have reviewed the proposal and concluded that the project as proposed will be in compliance with the Americans with Disabilities Act and all other Federal, State and local access laws and regulations and will allow the full inclusion of persons with disabilities, or will require unreasonable hardship exceptions, as described in the comments section:

Comments:

ADA compliance and review is required ongoing in partnership with the Mayor's Office of Housing Compliance Manager and Mayor's Office on Disability

Departmental or Mayor's Office of Disability Reviewer: EUGENE T. FLANNERY 
(Name)

Date Reviewed: 1-11-12

Department Approval: TERESA YANGA DIRECTOR OF HOUSING DEVELOPMENT
(Name) (Title)


(Signature)

TRANSIT-ORIENTED DEVELOPMENT (TOD) HOUSING PROGRAM INFRASTRUCTURE DEVELOPMENT BUDGET

TOD PROJECT NAME:		BREAKDOWN OF DEVELOPMENT COSTS BY FUNDING SOURCE													
ESTIMATED TOD CAPITAL IMPROVEMENT PROJECT COSTS		FUNDING SOURCES (Identify all sources)													
Quantity		Unit Price		Total Amount		CBDG-R Grant		TOD Grant		CBDG		TOD TIF		Other	
Quantity	Unit Type	Unit Price	Unit Price	Total Amount	CBDG-R Grant	TOD Grant	CBDG	TOD TIF	Other	CBDG	TOD TIF	Other	CBDG	TOD TIF	Other
DEVELOPMENT COSTS															
PREPARATION															
1	LS	0.00		\$181,002	\$50,000	\$88,702				\$42,300					
1	LS	0.00		\$600,932	\$300,932	\$203,100				\$96,900					
1	LS	0.00		\$0	\$0										
1	LS	0.00		\$295,144	\$145,144	\$101,550				\$48,450					
1	LS	0.00		\$1,077,078	\$496,076	\$393,352	\$0			\$187,650	\$0				\$0
UTILITIES															
1	LS	0.00		\$235,378	\$78,016	\$106,534				\$50,828					
1	LS	0.00		\$795,218	\$249,543	\$369,422				\$176,253					
1	LS	0.00		\$326,177	\$41,640	\$192,632				\$91,905					
1	LS	0.00		\$1,505,488	\$617,325	\$601,286				\$286,877					
1	LS	0.00		\$963,519	\$248,091	\$310,918	\$256,170			\$148,340					
1	LS	0.00		\$47,549	\$0	\$32,191				\$15,358					
1	LS	0.00		\$3,873,328	\$1,234,615	\$1,612,983	\$256,170			\$769,561	\$0				\$0
TRAFFIC IMPROVEMENTS															
1	LS	0.00		\$494,770	\$0	\$334,959				\$159,811					
1	LS	0.00		\$290,000	\$0	\$169,250				\$80,750					
1	LS	0.00		\$1,483,904	\$218,546	\$739,498	\$173,042			\$362,818					
1	LS	0.00		\$497,789	\$201,663	\$200,465				\$95,642					
1	LS	0.00		\$2,726,463	\$420,228	\$1,444,172	\$173,042			\$689,021	\$0				\$0
LANDSCAPE AND AMENITIES															
1	LS	0.00		\$177,926	\$114,107	\$40,620				\$3,819					
1	LS	0.00		\$53,673	\$0	\$374,837				\$178,836					
1	LS	0.00		\$700,000	\$0	\$473,900				\$226,100					
1	LS	0.00		\$133,790	\$34,974	\$66,899				\$31,917					
1	LS	0.00		\$1,566,389	\$149,081	\$956,256	\$3,819			\$456,233	\$0				\$0
SOFT COSTS RELATED TO ELIGIBLE COSTS															
0	LS	0.00		\$100,000						\$100,000					
0	LS	0.00		\$200,000						\$200,000					
0	LS	0.00		\$562,332						\$562,332					
1	LS	0.00		\$429,999		\$293,237				\$136,762					
1	LS	0.00		\$1,292,331	\$0	\$293,237	\$0			\$999,094	\$0				\$0
TOTAL PROJECT COSTS															
				\$10,534,590	\$2,300,000	\$4,700,000	\$433,031			\$3,101,559	\$0				\$0

NOTE: Total amount in TOD Grant Column must equal amount requested in application.

NOTE NARRATIVE: USE THE SPACE BELOW TO EXPLAIN ANY EXTRAORDINARY SITE CONDITIONS WHICH RESULT IN DEVELOPMENT COSTS TO BE HIGHER THAN ACCEPTED INDUSTRY STANDARDS.

The Mission Bay project area is a Brownfield site that was historically used for the dumping of debris and rubble from the 1906 quake and bay dredgings. It has also been used as a rail served warehouse distribution center since the early 1940's. As such there can be unknown obstacles and contaminants that are encountered during the course of construction which could impact the overall cost. Additionally, given the proximity to the bay and shallow groundwater table with loose previously uncompacted fill additional costs could be incurred in relationship to dealing with groundwater, soft subgrade conditions and settlement.

**Universal Application
Select Sections for Infrastructure
Applicant**



STATE OF CALIFORNIA
UNIVERSAL APPLICATION FOR THE
DEVELOPMENT OF AFFORDABLE RENTAL HOUSING



Cal HFA TM California Housing Finance Agency

Date of this Application or Update: 2-Apr-09

UA Version 10/02/08

Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay
GENERAL INFORMATION

THIS APPLICATION REQUESTS FINANCING OR AN ALLOCATION FROM THE FOLLOWING:

<input type="checkbox"/> TCAC		<input checked="" type="checkbox"/> HCD		<input type="checkbox"/> CDLAC		<input type="checkbox"/> CalHFA																																													
Check all that apply: <input type="checkbox"/> Federal 9% Amount \$0 <input type="checkbox"/> Federal 4% Amount \$0 <input type="checkbox"/> State Credits Amount \$0		HOME Funds HOME Activity Amount \$0 HOME Admin. Amount \$0 HOME Activity Delivery \$0 Transit Oriented Develop. Amount \$4,700,000		Tax-Exempt Bonds Allocation Amount \$0 Pool Amount of Taxable Tail (if any) \$0 Amount of any prior CDLAC Allocations for this Project \$0 Prior Application # 		Is tax-exempt financing needed for construction? If yes, amount needed \$0 Application Type:																																													
TCAC Application Type: If Reapplication, Previous TCAC No.: - - State Set-a-Side Federal Minimum Set-a-Side TCAC Housing Type DDA or Qualified Census Tract? TCAC Geographical Area For TCAC Use Only 		Name of HCD Funding Amount Name of HCD Funding Amount Name of HCD Funding Amount		Multifamily Financing Programs: <table border="1"> <thead> <tr> <th></th> <th>Amount</th> <th>Rate</th> <th>Term</th> </tr> </thead> <tbody> <tr><td>Predevelopment</td><td>\$0</td><td></td><td></td></tr> <tr><td>Acquisition</td><td>\$0</td><td></td><td></td></tr> <tr><td>Rehabilitation</td><td>\$0</td><td></td><td></td></tr> <tr><td>Construction</td><td>\$0</td><td></td><td></td></tr> <tr><td>Permanent</td><td>\$0</td><td></td><td></td></tr> <tr><td>Bridge Loan</td><td>\$0</td><td></td><td></td></tr> <tr><td>Second Mortgage</td><td>\$0</td><td></td><td></td></tr> </tbody> </table>			Amount	Rate	Term	Predevelopment	\$0			Acquisition	\$0			Rehabilitation	\$0			Construction	\$0			Permanent	\$0			Bridge Loan	\$0			Second Mortgage	\$0			Special Needs? MHSA Funds <table border="1"> <thead> <tr> <th></th> <th>Amount</th> <th>Term</th> </tr> </thead> <tbody> <tr><td>Predevelopment</td><td>\$0</td><td></td></tr> <tr><td>Construction</td><td>\$0</td><td></td></tr> <tr><td>Permanent</td><td>\$0</td><td></td></tr> </tbody> </table> Small County? Operating Subsidy Required?			Amount	Term	Predevelopment	\$0		Construction	\$0		Permanent	\$0	
	Amount	Rate	Term																																																
Predevelopment	\$0																																																		
Acquisition	\$0																																																		
Rehabilitation	\$0																																																		
Construction	\$0																																																		
Permanent	\$0																																																		
Bridge Loan	\$0																																																		
Second Mortgage	\$0																																																		
	Amount	Term																																																	
Predevelopment	\$0																																																		
Construction	\$0																																																		
Permanent	\$0																																																		

PROPOSED DEVELOPMENT

Proposed Name		Street Address or Location(s)		City	Zip Code	County
Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay		P1 (Mission Creek Park) at 4th and Channel Streets		San Francisco	94158	San Francisco
Development Type	Age Restrictions	Special Facility Type	Tenure Type	APN(s)	Census Tract(s)	
New Construction				State Trust Parcel 2: Lot 002 and Lot 003, Block 8709; Lot 002 and Lot 003, Block 8710; Lot 002, Lot 003, Lot 004, Lot 005 and Lot 009, Block 8711; Lot 002, Block 8714; Lot 002, Block 8721; Lot 001, Block 8731; and Lot 001, Block 8732	607	
Proposed # of Units	Project Site Area Acres	Units per Acre #DIV/0! Per Acre	Multiple Parcels?	"At-Risk" expiration date	Rental Subsidy?	HUD 811 Project?
Relocation Req'd.?	Commercial Space?	HOPE VI Project?	Federally "At Risk"?			

APPLICANT (Update based on funding source -- see comment in first box)

Legal Name of Organization City and County of San Francisco	Applicant Role Ultimate owner of infrastructure improvements
--	---

LEGISLATIVE INFORMATION

Congressperson Name(s)	District #	State Senator Name(s)	District #	State Assembly Member Name(s)	District #
Nancy Pelosi	8	Mark Leno	3	Tom Ammiano	13

Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay

PROPOSED PROJECT DESCRIPTION

(Narrative used for Project Summary Reports)

Instruction: Describe, at minimum, the following topics:

1) Type of Development

Installation of a storm water pump station that will convey storm water runoff from Mission Bay drainage basin D. This facility will replace and modify the existing storm water pump station and outfall structure which currently handles wet weather flows from the surrounding residential, parking lot, and right-of-way.

2) Topography and Special Site Features

Improved park bordered by navigable waterway, gentle man-made undulations throughout, variety of plantings, paths and hardscape.

3) Surrounding Neighborhood

Active new residential development on former rail yard and industrial. Some adjacent lots temporarily in use as parking and staging until development proceeds. Multiple light rail stops in immediate proximity, as well as the terminus of Caltrain. To the south, future residential, and beyond a new UCSF campus and assortment of lab and biotech space.

4) Proposed Tenant Population and Any Special Occupancy Restrictions (inc. those tied to land use approvals)

na - this is an infrastructure project

5) Any On-Site Services

na - this is an infrastructure project

6) Specific Issues (relocation, environmental, historical, etc.)

Must maintain existing pump station while building new. Coordinating construction with ongoing public use of the surrounding park, close proximity to streets and light rail. Soil conditions and close proximity to Mission Creek shore edge.

Site is made up of unstable bay mud fill and historic landfill materials. Shallow ground water.

7) Any Demolition

Some existing park surface improvements to make way for removal of temporary pump station and installation of new pump station.

8) Scope of Rehabilitation Work

Removal of existing temporary pump station, replacement with new permanent facility.

9) Expected Start and Completion Date of Construction/Rehabilitation

Commence November 2009, complete construction September 2010 on primary facility located in the park. Permanent control room is sited in future housing development across the street, 1000 4th Street (Mission Bay Block 13E), so work to complete control room will be coordinated with construction on this site, expected to be complete June 2012

10) Changes in Land Area during Development (e.g. subdivision)

na

11) Rent Subsidies

na - this is an infrastructure project

12) Whether Prevailing Wages will be paid.

yes

UA Version 10/02/08

CONTACT INFORMATION

0

(Please complete to the extent known)

Applicant		Applicant Contact	
Legal Name	Mayor's Office of Housing	Organization	San Francisco Redevelopment Agency
Form of Entity	Public Agency	Contact Person	Kelley Kahn
Senior Official	Doug Shoemaker	Title	Project Manager
Street Address	1 South Van Ness Avenue, 5th Floor	Street Address	1 South Van Ness Avenue, 5th Floor
City	San Francisco	City	San Francisco
State	CA	State	CA
Zip Code	94103	Zip Code	94103
Phone No.	415 701 5500	Phone No.	415 749 2419
Fax No.	415 701 5501	Fax No.	415 749 2526
Email Address	Doug.shoemaker@sfgov.org	Email Address	kelley.kahn@sfgov.org
Owner (Borrowing Entity)		Owner Partner or Member #1	
Legal Name		Legal Name	
Form of Entity		Form of Entity	
Contact Person		Role	
Street Address		Contact Person	
City		Street Address	
State		City	
Zip Code		State	
Phone No.		Zip Code	
Fax No.		Phone No.	
Email Address		Fax No.	
Owner Partner or Member #2		Owner Partner or Member #3	
Legal Name		Legal Name	
Form of Entity		Form of Entity	
Role		Role	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	
Sponsor / Developer #1		Sponsor / Developer #2	
Legal Name		Legal Name	
Form of Entity		Form of Entity	
Contact Person		Contact Person	
City		City	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	
Turnkey Developer		Applicant Notes	
Legal Name			
Form of Entity			
Partner Role			
% of Ownership			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

CONTACT INFORMATION

(Please complete to the extent known)

Property Management Agent		Financial Consultant	
Legal Name		Legal Name	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Primary Service Provider		Borrower Legal Counsel	
Legal Name		Legal Name	
Services Provided		Type of Counsel	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Bond Counsel		Bond Underwriter	
Firm Name		Firm Name	
Attorney Contact		Agent Name	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Private Placement Agent (if applicable)		Private Placement Purchaser (if applicable)	
Firm Name		Firm Name	
Agent Name		Agent Name	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Credit Enhancement Provider (if applicable)		Tax Credit Equity Investor	
Firm Name		Legal Name	
Agent Name		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

General Contractor		Architect	
Legal Name		Legal Name	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

CONTACT INFORMATION

(Please complete to the extent known)

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

Development Funding Source

Type	<input type="checkbox"/> Construction	<input type="checkbox"/> Permanent	<input type="checkbox"/> Other
Legal Name			
Contact Person			
Street Address			
City			
State			
Zip Code			
Phone No.			
Fax No.			
Email Address			

CONTACT INFORMATION

(Please complete to the extent known)

Development Funding Source		Development Funding Source	
Type	<input type="checkbox"/> Construction <input type="checkbox"/> Permanent <input type="checkbox"/> Other	Type	<input type="checkbox"/> Construction <input type="checkbox"/> Permanent <input type="checkbox"/> Other
Legal Name		Legal Name	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Development Funding Source		Development Funding Source	
Type	<input type="checkbox"/> Construction <input type="checkbox"/> Permanent <input type="checkbox"/> Other	Type	<input type="checkbox"/> Construction <input type="checkbox"/> Permanent <input type="checkbox"/> Other
Legal Name		Legal Name	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Rent / Operating Subsidy Source		Rent / Operating Subsidy Source	
Program Name		Program Name	
Source Name		Source Name	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Rent / Operating Subsidy Source		Rent / Operating Subsidy Source	
Program Name		Program Name	
Source Name		Source Name	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Other		Other	
Legal Name		Legal Name	
Role		Role	
Contact Person		Contact Person	
Street Address		Street Address	
City		City	
State		State	
Zip Code		Zip Code	
Phone No.		Phone No.	
Fax No.		Fax No.	
Email Address		Email Address	

Applicant Notes	UA Version 10/02/08

Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay

DEVELOPMENT BUDGET

Total Cost	Residential			Per Sq. Ft.	Eligible Basis Costs		Commercial Total	Applicant Comment
	Total	Per Unit	Per Sq. Ft.		70%	30%		
ACQUISITION								
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
	\$0	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
	\$0	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
REHABILITATION								
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
	\$0	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
RELOCATION								
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
	\$0	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
NEW CONSTRUCTION								
		\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX	\$0	
	\$20,000	\$20,000	#DIV/0!	#DIV/0!	\$20,000	\$20,000	\$20,000	
	\$2,307,500	\$2,307,500	#DIV/0!	#DIV/0!	\$2,307,500	\$2,307,500	\$2,307,500	Additional detail available on TOD
	\$3,703,375	\$3,703,375	#DIV/0!	#DIV/0!	\$3,703,375	\$3,703,375	\$3,703,375	Infrastructure Budget Attachment
		\$0	#DIV/0!	#DIV/0!			\$0	
	\$344,838	\$344,838	#DIV/0!	#DIV/0!	\$344,838	\$344,838	\$344,838	
	\$620,708	\$620,708	#DIV/0!	#DIV/0!	\$620,708	\$620,708	\$620,708	
		\$0	#DIV/0!	#DIV/0!			\$0	
	\$138,035	\$138,035	#DIV/0!	#DIV/0!	\$138,035	\$138,035	\$138,035	
	\$7,134,455	\$7,134,455	#DIV/0!	#DIV/0!	\$7,134,455	\$7,134,455	\$7,134,455	\$0
ARCHITECTURAL								
	\$137,935	\$137,935	#DIV/0!	#DIV/0!	\$137,935	\$137,935	\$137,935	
		\$0	#DIV/0!	#DIV/0!			\$0	
	\$137,935	\$137,935	#DIV/0!	#DIV/0!	\$137,935	\$137,935	\$137,935	\$0

Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay

DEVELOPMENT BUDGET

Total Cost	Residential		Per Sq. Ft.	Eligible Basis Costs		Commercial Total	Applicant Comment
	Total	Per Unit		70%	30%		
SURVEY & ENGINEERING							
Engineering	\$827,610	#DIV/0!	#DIV/0!	\$827,610	\$827,610		
ALTA Land Survey	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Survey & Engineering	\$827,610	#DIV/0!	#DIV/0!	\$827,610	\$827,610	\$0	
CONTINGENCY COSTS							
Hard Cost Contingency	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Soft Cost Contingency	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Contingency Costs	\$0	#DIV/0!	#DIV/0!	\$0	\$0	\$0	
CONSTRUCTION PERIOD EXPENSES							
Construction Loan Interest	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Origination Fee	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Credit Enhancement & App. Fee	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Owner Paid Bonds/Insurance	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Lender Inspection Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Taxes During Construction	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Prevailing Wage Monitor	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Insurance During Construction	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Title and Recording Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Construction Mgmt. & Testing	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Predevelopment Interest Exp.	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Construction Expenses	\$0	#DIV/0!	#DIV/0!	\$0	\$0	\$0	
PERMANENT FINANCING EXPENSES							
Loan Origination Fee(s)	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Credit Enhancement & App. Fee	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Title and Recording	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Property Taxes	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Insurance	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Total Permanent Financing	\$0	#DIV/0!	#DIV/0!	\$0	\$0	\$0	
LEGAL FEES							
Construction Lender Legal Expenses	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Permanent Lender Legal Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Sponsor Legal Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Organizational Legal Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Syndication Legal Fees	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Legal Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0	\$0	
CAPITALIZED RESERVES							
Operating Reserve	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Replacement Reserve	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Rent-Up Reserve	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Transition Reserve	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Total Capitalized Reserves	\$0	#DIV/0!	#DIV/0!	\$0	\$0	\$0	

Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay

DEVELOPMENT BUDGET

Total Cost	Residential		Per Sq. Ft.	Eligible Basis Costs		Applicant Comment	
	Total	Per Unit		70%	30%		Commercial Total
REPORTS & STUDIES							
Appraisal(s)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Market Study	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Physical Needs Assessment	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Environmental Studies	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Reports & Studies	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
OTHER							
TCAC App./Alloc./Monitor Fees	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
CDLAC Fees	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Local Permit Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Local Development Impact Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other Costs of Bond Issuance	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Syndicator / Investor Fees & Expenses	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Furnishings	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Final Cost Audit Expense	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Marketing	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Financial Consulting	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Other Costs	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
SUBTOTAL	\$8,100,000	#DIV/0!	#DIV/0!	\$8,100,000	\$8,100,000		
DEVELOPER COSTS							
Developer Fee/Overhead/Profit	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Consultant/Processing Agent	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Project Administration	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Syndicator Consultant Fees	\$0	#DIV/0!	#DIV/0!	XXXXXXXXXX	XXXXXXXXXX		
Guarantee Fees	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Broker Fees Paid to Related Party	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Construction Oversight & Mgmt.	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Other: (specify)	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
Total Developer Costs	\$0	#DIV/0!	#DIV/0!	\$0	\$0		
TOTAL DEVELOPMENT COST	\$8,100,000	#DIV/0!	#DIV/0!	\$8,100,000	\$8,100,000		
Bridge Loan Expense During Construction							
Less Total Ineligible Financing Amounts				\$8,100,000	\$8,100,000		
ELIGIBLE BASIS				\$8,100,000	\$8,100,000		
TCAC Total Project Costs							
				\$8,100,000	\$8,100,000		
(Excludes Syndication Legal Fees and Syndicator / Investor Fees and Expenses)							

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Infrastructure Project (Pump Station) for 1000 4th Street, Mission Bay

Additional Applicant Comments on Development Budget

If the Project includes commercial space, include a detailed explanation here of the method(s) used to allocate costs between commercial and residential use. E.g. "Line items allocated based on floor area are indicated by a 1 in the applicant comment box, line items allocated based on construction cost are indicated by a 2, and line items for which no allocation is necessary are indicated by a 3."

--

UNIVERSAL CERTIFICATIONS AND IDENTITY OF INTEREST DISCLOSURE

UA Version 10/02/08

State of California Universal Application for the Development of Affordable Rental Housing

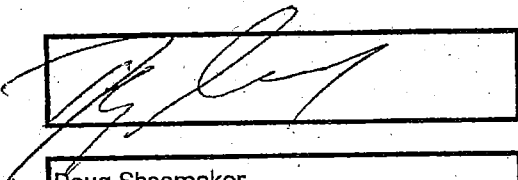
On behalf of the entity identified in the signature block below, I certify that:

1. The information, statements and attachments included in this application are, to the best of my knowledge and belief, true and correct.
2. I possess the legal authority to submit this application on behalf of the entity identified in the signature block
3. The following is a complete disclosure of all identities of interest -- of all persons or entities, including affiliates, that will provide goods or services to the Project either (a) in one or more capacity or (b) that qualify as a "Related Party" to any person or entity that will provide goods or services to the project. "Related Party" is defined in Section 10302 of the California Code of Regulations (TCAC Regulations):

N/A

In addition, I acknowledge that all information in this application and attachments is public, and may be disclosed by the State.

Signature:



Name:

Doug Shoemaker

Title:

Director, Mayor's Office of Housing

Entity Represented:

City and County of San Francisco

Date:

3/31/09 31-Mar-09

LEGAL STATUS QUESTIONNAIRE

UA Version 10/02/08

For purposes of the following questions, and with the exceptions noted below, the term "applicant" shall include the applicant and the project sponsor, the parent of the applicant and the project sponsor, and any subsidiary of the applicant or project sponsor if the subsidiary is involved in (for example, as a guarantor) or will be benefited by the application or the Project.

In addition to each of these entities themselves, the term "applicant" shall also include the direct and indirect holders of more than ten percent (10%) of the ownership interests in the entity, as well as the officers, directors, principals and senior executives of the entity if the entity is a corporation, the general and limited partners of the entity if the entity is a partnership, and the members or managers of the entity if the entity is a limited liability company. For projects using tax-exempt bonds, it shall also include the individual who will be executing the bond purchase agreement.

The following questions must be responded to for each entity and person qualifying as an "applicant," as defined above. Explain all positive responses on a separate sheet and include with this questionnaire in the application.

Exceptions:

Public entity applicants without an ownership interest in the proposed Project, including but not limited to cities, counties, and joint powers authorities with 100 or more members, are not required to respond to this questionnaire.

Members of the boards of directors of non-profit corporations, including officers of the boards, are also not required to respond. However, chief executive officers (Executive Directors, Chief Executive Officers, Presidents or their equivalent) must respond, as must chief financial officers (Treasurers, Chief Financial Officers, or their equivalent).

Civil Matters

1. Has the applicant filed a bankruptcy or receivership case or had a bankruptcy or receivership action commenced against it, defaulted on a loan, or been foreclosed against in the **past ten years**? If so, please explain. Yes No
2. Is the applicant **currently** a party to, or been notified that it may become a party to, any civil litigation that may materially and adversely affect (a) the financial condition of the applicant's business, or (b) the Project that is the subject of the application? If so, please explain. Yes No
3. Have there been any administrative or civil settlements, decisions, or judgments against the applicant within the **past ten years** that materially and adversely affected (a) the financial condition of the applicant's business, or (b) the Project that is the subject of the application? If so, please explain and state the amount. Yes No
4. Is the applicant **currently** subject to, or been notified that it may become subject to, any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency? If yes, please explain. Yes No
5. In the **past ten years**, has the applicant been subject to any civil or administrative proceeding, examination, or investigation by a local, state or federal licensing or accreditation agency, a local, state or federal taxing authority, or a local, state or federal regulatory or enforcement agency that resulted in a settlement, decision, or judgment? If yes to either question numbers 4 or 5, please explain. Yes No

LEGAL STATUS QUESTIONNAIRE

Criminal Matters

6. Is the applicant **currently** a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, **felony charges** against the applicant? If so, please explain.

Yes No

7. Is the applicant **currently** a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, **misdemeanor charges** against the applicant for matters **relating to the conduct of the applicant's business**? If so, please explain.

Yes No

8. Is the applicant **currently** a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, involving, or that could result in, criminal charges (whether felony or misdemeanor) against the applicant for any **financial or fraud related crime**? If so, please explain.

Yes No

9. Is the applicant **currently** a party to, or the subject of, or been notified that it may become a party to or the subject of, any criminal litigation, proceeding, charge, complaint, examination or investigation, of any kind, that could **materially affect the financial condition of the applicant's business**?

Yes No

10. Within the **past ten years**, has the applicant been convicted of any felony? If so, please explain.

Yes No

11. Within the **past ten years**, has the applicant been convicted of any **misdemeanor related to the conduct of the applicant's business**? If so, please explain.

Yes No

12. Within the **past ten years**, has the applicant been convicted of any **misdemeanor for any financial or fraud related crime**? If so, please explain.

Yes No

N/A - Applicant is a public entity

PRINTED NAME OF APPLICANT/PROJECT SPONSOR ENTITY

SIGNATURE (Applicant/Project Sponsor)

DATE

PRINTED NAME OF SIGNATORY

PRINTED TITLE OF SIGNATORY

Transit-Oriented Development (TOD) Housing Program

INFRASTRUCTURE GRANT ATTACHMENT TO THE UNIVERSAL APPLICATION

(2008/2009 Round 2 TOD NOFA TOD Published January 30, 2009)

State of California
Department of Housing and Community Development
Division of Financial Assistance
TOD Housing Program

1800 Third Street, Room 460
Sacramento, California 95811

Telephone: (916) 324-1565
Facsimile: (916) 445-0117
Website: <http://www.hcd.ca.gov/ca/tod/>

Introduction

This attachment to the Universal Application along with the Rating and Ranking Scoring Sheet makes up the application for grant funds for Infrastructure Projects ("Project") that support approved Housing Developments. Project grant applications are evaluated pursuant to the Transit-Oriented Development Housing Program Guidelines dated January 30, 2009 and specifically Sections 103(c), 104(d), 105(g), 106(c), 107(b), and 108. Infrastructure Grant funds must support a Housing Development. The infrastructure grant application will be awarded points based on the score the Housing Development receives.

Complete the Universal Application as applicable to the Project. Project Budget and Sources and Uses of Funds schedules must also be completed.

1. Applicant is:

- City: Transit Agency:
 County: City and County:

To be considered for Program funding for Infrastructure Projects, applications must meet all the following threshold requirements stated in Section 107 (b) of the TOD Program Guidelines.

- (1) The applicant must be eligible.
- (2) The Project must be an eligible Project under Section 103(c) of the TOD Guidelines.
- (3) The Project must support a Housing Development meeting the criteria of Section 103(a) of the TOD Guidelines.
- (4) All proposed uses of Program funds must be eligible pursuant to Section 105 of the TOD Guidelines.
- (5) The application must be sufficiently complete to assess Project feasibility and compliance with Program requirements.
- (6) Construction of the Project and the supported Housing Development has not commenced. Both the Project and the Housing Development may be defined by the applicant to exclude discrete phases of improvements that are part of the overall development scheme, but that are being constructed or financed separately from that portion of the overall development assisted by the Program.

- (7) The Project is infeasible without the requested Program funds, and other available funds are not being supplanted by Program funds.
- (8) The developer of the supported Housing Development(s) must have site control, in accordance with 25 CCR 8303.
- (9) The supported Housing Development must be feasible, based on the Department's analysis of the applicant's sources and uses statement, an operating proforma, information on the status of funding commitments, and other related financial information.
- (10) The Project must be feasible, based on the Department's analysis of the applicant's sources and uses statement, the status of commitments from other funding sources, and similar information.
- (11) Where approval by a local public works department, or its equivalent, is required for the Project, the application must include a statement from that department indicating that the Project is consistent with all applicable local rules, regulations, codes, policies and plans enforced or implemented by that department.
- (12) If the Project includes a pedestrian bridge, tunnel, or similar feature, the applicant must demonstrate that this feature is cost effective, compared to street-level crossings or other alternatives, and considering the number of users reasonably expected to use the feature and any documented safety problems that the feature would eliminate.

2. Project Goals

Check if:

- Project will include capital improvements required by a local governmental entity, transit agency, or special district as a condition to the development of the Housing Development.
- Project will include capital improvements that clearly and substantially enhance pedestrian or bicycle transportation from one or more specifically identified Housing Developments to the nearest transit station.

Note: Applicants may apply for infrastructure funding to support housing or transportation enhancements as provided for under Guidelines Section 105 (g)(3) & (4).

3. **Project Description** - Please provide a detailed description of the infrastructure project and include in the description:

The following is a description of the project facility for "Storm Water Pump Station #3" that will be located within Mission Bay community park P1. This facility is necessary in order to handle the storm water runoff for Basin D located within the south of channel residential plan area, and which contains block 13E (the subject property, also known as 1000 4th Street). The project is also required in the South OPA and Infrastructure plan that govern development at Mission Bay. The facility will consist of below ground wet well structure and CDS particular control units with a hardscape surface area which is contemplated to provide a pedestrian plaza area that will blend into a multiple pedestrian pathway system. The project is located in the southeast quadrant of the park with superior access to and from public transportation.

- A. The type of infrastructure to be developed.

Installation of a storm water pump station that will convey storm water runoff from Mission Bay drainage basin D. This facility will replace and modify the existing storm water pump station and outfall structure which currently handles wet weather flows in the surrounding residential area and SWL-337, portions of Third Street, portions Fourth Street, Channel and Muni lines, and Long Bridge Streets.

This facility will consist of a below ground concrete wet well structure, two CDS unit for the separation of sediments and debris, a sump pump for low flow and dry weather activity, 6 submersible pumps and an outfall structure. It will also entail the modification and/or removal and replacement of existing pump station facility and the existing storm drain lines and laterals. It is contemplated at that a hardscape park plaza area will exist over the wet well and CDS units that may be constructed of pervious pavers. The plaza will also incorporate various bike racks and public seating areas.

- B. Name of Housing Development the Project will support.

1000 4th Street, a 150 unit low and very low income rental development located on Block 13E of Mission Bay (at the corner of 4th and Channel). This building will also house the control room for the pump station. The control room will be operated and maintained by the SF PUC.

Please see attached letter from San Francisco Department of Public Works Necessity Determination for the Project.

C. How will the Project encourage walking, biking, or use of public transit?

The facility will have numerous bike racks, a pedestrian plaza area for seating and gathering and pedestrian walkways that will facilitate public access and use. With its close proximity to various Muni platforms and the Caltrans transit station the park plaza area will have superior public transit accessibility. Residents will be able to either lock up their bikes within the park area or simply walk to one of the many transit facilities nearby.

D. Will the Project include multiple phases?

The project will be broken into two phases. The first phase will consist of the complete construction of the pump station wet well, hardscape pedestrian plaza area, landscaping and temporary control panels. Phase two will be the completion of the permanent pump station control room and control equipment that will be located in the building on block 13e. It will also include the removal of the temporary control panels in the park and all park landscape and hardscape restoration activities.

E. If the Project includes a pedestrian bridge, tunnel, or similar feature, the applicant must demonstrate that this feature is cost-effective, compared to street-level crossings or other alternatives, and considering the number of users reasonably expected to use the feature and any documented safety problems that the feature would eliminate.

NA

4. Project Location

A. Name and address of Qualifying Transit Station.

Fourth/King SF Muni T Line Light Rail Transit Station

B. Provide map which documents location of the Project within required proximity to the Housing Development.

Please see attached site plan

5. Proposed Use of Funds

Provide amount of funding budgeted for each proposed activity.

Activity Type	Amount of Funding Requested
Water System	\$ 73,700.00
Sewer System	\$ 67,000.00
Drainage System	\$ 7,363,000.00
Streets, Curbs, Gutters (including ADA cuts)	\$ 201,000.00
Utility Access	\$ 100,500.00
Pedestrian Facilities	\$
Pedestrian Walkways	\$ 13,400.00
Pedestrian Plazas	\$ 234,500.00
Pedestrian Bridge	\$
Signal Lights	\$ 20,100.00
Street Furniture	\$ 13,400.00
Bike Facility Improvements	\$ 6,700.00
Bike Paths	\$ 6,700.00
Parking	\$
Intelligent Transportation Information Systems	\$
Real Property Acquisition	\$
Other eligible activity	\$
Total	\$ 8,100,000.00

6. Grant Assistance Size

- A. If applying for infrastructure funds to support a Housing Development, the total infrastructure grant award shall be limited to \$35,000 per residential unit and \$50,000 per Restricted Unit.

Number of unrestricted residential units x \$35,000 = \$

Number of restricted residential units x \$50,000 = **\$7,500,000**

- B. If applying for infrastructure grants to improve pedestrian or bicycle access from one or more Housing Development(s) to a Qualifying Transit Station, the total grant award shall be limited to \$10,000 per residential unit.

Number of residential units to be served by proposed transit access improvements x \$10,000 = **\$1,500,000**

Total Infrastructure Grant Request: \$4,700,000

Infrastructure grant requested is only \$4,700,000 (remainder of infrastructure to be paid for with \$3,400,000 matching Stimulus Funds – please see City of San Francisco commitment letter).

7. Cash Contribution

Grants for the Project must be matched by cash contribution of funds including state and federal funds under local control, allocated by the applicant equal to 20% of the infrastructure project grant.

Total Cash Contribution: \$3,400,000 anticipated, \$2,300,000 definitive

(v. 20% of \$4,700,000 = \$940,000 = threshold is met under this section 7)

8. Site Control

- A. Please provide documentation which establishes the project has obtained site control.

The attached title report illustrates the City's control of the park as trustee under the State Trust.

If not, please explain when and how site control will be obtained.

9. Local Approvals

A. Is the Project included in a regional plan, general plan or station area plan? If so, please state which plan or plans include the Project.

Project is included in the Infrastructure Agreement attachment to the Redevelopment Plan for Mission Bay South (please see attached excerpt).

B. Does the Project require approval from a local Public Works Department? If so, please include a statement from the local Public Works Department indicating the Project is consistent with applicable local rules, plans, and policies enforced or implemented by that entity.

Please see attached letter from San Francisco Department of Public Works (DPW) for consistency determination.

10. Permits and Approvals – Please identify all permits approvals, and zoning changes required for the implementation of the Project. (Abbreviate where necessary).

Permit Type	Agency	Status	Estimated Approval Date	Comments
SF OPA	San Francisco Redev. Agency	Approved	9/17/98	
BCDC Permit	SF Bay Conser. and Dev. Comm	Approved	12/12/2000	Amended 11/16/2001
Section 401 Permit RWQCB	Ca. Reg. Water Quality Control Board	Pending application	9/15/09	
Section 404 Permit ACOE	UC Army Corp of Engineers	Pending application	9/15/09	
Calif. Fish & Game Permit	Calif Depart of Fish and Game	Pending application	9/15/09	
SF SIP Permit	San Francisco Depart Public Works	Pending application	10/23/09	

11. Project Timeline

Provide a project schedule with the following key milestones. No grant Standard Agreements will be executed if all required permits have not been approved.

Milestone	Date
Application Date	April 2009
All required permits approved	Oct 2009
State TOD Program Award Date	TBD
Building permit issued	Nov 2009
Construction start	Nov 2009
Construction 33% complete	March 2010
Construction 67% complete	May 2010
Construction complete	Sept 2010
Certificate of Occupancy of housing supported by infrastructure project (where applicable)	June 2012

12. Funding Commitments

- A. Provide an analysis of why TOD program funds are necessary for Project feasibility.

Mission Bay is a 300+ acre former rail yard that is in the process of being transformed into a standard residential neighborhood complete with new street grid, utilities and open space that did not previously exist. Total infrastructure costs for Mission Bay are estimated at nearly \$700 million at full build out, of which about half has been spent to date.

Infrastructure at Mission Bay has been funded primarily through proceeds from CFD bonds and tax increment. Over \$114 million of CFD bonds have been issued in the Mission Bay South Redevelopment Area, and all of those funds have been expended. In addition, another \$70+ million of infrastructure has been built by private parties entitled to reimbursement from future tax increment, delaying indefinitely the availability of future tax increment to fund the Project. Compounding the problem is the existing slow down in new construction, further depriving the plan area of anticipated tax increment funds.

Mission Bay has exhausted (and gone beyond) the resources available within the district, both in terms of taxing capacity (CFD) and tax increment. TOD program funds are necessary for Project feasibility.

Will the Project be built in multiple phases? If so, has the Project received all necessary funding commitments for the first phase?

Yes, the project will be built in two phases. Between the TOD grant funds and the committed Stimulus Funds from the City of San Francisco, the Project has received all necessary funding commitments for the first phase.

For all Projects, please provide copies of letters showing the Project's funding commitments.

See attached commitment letter from the City of San Francisco.

SOURCES AND USES FORM. Use the TOD Infrastructure Budget Attachment to show the Sources and Uses of all funds needed for the entire project. (Please include TOD funds requested and all other funding sources).

3B, Necessity Determination

City and County of San Francisco



Gavin Newsom, Mayor
Edward D. Reiskin, Director



(415) 554-6810
(415) 581-2668
FAX (415) 581-2669
<http://www.sfdpw.org>

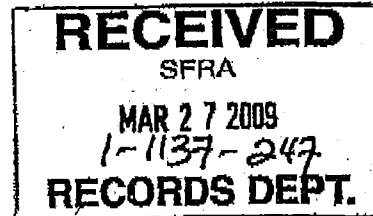
Infrastructure Development & Acquisition Task Force
Department of Public Works
30 Van Ness Avenue, Suite 4200
San Francisco, CA 94102

Fuad S. Sweiss, PE, PLS City Engineer
& Deputy Director of Engineering

Mission Bay Task Force

March 27, 2009

Kelley Kahn
Mission Bay Project Manager
San Francisco Redevelopment Agency
1 South Van Ness Avenue, 5th Floor
San Francisco, CA 94103



Subject: 1000 4th Street Affordable Housing and Related Public Infrastructure Improvements, Mission Bay -
Necessity Determination

Dear Ms. Kahn:

The San Francisco Department of Public Works (DPW) is writing this letter in support of the City's funding application to the HCD's TOD Housing Program. DPW confirms that the infrastructure improvements (the "Capital Improvement Project") proposed for the 1000 4th Street project are integral and necessary to serve the housing development at 1000 4th Street.

The proposed Capital Improvement Project is a storm water pump station and related utility connections. This project is needed to meet the storm water systems planned for this project. This pump station and related storm water treatment is required by the California State Water Resources Control Board to serve future housing development in Mission Bay South, including 1000 4th Street.

The pump station was approved as part of the Mission Bay South Infrastructure Plan, approved by the San Francisco Board of Supervisors on November 2, 1998 and amended on January 4, 2001. DPW is party to the Mission Bay South Infrastructure Plan.

Please contact me if you have any questions or need additional information.

Sincerely,

Grace Kwak
Project Manager

CC: Craig Adelman, Mayor's Office of Housing
Edward D. Reiskin, Director
Ashur J. Yoseph, Lead Project Manager
MBTF File

IMPROVING THE QUALITY OF LIFE IN SAN FRANCISCO® We are dedicated individuals committed to teamwork, customer service and continuous improvement in partnership with the community.
Customer Service Teamwork Continuous Improvement

)

4B, Site Plan / Location Map

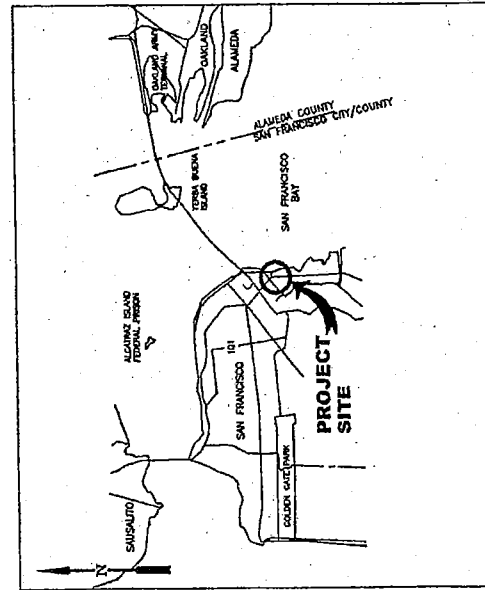
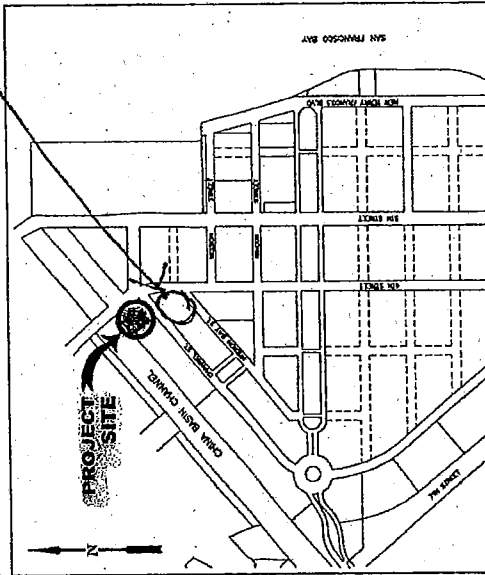
MISSION BAY PROJECT STORMWATER PUMP STATION NO. 3

CONCEPT DESIGN - APRIL 2009

1000 4th Street

INDEX TO DRAWINGS

DWG. NO.	SHEET TITLE
G-1	TITLE SHEET
CC-1	CIVIL STANDARD DETAILS
CC-2	EXISTING SITE PLAN & DEMOLITION PLAN
CC-3	ENLARGED SITE PLAN
10C-1	CONTINUOUS DEFLECTIVE SEPARATION (CDS) UNIT
20C-1	OUTFALL STRUCTURE AND STAIRWELL DETAILS
GM-1	MECHANICAL STANDARD DETAILS
11M-1	PUMP STATION PLAN
11M-2	PUMP STATION SECTION 1
11M-3	PUMP STATION SECTION 2
11M-4	ELECTRICAL SYMBOLS AND ABBREVIATIONS
E-1	SINGLE LINE DIAGRAM
E-2	MSB AND BOC ELEVATION
E-3	PUMP CONTROL SCHEMATIC
E-4	PUMP CONTROL ELECTRICAL PLAN
1E-1	CONTROL ROOM DEMONSTRATION
1E-2	INSTRUMENTATION DETAILS
1E-3	PROCESS AND INSTRUMENT DIAGRAM 1
1E-4	PROCESS AND INSTRUMENT DIAGRAM 2
1E-5	RISER DIAGRAM AND MAP DETAIL



LOCATION MAP
NO SCALE

VICINITY MAP
NO SCALE

G-1
SHEET
OF

TITLE SHEET

MISSION BAY PROJECT
STORMWATER PUMP STATION NO. 3

LEEERO, Inc.
PLANNING ARCHITECT ENGINEERING
1000 4TH STREET, SUITE 200
SAN FRANCISCO, CA 94107
TEL: 415.774.4000

NO.	REVISIONS	APPROVED	DATE	DESIGNED BY	DRAWN BY	CHECKED BY

- NOTES:**
1. TAKE OVER POINT AT UPSTREAM MANHOLE INSERT
 2. REFER TO TABLE 1 FOR SPECIFIC LINE LENGTHS
 3. ACCESS PUMP STATION SITE FROM EXISTING CHANNEL STREET, THROUGH THE EXISTING ASPHALT PARKING AREA
 4. CONTRACTOR SHALL REMOVE EXISTING 48" MANHOLE FOR TRENCH INSTALLATION DECKS
 5. CONTRACTOR SHALL INSTALL 48" MANHOLE AND TRENCH TO EXISTING BOX SEWER BEFORE ANY OTHER WORK IS COMPLETED
 6. CONTRACTOR SHALL PROVIDE FOR SAFE PRESTREAM PASSAGE AROUND SITE FROM EXISTING ALPARK
 7. COF TRENCH SEALS SHALL BE USED TO PREVENT SALT WATER INTRUSION INTO WET WELL CONSTRUCTION AREA

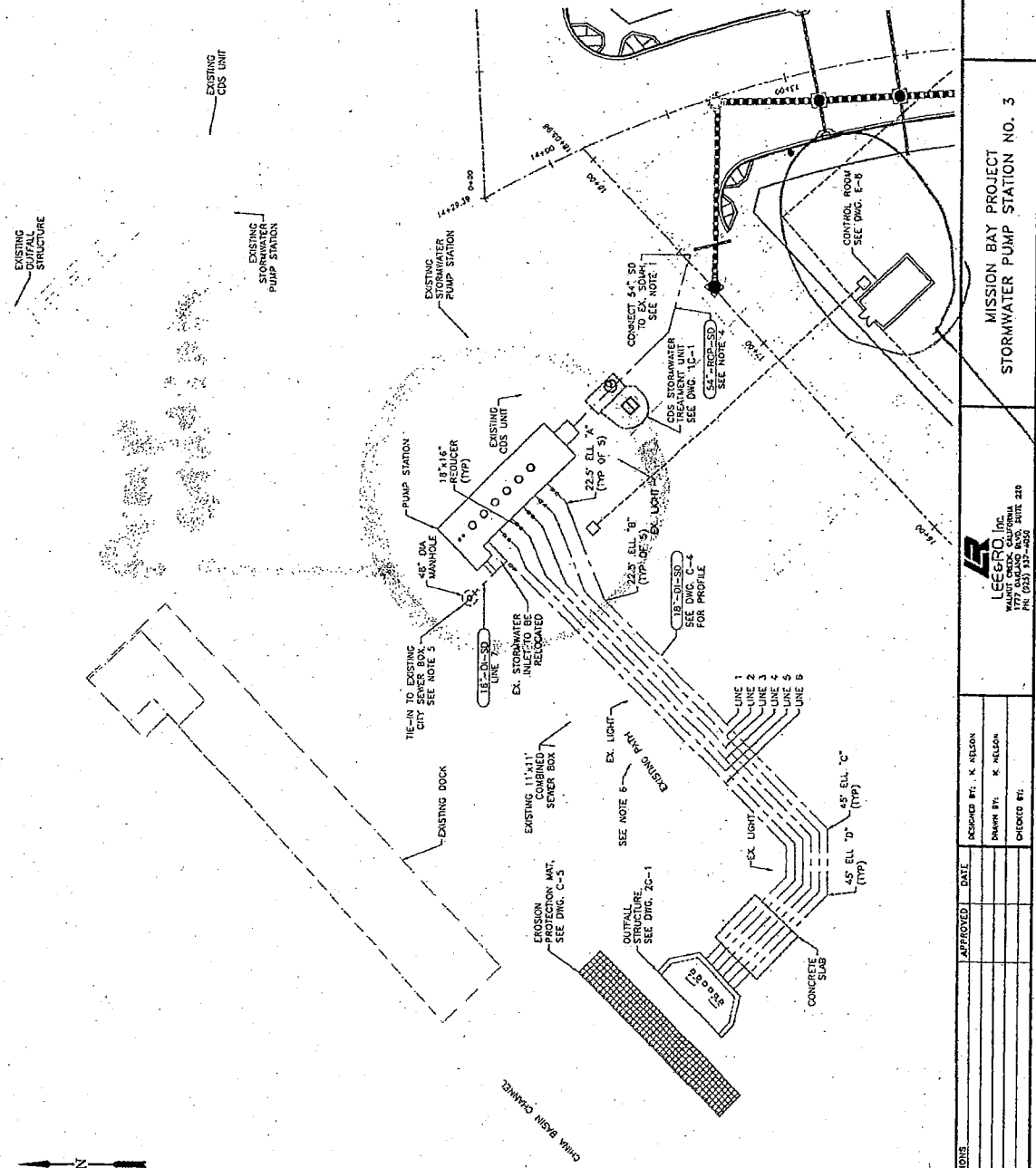
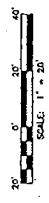
TABLE 1

PROPOSED LINE	LINE LENGTH	PROPOSED LINE LENGTH
LINE 1	250'±	234'±
LINE 2	253'±	238'±
LINE 3	247'±	235'±
LINE 4	241'±	

TABLE 2

ELL COORDINATES

LINE	ELL "A"	ELL "B"	ELL "C"	ELL "D"	ELL "E"	ELL "F"
	EASTING	NORTHING	EASTING	NORTHING	EASTING	NORTHING
LINE 1	6014832.51	2109944.79	6014794.31	2109938.56		
LINE 2	6014821.94	2109949.39	6014797.16	2109936.72		
LINE 3	6014823.34	2109953.99	6014800.41	2109944.49		
LINE 4	6014818.75	2109958.58	6014803.46	2109932.25		
LINE 5	6014814.15	2109963.18	6014806.51	2109960.01		
LINE 6	6014793.82	2109938.46	6014677.71	2109938.46		
LINE 7	6014792.45	2109941.80	6014679.06	2109941.80		
LINE 8	6014791.07	2109945.12	6014680.44	2109945.12		
LINE 9	6014699.68	2109948.46	6014681.82	2109948.47		
LINE 10	6014698.31	2109951.80	6014683.20	2109951.80		
LINE 11	6014696.95	2109955.13	6014684.58	2109955.13		



1000 4th Street

C-2		SHEET OF	
MISSION BAY PROJECT		SITE PLAN	
STORMWATER PUMP STATION NO. 3			
 LEEGR0, Inc. MAINT. CHECK CUSTOMER PH: (925) 932-4000 FAX: 210			
DESIGNED BY:	APPROVED:	DATE:	
DRAWN BY: K. NELSON			
CHECKED BY:			

6B, 7 and 12 Commitment Letter



March 31, 2009

Lynn L. Jacobs
Director, Department of Housing and Community Development
1800 Third Street
Sacramento, CA 95811-6942

Subject: Mission Bay Letter of Intent; Matching Federal Economic Stimulus Commitment

Dear Ms. Jacobs,

Mission Bay represents a tremendous opportunity to provide much needed affordable housing in San Francisco on an unparalleled scale. The infrastructure and buildings being built in this neighborhood currently employ thousands in the various construction trades. Mission Bay also plays an important role in our local and statewide economy, providing a base for biotech and life science research. UCSF's Mission Bay campus, the California Institute for Regenerative Medicine, and the surrounding biotech lab and office space at Mission Bay all contribute to California being at the forefront of this resilient industry, generating jobs at this crucial time for our local and state economy.

Because of the significant public benefit generated by future development of affordable housing and new infrastructure in Mission Bay, the City and County of San Francisco is fully committed to providing \$2.3 million of our formula allocation of locally administered Community Development Block Grant (CDBG) funds, authorized under the 2009 federal economic stimulus package (Stimulus Funds), to infrastructure projects in Mission Bay. These projects are described in more detail in the Mission Bay IIG and TOD grant applications being submitted to HCD.

In addition, we are committed to securing additional Stimulus Funds of up to \$5.7 million (for a total of \$8 million) in order to achieve a 20% matching level under the two applications. We and the applicants are actively working through a variety of avenues to secure these additional Stimulus Funds. In collaboration with the Association of Bay Area Government, we are pursuing Stimulus Funds from the EPA for "urban greening" projects, a perfect fit for the parks being built at Mission Bay. We are also pursuing Stimulus Funds being administered by the State Water Resources Control Board through the State Revolving Fund (SRF), a good fit for several parks that handle and treat overland flows, along with facilities that provide separate sanitary and storm systems for Mission Bay. As more programs providing Stimulus Funds for infrastructure become finalized, we will actively pursue these funds for Mission Bay as well.

We greatly appreciate the opportunity you have provided our city to advance crucial affordable housing and infrastructure projects, and thank you in advance for your consideration of Mission Bay for Proposition 1C funds.

Please contact me if you have any questions or need additional information.

Sincerely,

Gavin Newsom
Mayor

8A, Site Control



Chicago Title Company

ISSUING OFFICE: 2150 John Glenn Drive, Suite 300 • Concord, CA 94520
925 288-8000 • FAX 925 288-6415

PRELIMINARY REPORT

Amended

Title Officer: Meg Heppell

Title No.: 09-36906896-A-MH
Locate No.: CACTI7738-7738-2369-0036906896

TO: Chicago Title Company-San Francisco
388 Market Street, Suite 1300
San Francisco, CA 94111

ATTN: Sue Trowbridge
YOUR REFERENCE: 160290361

SHORT TERM RATE: NO

PROPERTY ADDRESS: Lot 2, Block 8709, San Francisco, California

EFFECTIVE DATE: March 11, 2009, 07:30 A.M.

The form of policy or policies of title insurance contemplated by this report is:

CLTA Owner's Policy (1990)

1. THE ESTATE OR INTEREST IN THE LAND HEREINAFTER DESCRIBED OR REFERRED TO COVERED BY THIS REPORT IS:

A Fee

2. TITLE TO SAID ESTATE OR INTEREST AT THE DATE HEREOF IS VESTED IN:

AS TO PARCEL ONE:

City and County of San Francisco, a charter city and county, as Trustee under certain trust(s) imposed by law and Acts of the Legislature of the State of California set forth in Chapter 1143 of the Statutes of 1991, as presently amended, and in Chapter 203 of the Statutes of 1997, as presently amended, including, but not limited to, the public trust for commerce, navigation and fisheries

AS TO PARCELS TWO AND THREE:

FOCIL-MB, LLC, a Delaware limited liability company

3. THE LAND REFERRED TO IN THIS REPORT IS DESCRIBED AS FOLLOWS:
SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

GH\GH 03/30/2009

LEGAL DESCRIPTION

EXHIBIT "A"

REAL PROPERTY IN THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

PARCEL ONE: (STATE TRUST PARCEL 2 - BEING THE SITUS OF BOTH INFILL APPLICATION AND TOD APPLICATION FACILITIES AND/OR PARCELS)

ALL THAT CERTAIN REAL PROPERTY DESIGNATED AS AND DESCRIBED IN "TRUST PARCEL 2" IN THAT CERTAIN PATENT (HEREAFTER CALLED "THE PATENT") DATED June 14, 1999, EXECUTED BY THE STATE OF CALIFORNIA TO THE CITY AND COUNTY OF SAN FRANCISCO, A CHARTER CITY AND COUNTY, RECORDED July 19, 1999, REEL H429, IMAGE 518, INSTRUMENT NO. 99-G622166-00, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL STREETS AND STREET LINES HEREINAFTER MENTIONED ARE IN ACCORDANCE WITH THAT CERTAIN MAP ENTITLED "RECORD OF SURVEY MAP OF MISSION BAY", RECORDED July 28, 1992, MAP BOOK "Y" AT PAGES 62-82 (REEL F679, IMAGE 620), IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

BEGINNING AT THE INTERSECTION OF THE SOUTHWESTERLY LINE OF FOURTH STREET (102.50 FEET WIDE) WITH THE WESTERLY LINE OF THIRD STREET (100.00 FEET WIDE); THENCE ALONG SAID WESTERLY LINE OF THIRD STREET SOUTH 3°10'56" EAST 613.50 FEET; THENCE LEAVING SAID WESTERLY LINE SOUTH 86°49'04" WEST 1,443.75 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 100.38 FEET; THENCE WESTERLY AND SOUTHWESTERLY 117.07 FEET ALONG SAID CURVE; THROUGH A CENTRAL ANGLE OF 66°49'34"; THENCE SOUTH 86°49'04" WEST 165.32 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE TO THE SOUTHWEST HAVING A RADIUS OF 144.75 FEET, AND TO WHICH BEGINNING A RADIAL LINE BEARS NORTH 70°58'55" EAST; THENCE NORTHWESTERLY 179.41 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 71°00'48" TO A POINT OF CUSP ON A CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 391.59 FEET, AND TO WHICH POINT OF CUSP A RADIAL LINE BEARS NORTH 66°26'49" WEST; THENCE NORTHEASTERLY 155.48 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 22°44'56"; THENCE TANGENT TO THE PRECEDING CURVE NORTH 46°18'07" EAST 669.35 FEET; THENCE SOUTH 43°41'53" EAST 327.00 FEET; THENCE SOUTH 46°18'07" WEST 21.08 FEET; THENCE NORTH 86°49'04" EAST 338.05 FEET; THENCE NORTH 3°10'56" WEST 288.88 FEET; THENCE SOUTH 46°18'07" WEST 272.34 FEET; THENCE NORTH 43°41'53" WEST 262.00 FEET; THENCE NORTH 46°18'07" EAST 750.68 FEET; THENCE NORTH 46°18'07" EAST 86.08 FEET; THENCE NORTH 17°11'27" WEST 94.82 FEET; THENCE NORTH 43°41'53" WEST 46.61 FEET; THENCE NORTH 46°18'07" EAST 642.60 FEET TO SAID WESTERLY LINE OF THIRD STREET; THENCE ALONG SAID WESTERLY LINE NORTH 3°10'56" WEST 192.24 FEET TO THE SOUTHEASTERLY LINE OF CHANNEL STREET; THENCE SOUTH 46°18'07" WEST 855.49 FEET ALONG SAID SOUTHEASTERLY LINE OF THE SOUTHWESTERLY LINE OF FOURTH STREET; THENCE ALONG SAID SOUTHWESTERLY LINE SOUTH 43°41'53" EAST 100.00 FEET; THENCE LEAVING SAID SOUTHWESTERLY LINE SOUTH 46°18'07" WEST 1733.20 FEET TO THE NORTHEASTERLY LINE OF SIXTH STREET (82.50 FEET WIDE); THENCE ALONG SAID NORTHEASTERLY LINE NORTH 43°41'53" WEST 100.00 FEET TO THE SOUTHEASTERLY LINE OF FORMER CHANNEL STREET (200.00 FEET WIDE) BEFORE SAID STREET WAS VACATED FROM THE OFFICIAL MAP BY ORDINANCE NO. 30-90 ON January 29, 1990; THENCE ALONG SAID SOUTHEASTERLY LINE SOUTH 46°18'07" WEST 82.50 FEET TO THE SOUTHWESTERLY LINE OF SIXTH STREET; THENCE ALONG SAID SOUTHWESTERLY LINE SOUTH 43°41'53" EAST 100.00 FEET TO THE NORTHWESTERLY LINE OF OWENS STREET (50.00 FEET WIDE); THENCE ALONG SAID NORTHWESTERLY LINE AND THE SOUTHWESTERLY PROLONGATION THEREOF SOUTH 46°18'07" WEST 655.05 FEET; THENCE LEAVING SAID SOUTHWESTERLY PROLONGATION NORTH 43°41'53" WEST 27.74 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 182.00 FEET, AND TO WHICH BEGINNING A RADIAL LINE BEARS NORTH 38°23'12" WEST; THENCE SOUTHWESTERLY 16.87 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 5°18'41"; THENCE TANGENT TO THE PRECEDING CURVE SOUTH 46°18'07" WEST 71.70 FEET; THENCE SOUTH 43°41'53" EAST 36.32 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 166.00 FEET, AND TO WHICH BEGINNING A RADIAL LINE BEARS NORTH 40°09'42" WEST; THENCE NORTHEASTERLY 34.07 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 11°45'28" TO A LINE DRAWN PARALLEL WITH AND PERPENDICULARLY DISTANT NORTHEASTERLY 115.00 FEET FROM THE NORTHEASTERLY LINE OF SEVENTH STREET (82.50

Recording Requested by and
When Recorded Mail to:

CITY AND COUNTY OF SAN FRANCISCO
25 Van Ness Avenue, Suite 400
San Francisco, California 94102
Attn: Director of Property

(State of California Official Business
Document Entitled to Free Recordation
Pursuant to Government Code Section 6103)

San Francisco Assessor-Recorder
Doris M. Ward, Assessor-Recorder
DOC- 99-6622168-00

Act 21-Placer's Office Housing & Econ Dev.
Monday, JUL 19, 1999 13:39:30
FAX 30.00
711 Pd 30.00 Hcr-0001228510
REEL H429 IMAGE 0518 ojl/JL/1-44

PATENT

WHEREAS, Catellus Development Corporation, a Delaware corporation ("Catellus"), and the City and County of San Francisco, a charter city and county (the "City"), including its Port, have entered into the "Mission Bay City Land Transfer Agreement," dated as of September 8, 1993, as amended and restated by an Amended and Restated City Land Transfer Agreement dated as of November 16, 1998 ("Amended CLTA"), Catellus and the City acting by and through its Port Commission have entered into the "Mission Bay Port Land Transfer Agreement," dated as of September 8, 1993, as amended and restated by an Amended and Restated Port Land Transfer Agreement dated as of November 16, 1998 ("Amended PLTA"), and Catellus, the City, including its Port, and the State of California acting by and through the State Lands Commission have entered into the "Mission Bay Agreement Concerning the Public Trust," dated as of September 8, 1993, as amended and restated by an Amended and Restated Agreement Concerning the Public Trust dated as of November 16, 1998, recorded July 19th 1999, as Document No. 6-622151 Official Records of the City and County of San Francisco, State of California ("Amended ACTPT") (the Amended CLTA, Amended PLTA and Amended ACTPT are hereinafter collectively referred to as the "Amended Land Transfer Agreements"), which provide, in part, for transfers of lands and interests therein between the parties and for the settlement of title disputes between the parties regarding title to certain lands; and

WHEREAS, pursuant to the Amended Land Transfer Agreements the City and Catellus have conveyed certain lands and interests therein to the State of California, acting by and through the State Lands Commission (the "State"), so that the State may impose the public trust for the purposes of commerce, navigation, and fisheries; and

WHEREAS, the Legislature of this State has authorized this Patent in that certain Act of the Legislature set forth in Chapter 1143, Statutes of 1991, as amended by an Act of the Legislature set forth in Chapter 86 of the Statutes of 1992 and by an Act of the Legislature set forth in Chapter 203 of the Statutes of 1997 (collectively, the "Act");

6622166

NOW, THEREFORE, for and in consideration of the foregoing premises and other valuable consideration, the receipt and adequacy of which are hereby acknowledged, the State of California, consistent with established acts and policies, hereby conveys, releases, remises, and quitclaims to the City and County of San Francisco, a charter city and county, in trust, for the specific and limited purpose of effectuating the public trust purposes provided for in the Act, and subject to the public trust for commerce, navigation and fisheries, all of the right, title, and interest held by the State in and to that property described in Exhibit A attached hereto and depicted on Exhibit A-1 attached hereto, each incorporated herein by reference (the "Property"), and, with respect to that portion of the Property described on Exhibit B hereto and depicted on Exhibit B-1, subject to and further burdened by the statutory trust created by that certain Act of the Legislature set forth as Chapter 1333, Statutes of 1968, as amended (the "Burton Act"), and subject to those exceptions and reservations that are contained in the Burton Act, as if the portions of the Property described on Exhibit B had been transferred from the State to the City pursuant to the provisions of the Burton Act and the Burton Act Agreement (as defined in §1.15 of the Amended PLTA), except as hereinafter specifically provided.

The trust for purposes of commerce, navigation, and fisheries referred to herein is identical to the public trust that is impliedly reserved in grants of tide and submerged lands by the State of California, which is described in People v. California Fish Co. (1913) 166 Cal. 576.

SUBJECT TO the interests of the City and Catellus, their successors and assigns, as reserved by the City and Catellus in that certain Quitclaim Deed and Reservation of Uses recorded concurrently herewith, in and to any other uses, notwithstanding that they may not be consistent with the easement for public trust purposes, the public trust uses set forth in the Act, or the Burton Act, and as more particularly described in Section 3.2 of the Amended ACTPT, which is incorporated herein by reference; such reservation of uses being subject to termination as provided in said Section 3.2 of the Amended ACTPT. The State of California further designates the City as the "Trust Administrator" within the meaning of the said Quitclaim Deed and grants to the City the power to terminate such reservation of uses as to all or a portion of the property described in Exhibit A in accordance with and subject to all of the terms of Section 3.2 of the Amended ACTPT, if the City shall decide to convert all or any part of the Property to the public trust uses set forth in the Act.

The State reserves the right by Act of the Legislature to amend, modify, or revoke, in whole or in part, the transfer of lands in trust as provided for herein, provided that the State shall thereupon assume all lawful obligations related to such lands as may revert to the State by such action.

EXCEPTING from this conveyance and RESERVING unto the State of California, its successors and assigns, forever, all minerals and all mineral rights of every kind and character now known to exist or hereafter discovered in the property described in Exhibit C attached hereto, including, but not limited to, oil and gas and rights thereto, together with the sole, exclusive, and perpetual right to explore for, remove, and dispose of those minerals by any means or methods suitable to the State of California or to its successors and assigns, but without entering upon or using the surface of the lands hereby conveyed, and in such manner as not to damage the surface of said lands or to interfere with the use thereof by the City and County of

EXHIBIT A
TRUST PARCEL 2
LEGAL DESCRIPTION

6623166

ALL THAT CERTAIN REAL PROPERTY SITUATE IN THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL STREETS AND STREET LINES HEREINAFTER MENTIONED ARE IN ACCORDANCE WITH THAT CERTAIN MAP ENTITLED "RECORD OF SURVEY MAP OF MISSION BAY", RECORDED JULY 28, 1992, MAP BOOK "Y" AT PAGES 62-82 (REEL F679, IMAGE 620), IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA.

BEGINNING AT THE INTERSECTION OF THE SOUTHWESTERLY LINE OF FOURTH STREET (102.50 FEET WIDE) WITH THE WESTERLY LINE OF THIRD STREET (100.00 FEET WIDE); THENCE ALONG SAID WESTERLY LINE OF THIRD STREET SOUTH 3°10'56" EAST 613.50 FEET; THENCE LEAVING SAID WESTERLY LINE SOUTH 88°49'04" WEST 1,443.75 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 100.38 FEET; THENCE WESTERLY AND SOUTHWESTERLY 117.07 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 66°49'34"; THENCE SOUTH 88°49'04" WEST 165.32 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE TO THE SOUTHWEST HAVING A RADIUS OF 144.75 FEET, AND TO WHICH BEGINNING A RADIAL LINE BEARS NORTH 70°58'55" EAST; THENCE NORTHWESTERLY 179.41 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 71°00'48" TO A POINT OF CUSP ON A CURVE CONCAVE TO THE SOUTHEAST HAVING A RADIUS OF 391.59 FEET, AND TO WHICH POINT OF CUSP A RADIAL LINE BEARS NORTH 66°26'49" WEST; THENCE NORTHEASTERLY 155.48 FEET ALONG SAID CURVE, THROUGH A CENTRAL ANGLE OF 22°44'56"; THENCE TANGENT TO THE PRECEDING CURVE NORTH 46°18'07" EAST 669.35 FEET; THENCE SOUTH 43°41'53" EAST 327.00 FEET; THENCE SOUTH 46°18'07" WEST 21.08 FEET; THENCE NORTH 86°49'04" EAST 338.05 FEET; THENCE NORTH 3°10'56" WEST 288.88 FEET; THENCE SOUTH 46°18'07" WEST 272.34 FEET; THENCE NORTH 43°41'53" WEST 282.00 FEET; THENCE NORTH 46°18'07" EAST 750.68 FEET; THENCE NORTH 46°08'10" EAST 86.08 FEET; THENCE NORTH 17°11'27" WEST 94.82 FEET; THENCE NORTH 43°41'53" WEST 46.61 FEET; THENCE NORTH 46°18'07" EAST 842.60 FEET TO SAID WESTERLY LINE OF THIRD STREET; THENCE ALONG SAID WESTERLY LINE NORTH 3°10'56" WEST 192.24 FEET TO THE SOUTHEASTERLY LINE OF CHANNEL STREET; THENCE SOUTH 46°18'07" WEST 855.49 FEET ALONG SAID SOUTHEASTERLY LINE TO THE SOUTHWESTERLY LINE OF FOURTH STREET;

3 of 13

st. Palera, A2.doc
2/25/98

9A, Local Approvals

MISSION BAY SOUTH
INFRASTRUCTURE PLAN

This Infrastructure Plan will govern the construction and development of Infrastructure in the South Plan Area and is consistent with the Redevelopment Requirements. Except as is consistent with the Interagency Cooperation Agreement and as agreed to by the Agency and Owner, no Infrastructure beyond what is described herein and such other Infrastructure as may be mutually agreed to by the Agency and Owner, will be required for development of the South Plan Area or will be constructed by the Owner in the South Plan Area.

Initially capitalized terms unless separately defined in this Infrastructure Plan have the meanings and content set forth in the South OPA. Elevations referred to herein are to Mission Bay Datum. "Mission Bay Datum" is defined as City Datum plus one hundred feet.

This Infrastructure Plan describes all Infrastructure Improvements to be provided by Owner in accordance herewith for the South Plan Area. While some Infrastructure Improvements to be provided by City Agencies and other governmental agencies, such as the San Francisco Municipal Railway ("MUNI"), the Port and the University of California, are described, their inclusion herein is not intended to be all inclusive of all Improvements to be provided by City Agencies and other governmental agencies. Except as specifically identified below, this Infrastructure Plan does not include Infrastructure within the approximately forty-three (43) acre Campus Site shown on the Site Plan, Attachment 1 to the South OPA. Only the following public Infrastructure which runs through the Campus Site are included in this Infrastructure Plan: (i) Fourth Street; and (ii) sewer and storm drainage systems, overland flow and any other utilities running across the Campus Site in the vara-block utility easement corridors which benefit non-Campus Site development in the South Plan Area. See Exhibits 4 and 4a. A condition of Owner's performance under this Infrastructure Plan is the obtaining of all requisite approvals in accordance with the South OPA and Interagency Cooperation Agreement.

This Infrastructure Plan and the Mission Bay Subdivision Regulations establish the design standards, construction standards, criteria and specifications of Infrastructure in the South Plan Area, including, without limitation, streets, blocks, lots, and Infrastructure within the street right of ways, including for the separated storm and sewer system, Open Space Parcels and all other Infrastructure. In subdivision processing, including the review and approval of subdivision improvement plans, the precise location and final design of Infrastructure consistent with this Infrastructure Plan including intersection Improvements, street segment Improvements, wet and dry utilities Improvements, open space Improvements, and other Infrastructure will be determined.

The acquisition, dedication and acceptance of streets and other Infrastructure Improvements will occur through the subdivision map process in accordance with the Mission

Streets and other streets, and will accommodate one lane each way, providing parking on both sides.

2. Wet Utilities.

The following section describes Infrastructure for the sanitary sewer and storm drain Improvements, which shall, except as otherwise indicated, be provided by Owner in connection with the development of the South Plan Area.

a. Sanitary Sewer and Storm Drain System.

The sanitary sewer and storm drain system and the Infrastructure to be constructed by Owner in connection therewith are shown on Exhibit 4.

The storm drain collection system described above is designed for a five (5) year storm, consistent with existing City design criteria. For flows over the five (5) year storm, adequate overland flows for the one hundred (100) year storm will be maintained in the street areas or in other designated areas or other approved corridors which may require easements such as from City Agencies and/or the State, with flows directed to Channel or Bay.

b. Description of Drainage Basins.

For purposes of this Infrastructure Plan, the Mariposa Basin is defined as the part of the South Plan Area located between Mariposa Street and a point three hundred (300) feet north of 16th Street. The Central Basin is described as the part of the South Plan Area located between the Channel and a point three hundred (300) feet north of 16th Street. See Exhibit 4.

c. Separate Sanitary Sewer and Storm Drain System (Central Basin and Mariposa Basin).

The Improvements are shown on Exhibit 4 as two (2) separate systems as follows:

(i) Sanitary Sewer Only.

- A. The Central Basin sanitary sewer system is divided into two (2) zones, each of which flow by gravity to the City combined sewer box just south of the Channel. A sewer lift station will be provided at the box entrance to provide for pressure flow during high level flow in the City box.
- B. The Mariposa Basin sanitary system is a single zone which will be directed to the existing combined pipe system which flows by gravity to the Mariposa Pump Station.

C. The sanitary sewer systems may consist of high density polyethylene ("HDPE") pipe up to and including twelve (12) inches in diameter (sewers exceeding twelve (12) inches in diameter will be Vitrified Clay Pipe (VCP) or Reinforced Concrete Pipe (RCP)), manholes with solid covers, HDPE laterals and appurtenant Improvements. The independent sanitary sewer system may utilize some of the existing combined sewer lines to the extent possible by dedicating the existing line to sanitary sewer collection only. This will require that all previously connected storm drain flows to these lines be redirected to the new separate storm drain system.

(ii) Storm Drain Only.

A. The Central Basin storm drain system is divided into four (4) zones, each of which flow by gravity to its separate stormwater pump station.

The Mariposa storm drain system will be similar to the Central Basin except it will only have one (1) zone.

The storm drain system for both Basins will consist of RCP pipe, manholes, drain inlets integral with sidewalks, outfall structures and appurtenant structures. As a minimum, Class IV RCP will be used under sidewalks and streets with four (4) feet of cover, minimum, unless otherwise approved by the City. The areas near the Bay or Channel will be set at a minimum top of curb elevation of ninety-eight (98.0) feet. The minimum first floor building elevation shall be ninety-nine (99.0) feet. Hydraulic grade line at catch basin not to exceed elevation ninety-seven (97.0) feet.

Some additional specific design parameters from the storm drain system are one (1) foot of freeboard to top of curb in the inlets, pipe sized to be capable of conveying a minimum five (5) year storm, and flows over the piping capacity to be conveyed overland to the Bay or Channel. Pump stations would be provided with dewatering capability and

9B, Consistency Letter

City and County of San Francisco



Gavin Newsom, Mayor
Edward D. Reiskin, Director



(415) 554-5810
(415) 581-2568
FAX (415) 581-2569
http://www.sfdpw.org

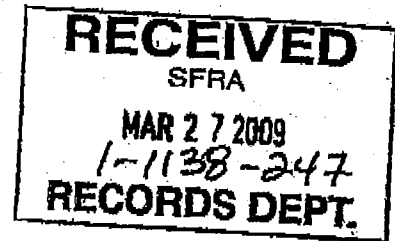
Infrastructure Development & Acquisition Task Force
Department of Public Works
30 Van Ness Avenue, Suite 4200
San Francisco, CA 94102

Fuad S. Sweiss, PE, PLS City Engineer
& Deputy Director of Engineering

Mission Bay Task Force

March 27, 2009

Kelley Kahn
Mission Bay Project Manager
San Francisco Redevelopment Agency
1 South Van Ness Avenue, 5th Floor
San Francisco, CA 94103



Subject: 1000 4th Street Affordable Housing and Related Public Infrastructure Improvements, Mission Bay -
Consistency Determination

Dear Ms. Kahn:

The San Francisco Department of Public Works (DPW) is writing this letter in support of the City's funding application to HCD's TOD Housing Program. DPW confirms that the infrastructure improvements proposed for the 1000 4th Street project are consistent with the Mission Bay South Redevelopment Plan and all related plans and documents, including the Mission Bay South Infrastructure Plan, approved by the San Francisco Board of Supervisors on November 2, 1998 and amended January 4, 2001. DPW is party to the Mission Bay South Infrastructure Plan.

The specific infrastructure improvement is:

1. The construction of a stormwater pump station at the corner of 4th Street and Channel Street and all related utility connections.

These infrastructure improvements are consistent with applicable local rules, plans and policies implemented by DPW. Please contact me if you have any questions or need additional information.

Sincerely,

Grace Kwak
Project Manager

Cc: Craig Adelman, Mayor's Office of Housing;
Ashur J. Yoseph, Lead Project Manager;

Edward D. Reiskin, Director
MBTF File

IMPROVING THE QUALITY OF LIFE IN SAN FRANCISCO We are dedicated individuals committed to teamwork, customer service and continuous improvement in partnership with the community.
Customer Service Teamwork Continuous Improvement

Infrastructure Budget Attachment

COSTS CATEGORY	DEVELOPMENT COSTS				FUNDING SOURCES (Identify all sources)					
	QUANTITY	UNIT TYPE	UNIT PRICE	TOTAL AMOUNT	Job Grant	Infill Grant Program	Stimulus Funds	other	other	other
Open Space				\$0	\$0		\$0			
Other: Identify				\$0	\$0		\$0			
Total Landscape and Amenities Costs				\$280,000	\$162,469	\$0	\$117,531	\$0	\$0	\$0
ENVIRONMENTAL										
MITIGATION/REMEDIALATION										
Wetland Mitigation				\$0	\$0		\$0			
Endangered Species				\$0	\$0		\$0			
Tree Mitigation				\$0	\$0		\$0			
Environmental Remediation	1	LS	20,000.00	\$20,000	\$11,605		\$8,395			
Other: Identify				\$0	\$0		\$0			
Total Mitigation/Remediation Costs				\$20,000	\$11,605	\$0	\$8,395	\$0	\$0	\$0
PARKING										
Replacement Transit Station Parking Spaces				\$0	\$0		\$0			
Residential Parking Structures				\$0	\$0		\$0			
Other: Identify				\$0	\$0		\$0			
Total Parking Costs				\$0	\$0	\$0	\$0	\$0	\$0	\$0
TRANSIT										
Transit Facilities:										
Access Plazas				\$0	\$0		\$0			
Pathways				\$0	\$0		\$0			
Bike Shelters				\$0	\$0		\$0			
Transit Shelters				\$0	\$0		\$0			
Pedestrian Facilities				\$0	\$0		\$0			
Bicycle Facilities	1	LS	5,000.00	\$5,000	\$2,901		\$2,099			
Other: Identify				\$0	\$0		\$0			
Total Transit Costs				\$5,000	\$2,901	\$0	\$2,099	\$0	\$0	\$0
IMPACT FEES										
Impact fees are eligible for funding if used for identified Capital Assets eligible for funding and required by local ordinance.										
Other: Identify				\$0	\$0		\$0			
Other: Identify				\$0	\$0		\$0			
Total Impact Fees				\$0	\$0	\$0	\$0	\$0	\$0	\$0
SOFT COSTS RELATED TO ELIGIBLE COSTS										
Engineering	1	LS	827,610.00	\$827,610	\$480,218		\$347,392			
Design	1	LS	137,935.00	\$137,935	\$80,036		\$57,899			
Overhead	1	LS	344,837.50	\$344,838	\$200,091		\$144,747			
Contractor Fee	1	LS	620,707.50	\$620,708	\$360,164		\$260,544			
Other: PG&E Fees	1	LS	138,035.00	\$138,035	\$80,094		\$57,941			
Total Soft Costs				\$2,069,125	\$1,200,603	\$0	\$868,522	\$0	\$0	\$0
OTHER CAPITAL ASSET COSTS										
Other: Wet Well & CDS Units	1	LS	1,889,000.00	\$1,889,000	\$1,096,086		\$792,914			
Other: Pump equipment	1	LS	700,000.00	\$700,000	\$406,173		\$293,827			

COSTS CATEGORY	DEVELOPMENT COSTS					FUNDING SOURCES (Identify all sources)					
	QUANTITY	UNIT TYPE	UNIT PRICE	TOTAL AMOUNT	TOD Grant	Mill Grant Program	State Funds	Other	Other	Other	Other
Other: Electrical	1	LS	700,000.00	\$700,000	\$406,173		\$293,827				
Other: Outfall & Shore edge restoration	1	LS	409,375.00	\$409,375	\$237,539		\$171,836				
Total Other Asset Costs				\$3,698,375	\$2,145,971	\$0	\$1,552,404	\$0	\$0	\$0	\$0
TOTAL PROJECT COSTS				\$8,100,000	\$4,700,000	\$0	\$3,400,000	\$0	\$0	\$0	\$0

Note: Total amount in TOD Grant Column must equal amount requested in application.

COST NARRATIVE: USE THE SPACE BELOW TO EXPLAIN ANY EXTRAORDINARY SITE CONDITIONS WHICH RESULT IN DEVELOPMENT COSTS TO BE HIGHER THAN ACCEPTED INDUSTRY STANDARDS.

This site is particularly difficult to develop given the active park use and close proximity to the streets and MUNI public transit lines. The soil conditions and close proximity to the Mission Creek shore edge provide additional challenges. The Site is made up of unstable bay mud fill and historic landfill materials so the underlying soil conditions along with the shallow groundwater create challenging site conditions. The interim PS will need to remain in use and operational until PS#3 is operational and which point the demolition of the old interim facility can take place. The existing facilities are in close proximity to the new PS#3 creating tight site conditions. The outfall lines will need to run under the existing Muni Transit rail which cannot be shut down during periods of their operating schedule. Night work will be required when work in this area is scheduled to take place. Traffic control and pedestrian protection of this area will be critical and costly as the new facility is near the Fourth and Channel intersection which is one of two primary traffic routes adjoining Mission Bay North and South.

FILE NO. _____

RESOLUTION NO. _____

1 [APPLICATION FOR TRANSIT ORIENTED DEVELOPMENT FUNDS]

2
3 AUTHORIZING THE SUBMITTAL OF AN APPLICATION BY THE MAYOR'S OFFICE OF HOUSING TO THE
4 CALIFORNIA STATE DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT FOR FUNDING
5 UNDER THE TRANSIT ORIENTED DEVELOPMENT (TOD) HOUSING PROGRAM; THE EXECUTION OF A
6 STANDARD AGREEMENT IF SELECTED FOR SUCH FUNDING AND ANY AMENDMENTS THERETO; AND
7 ANY RELATED DOCUMENTS NECESSARY TO PARTICIPATE IN THE TOD (TRANSIT ORIENTED
8 DEVELOPMENT) HOUSING PROGRAM.

9
10 WHEREAS, the **Mayor's Office of Housing**, wishes to apply for and receive an
allocation of funds through the TOD Program; and

11
12 WHEREAS, The California Department of Housing and Community Development
13 (hereinafter referred to as "HCD") has issued a Notice of Funding Availability ("NOFA") for the
14 TOD HOUSING PROGRAM established under the Housing and Emergency Shelter Trust
15 Fund Act of 2006 (Proposition 1C) pursuant to the TOD Implementation Program established
16 by Part 13 of Division 31 of the Health & Safety Code, commencing with Section 53560.
17 Pursuant to the statute, HCD is authorized to approve funding allocations utilizing monies
18 made available by the State Legislature to the TOD HOUSING PROGRAM, subject to the
19 terms and conditions of the statute and the TOD HOUSING PROGRAM Guidelines
implemented as amended by HCD on 02/04/2009; and

20 WHEREAS The **Mayor's Office of Housing** wishes to submit two applications to
21 obtain from HCD an allocation of TOD HOUSING PROGRAM funds in the amount of
22 **\$1,650,000** for 474 Natoma Street (Project 1) and **\$17,000,000** for 1000 Fourth Street (Project
23 2); now, therefore be it

24
25 BOARD OF SUPERVISORS
Mayor

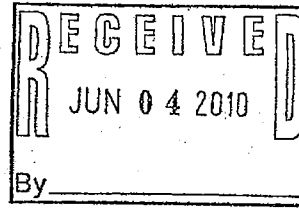
1 RESOLVED, That the **Mayor's Office of Housing** shall submit to HCD applications
2 for two separate projects to participate in the TOD HOUSING PROGRAM in response to the
3 NOFA issued on **January 30th, 2009** which will request a funding allocation for the following
4 activities: Construction of a mid-rise 100% affordable housing development consisting of 55
5 affordable condominium units targeting households earning 80%-100% of the Area Median
6 Income under the San Francisco Redevelopment Agency's Limited Equity Program on a site
7 owned by the SFRA for Project 1 at 474 Natoma Street near the intersection with 6th Street;
8 and, construction of a 100% affordable housing development consisting of 134 rental
9 apartment units targeting households earning up to 60% of the Area Median Income, on an
10 Affordable Housing Parcel in Mission Bay South for Project 2 at 1000 Fourth Street at the
11 intersection with Channel Street; and, be it

12 FURTHER RESOLVED, that If the application for funding is approved, the **Mayor's**
13 **Office of Housing** hereby agrees to use the TOD HOUSING PROGRAM funds for eligible
14 activities in the manner presented in the application as approved by HCD and in accordance
15 with program Guidelines cited above. It also may execute any and all other instruments
16 necessary or required by HCD for participation in the TOD HOUSING PROGRAM; and, be it

17 FURTHER RESOLVED, That Douglas Shoemaker, Director of the Mayor's Office of
18 Housing is hereby authorized to execute the application, the Standard Agreement, and all
19 other documents required by HCD for participation in the TOD HOUSING PROGRAM, and
20 any amendments thereto.
21
22
23
24
25

**DEPARTMENT OF HOUSING AND COMMUNITY DEVELOPMENT
DIVISION OF FINANCIAL ASSISTANCE**

1800 Third Street, Suite 390
Sacramento, CA 95811
(916) 322-1560
FAX (916) 327-6660



May 20, 2010

Valerie Agostino, Vice President
Mercy Housing Calwest
1360 Mission Street, Suite 300
San Francisco, CA 94103

Douglas Shoemaker, Director
Mayor's Office of Housing
City and County of San Francisco
One South Van Ness Avenue, Fifth Floor
San Francisco, CA 94103

RE: 1000 Fourth Street
Contract No. 08-TOD-5909

Dear Ms. Agostino and Mr. Shoemaker:

I am pleased to inform you that the Department of Housing and Community Development (Department) has awarded a rental housing development loan from the Transit Oriented Development (TOD) Housing Program to Mercy Housing Calwest in the amount of \$12,300,000 and an infrastructure grant to the City and County of San Francisco in the amount of \$4,700,000 for the 1000 Fourth Street project in the city of San Francisco, San Francisco County.

This letter constitutes a notice of conditional award of TOD Program funds totaling \$17,000,000 for the 1000 Fourth Street project.

This notice of conditional award letter amends the Award Letter dated June 30, 2009 to delete in its entirety the "Conditions Related to Availability of Funds". All other conditions remain in effect.

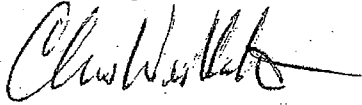
This commitment is conditioned on compliance with the requirements of all applicable statutes and guidelines of the TOD Program, as well as any project agreements stipulated in the commitment letter and contract documents, which will be forwarded to the awardees. Please note that the Department does not have authority to disburse any funds until all required agreements are fully executed.

Valerie Agostino, Mercy Housing Calwest
Douglas Shoemaker, San Francisco Mayor's Office of Housing
Page 2 of 3

The mission of the Department is to preserve and expand safe and affordable housing opportunities and promote strong communities for all Californians. The TOD Program provides loans for rental housing development and grants for infrastructure improvements related to high density infill housing and mixed use development near transit. Awards are being widely distributed throughout the State.

We look forward to working with you on this project. If you have any questions, please contact Nadine Ford, Infrastructure and Rental Housing Branch Chief at (916) 327-3942.

Sincerely,

A handwritten signature in black ink, appearing to read "Chris Westlake", with a long horizontal flourish extending to the right.

Chris Westlake
Deputy Director

ACCEPTANCE OF CONDITIONAL AWARD

The conditions of this award may differ from those contemplated at the time of application. To indicate acknowledgement and acceptance of this Conditional Award, an authorized representative of the Awardee must sign and date where indicated below. Please send a facsimile or pdf email of the executed Acceptance to the attention of Patricia Jones, Office Technician.

- Facsimile – (916) 445-0117
- Email pjones@hcd.ca.gov

Please return the executed original to the address in the letterhead of the Conditional Award no later than 14 days from the date of this letter.

THE FOREGOING CONDITIONAL AWARD IS ACKNOWLEDGED AND ACCEPTED.

Valerie Agostino, Vice Pres. 6/4/10
Authorized Signatory, Title (per resolution) Date

Authorized Signatory, Title (per resolution) Date

OFFICE OF THE MAYOR
SAN FRANCISCO



EDWIN M. LEE
MAYOR

TO: Angela Calvillo, Clerk of the Board of Supervisors
FROM: Mayor Edwin M. Lee *EL*
RE: Accept and Expend Grant – California HCD Transit Oriented Development
Housing Program
DATE: January 31, 2012

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2012 JAN 31 PM 1:24
BY *lo*

Attached for introduction to the Board of Supervisors is the resolution authorizing any designee of the Mayor from the Mayor's Office of Housing to enter into a standard agreement and disbursement agreement with the California State Department of Housing and Community Development to accept and expend \$4,700,000 of Transit Oriented Development Infrastructure Grant Program funds associated with the 1180 4th Street affordable housing project; the execution of an agreement with the Project Sponsor for disbursement of grant funds; and the execution of any related documents necessary to participate in the Transit Oriented Development Infrastructure Grant Program.

Please note this item is cosponsored by Supervisor Kim.

I request that this item be calendared in Budget and Finance Committee.

Should you have any questions, please contact Jason Elliott (415) 554-5105.

Cc. Supervisor Jane Kim

FORM SFEC-126:
NOTIFICATION OF CONTRACT APPROVAL
(S.F. Campaign and Governmental Conduct Code § 1.126)

City Elective Officer Information (Please print clearly.)	
Name of City elective officer(s): Members, Board of Supervisors	City elective office(s) held: Members, Board of Supervisors

Contractor Information (Please print clearly.)	
Name of contractor: FOCIL-MB, LLC	
Please list the names of (1) members of the contractor's board of directors; (2) the contractor's chief executive officer, chief financial officer and chief operating officer; (3) any person who has an ownership of 20 percent or more in the contractor; (4) any subcontractor listed in the bid or contract; and (5) any political committee sponsored or controlled by the contractor. Use additional pages as necessary.	
FOCIL-MB, LLC is a limited liability company. It does not have a board, chief executive officer, chief financial officer or chief operating officer. FOCIL HOLDINGS LLC has an ownership of 20 percent or more. FOCIL HOLDINGS LLC is comprised of a pool of investors. Richard B. Fried, who is the managing member of Farallon Capital Management LLC, the manager of FOCIL-MB, LLC. Richard Fried is the individual who approves matters for FOCIL-MB and signs all documents on behalf of FOCIL-MB. There are no subcontractors listed in the bid or contract and no political committee sponsored or controlled by contractor.	
Contractor address: One Maritime Plaza, Suite 2100, San Francisco, CA 94111	
Date that contract was approved: (By the SF Board of Supervisors)	Amount of contract: \$4,700,000
Describe the nature of the contract that was approved: The City applied for and was awarded Transit Oriented Development Funds to pay for infrastructure costs associated with an affordable housing project located at 1180 4 th Street.	
Comments:	

This contract was approved by (check applicable):

the City elective officer(s) identified on this form

a board on which the City elective officer(s) serves: San Francisco Board of Supervisors
Print Name of Board

the board of a state agency (Health Authority, Housing Authority Commission, Industrial Development Authority Board, Parking Authority, Redevelopment Agency Commission, Relocation Appeals Board, Treasure Island Development Authority) on which an appointee of the City elective officer(s) identified on this form sits

Print Name of Board

Filer Information (Please print clearly.)	
Name of filer: Angela Calvillo, Clerk of the Board	Contact telephone number: (415) 554-5184
Address: City Hall, Room 244, 1 Dr. Carlton B. Goodlett Pl., San Francisco, CA 94102	E-mail: Board.of.Supervisors@sfgov.org

Signature of City Elective Officer (if submitted by City elective officer)

Date Signed

Signature of Board Secretary or Clerk (if submitted by Board Secretary or Clerk)

Date Signed

