

File No. 161119

Committee Item No. _____

Board Item No. 43.

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: _____

Date: _____

Board of Supervisors Meeting

Date: January 24, 2017

Cmte Board

- | | | |
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| <input type="checkbox"/> | <input type="checkbox"/> | Motion |
| <input 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 and Legislative Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form |
| <input type="checkbox"/> | <input type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/> | <input type="checkbox"/> | MOU |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Information Form |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Budget |
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| <input type="checkbox"/> | <input type="checkbox"/> | Contract/Agreement |
| <input type="checkbox"/> | <input type="checkbox"/> | Form 126 – Ethics Commission |
| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
| <input type="checkbox"/> | <input type="checkbox"/> | Application |
| <input type="checkbox"/> | <input type="checkbox"/> | Public Correspondence |

OTHER

(Click the text below for a direct link to the document)

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| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Legislation Exhibit A</u> |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Controller letter- November 14, 2016</u> |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>IRFD Map</u> |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Director of Elections letter - January 13, 2017</u> |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Ballot mailing</u> |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>IRFD petition waivers</u> |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Hearing notice - printed January 15, 8, and 1, 2017, and
December 25, 2016</u> |
| <input type="checkbox"/> | <input type="checkbox"/> | _____ |

Prepared by: John Carroll

Date: January 19, 2017

Prepared by: _____

Date: _____

1 [Declaring Results of Special Election - Infrastructure and Revitalization Financing District
2 No. 1 (Treasure Island)]

3 **Resolution declaring results of the special election for City and County of San**
4 **Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island);**
5 **and determining other matters in connection therewith.**

6
7 WHEREAS, Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California
8 Government Code, commencing with Section 53369 (the "IRFD Law"), this Board of
9 Supervisors is authorized to establish an infrastructure and revitalization financing district and
10 to act as the legislative body for an infrastructure and revitalization financing district; and

11 WHEREAS, Pursuant to IRFD Law Section 53369.5, an infrastructure and revitalization
12 financing district may be divided into project areas; and

13 WHEREAS, Pursuant to the IRFD Law and for the purpose of financing certain facilities
14 (the "Facilities"), this Board of Supervisors has adopted a resolution entitled "Resolution
15 proposing adoption of infrastructure financing plan and formation of City and County of San
16 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and
17 project areas therein; providing for future annexation; and determining other matters in
18 connection therewith" (the "Resolution Proposing Formation"), on file with the Clerk of the
19 Board of Supervisors in File No. 161117, proposing (i) the formation of (a) "City and County of
20 San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the
21 "IRFD"), (b) "Project Area A of the City and County of San Francisco Infrastructure and
22 Revitalization Financing District No. 1 (Treasure Island)" ("Project Area A") as a project area
23 within the IRFD, (c) "Project Area B of the City and County of San Francisco Infrastructure
24 and Revitalization Financing District No. 1 (Treasure Island)" ("Project Area B") as a project
25 area within the IRFD, (d) "Project Area C of the City and County of San Francisco

1 Infrastructure and Revitalization Financing District No. 1 (Treasure Island)” (“Project Area C”)
2 as a project area within the IRFD, (v) “Project Area D of the City and County of San Francisco
3 Infrastructure and Revitalization Financing District No. 1 (Treasure Island)” (“Project Area D”)
4 as a project area within the IRFD, and (e) “Project Area E of the City and County of San
5 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)” (“Project
6 Area E” and, together with Project Area A, Project Area B, Project Area C and Project Area D,
7 the “Initial Project Areas” and together with any future project areas that may be established in
8 the IRFD, the “Project Areas”) as a project area within the IRFD, pursuant to the IRFD Law, in
9 each case, pursuant to the IRFD Law to finance certain facilities (the “Facilities”), (ii) approval
10 of an infrastructure financing plan for the IRFD and the Project Areas (the “Infrastructure
11 Financing Plan”), (iii) a process for the future annexation of territory to the IRFD and (iv) an
12 annual appropriations limit, as defined by subdivision (h) of Section 8 of Article XIII B of the
13 California Constitution, for the IRFD; and

14 WHEREAS, This Board of Supervisors has also adopted a resolution entitled “Resolution of
15 intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization
16 Financing District No. 1 (Treasure Island) and determining other matters in connection therewith” (the
17 “Resolution of Intention to Issue Bonds”), on file with the Clerk of the Board of Supervisors in File No.
18 161037, proposing issuance from time to time of one or more series of bonds or other debt for the
19 IRFD (the “Bonds”) for the purpose of financing the costs of the Facilities, as specified in the
20 Resolution of Intention to Issue Bonds in the maximum aggregate principal amount of (i) \$780 million
21 plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors
22 of annexation territory in connection with each annexation of annexation territory to the IRFD, so long
23 as the Board makes the finding specified in IRFD Law Section 53369.41(f); and

24 WHEREAS, Pursuant to the provisions of the Resolution Proposing Formation and the
25 Resolution of Intention to Issue Bonds, and pursuant to a “Resolution calling special election

1 for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1
2 (Treasure Island) and determining other matters in connection therewith” (the “Election
3 Resolution”) on file with the Clerk of the Board of Supervisors in File No. 161118, adopted by
4 this Board of Supervisors, the propositions to establish the IRFD and the Initial Project Areas,
5 to approve the Infrastructure Financing Plan, to establish an appropriations limit for the IRFD
6 and authorization to issue or incur Bonds for the IRFD were submitted to the qualified electors
7 of the IRFD as required by the provisions of the IRFD Law; and

8 WHEREAS, Pursuant to the terms of the Election Resolution, which are by this
9 reference incorporated herein, the special election has been held and the Director of Elections
10 of the City and County of San Francisco has on file a Canvass and Statement of Results of
11 Election (the “Canvass”) regarding the special election, a copy of which is attached hereto as
12 Exhibit A; and

13 WHEREAS, This Board of Supervisors has reviewed the Canvass, and finds it
14 appropriate and wishes to declare the results of the special election; now, therefore, be it

15 RESOLVED, That the foregoing recitals are all true and correct; and, be it

16 FURTHER RESOLVED, That the qualified electors at the special election within the
17 IRFD were presented with the propositions to establish the IRFD and the project areas
18 therein, to establish the appropriations limit for the IRFD in the amount of \$192 million, and
19 authorization to issue or incur Bonds from time to time in one or more series for the IRFD in
20 the maximum aggregate principal amount of (i) \$780 million plus (ii) the principal amount of
21 Bonds approved by this Board of Supervisors and the qualified electors of annexation territory
22 in connection with each annexation of annexation territory to the IRFD, so long as the Board
23 makes the finding specified in IRFD Law Section 53369.41(f), all pursuant to the Resolution of
24 Formation and the Resolution of Intention to Issue Bonds; and, be it

1 FURTHER RESOLVED, That the Board of Supervisors hereby approves the Canvass and
2 finds that it shall be a permanent part of the record of its proceedings for the IRFD; pursuant to the
3 Canvass, the issues presented at the special election within the IRFD were approved by the qualified
4 electors by more than two-thirds of the votes cast at the special election; and, be it

5 FURTHER RESOLVED, That in the "Resolution of intention to establish City and
6 County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure
7 Island) and project areas therein to finance the construction and/or acquisition of facilities on
8 Treasure Island and Yerba Buena Island; to provide for future annexation; to call a public
9 hearing on the formation of the district and project areas therein and to provide public notice
10 thereof; and determining other matters in connection therewith," on file with the Clerk of the
11 Board of Supervisors in File No. 161035, this Board of Supervisors made certain findings
12 under the California Environmental Quality Act ("CEQA") about the Final Environmental
13 Impact Report ("FEIR") for the disposition and development of a portion of Naval Station
14 Treasure Island, and those findings are incorporated in this Resolution as if set forth in their
15 entirety herein; and, be it

16 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or
17 word of this resolution, or any application thereof to any person or circumstance, is held to be
18 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision
19 shall not affect the validity of the remaining portions or applications of this resolution, this
20 Board of Supervisors hereby declaring that it would have passed this resolution and each and
21 every section, subsection, sentence, clause, phrase, and word not declared invalid or
22 unconstitutional without regard to whether any other portion of this resolution or application
23 thereof would be subsequently declared invalid or unconstitutional; and, be it

24 FURTHER RESOLVED, That the Mayor, the Controller, the Director of the Office of
25 Public Finance, the Clerk of the Board of Supervisors and any and all other officers of the City

1 are hereby authorized, for and in the name of and on behalf of the City, to do any and all
2 things and take any and all actions, including execution and delivery of any and all
3 documents, assignments, certificates, requisitions, agreements, notices, consents,
4 instruments of conveyance, warrants and documents, which they, or any of them, may deem
5 necessary or advisable in order to effectuate the purposes of this Resolution; provided
6 however that any such actions be solely intended to further the purposes of this Resolution,
7 and are subject in all respects to the terms of the Resolution; and, be it

8 FURTHER RESOLVED, That all actions authorized and directed by this Resolution,
9 consistent with any documents presented herein, and heretofore taken are hereby ratified,
10 approved and confirmed by this Board of Supervisors; and, be it

11 FURTHER RESOLVED, That this Resolution shall take effect upon its enactment.
12 Enactment occurs when the Mayor signs the resolution, the Mayor returns the resolution
13 unsigned or does not sign the resolution within ten days of receiving it, or the Board of
14 Supervisors overrides the Mayor's veto of the resolution.

15
16 APPROVED AS TO FORM:
17 DENNIS J. HERRERA
18 City Attorney

19 By: _____

20 MARK D. BLAKE
21 Deputy City Attorney

22 n:\spec\as2016\0600537\01143650.docx

EXHIBIT A

CANVASS AND STATEMENT OF RESULT OF ELECTION

**CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)**

I hereby certify that on _____, 2016, I canvassed the returns of the election held on _____, 2016, in City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) (the "IRFD") and the total number of ballots cast in the IRFD and the total number of votes cast for and against the measures are as follows and the totals as shown for and against the measures are full, true and correct:

BALLOT MEASURE NO. 1: Shall the Board of Supervisors form "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)," including project areas therein (the "IRFD") as proposed in the Board of Supervisors resolution entitled "Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein; providing for future annexation; and determining other matters in connection therewith" adopted on _____, 2016 (the "Resolution Proposing Formation")?

Qualified Landowner Votes	Votes Cast	Votes cast YES	Votes cast NO
26			

BALLOT MEASURE NO. 2: Shall the Board of Supervisors approve the infrastructure financing plan for the IRFD and the Project Areas, as proposed for approval by the Board of Supervisors in the Resolution Proposing Formation?

Qualified Landowner Votes	Votes Cast	Votes cast YES	Votes cast NO
26			

BALLOT MEASURE NO. 3: Shall the annual appropriations limit of the IRFD be established in the amount of \$192 million, as set forth in the Resolution Proposing Formation?

Qualified Landowner Votes	Votes Cast	Votes cast YES	Votes cast NO
26			

BALLOT MEASURE NO. 4: Shall the City and County of San Francisco be authorized from time to time to issue one or more series of bonds and other debt (“Bonds”) for the IRFD in the maximum aggregate principal amount of (i) \$780 million plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors of annexation territory in connection with each annexation of annexation territory to the

IRFD, so long as the Board makes the finding specified in Section 53369.41(f) of the IRFD Law, all as set forth in the Board of Supervisors resolution entitled "Resolution of Intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and determining other matters in connection therewith," with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such series of Bonds, the proceeds of which Bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing each series of the Bonds and related expenses?

Qualified Landowner Votes	Votes Cast	Votes cast YES	Votes cast NO
26			

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this ____ day of ____, 20__.

By: _____
Director of Elections



CITY AND COUNTY OF SAN FRANCISCO

OFFICE OF THE CONTROLLER



Ben Rosenfield
Controller

Todd Rydstrom
Deputy Controller

Nadia Sesay
Director
Office of Public Finance

MEMORANDUM

TO: Honorable Mayor Edwin M. Lee
Honorable Members, Board of Supervisors

FROM: Nadia Sesay, Public Finance Director 
Robert Beck, Treasure Island Director 

SUBJECT: Treasure Island/Yerba Buena Island: Affordable Housing Funding Plan

DATE: Monday, November 14, 2016

This memorandum identifies strategies to address the affordable housing funding gap in the Treasure Island Program as they relate to legislative actions pending at the Board of Supervisors.

Executive Summary

- In 2011, the Board of Supervisors adopted a series of resolutions to approve numerous entitlement and transaction documents relating to Treasure Island/Yerba Buena Island Development Project.
- The Project includes the development of 8,000 new homes (including 2,173 or 27.2% affordable units), 300 acres of parks and open space, roughly 550,000 square feet of commercial and retail space, and up to 500 hotel rooms.
- Treasure Island Community Development ("TICD") is required to deliver a wide range of public improvements, including geotechnically stabilizing the project site; constructing new roadways, utilities, and other public infrastructure to support the Project; and constructing new ferry facilities, a new police/fire public safety building, and other community facilities.
- The City, in partnership with Treasure Island Homeless Development Initiative ("TIHDI"), is required to develop the affordable housing units.
- The City is obligated under the Disposition and Development Agreement dated June 7, 2011 ("DDA") to establish the required public financing mechanisms as development commences.
- The first five of seventeen resolutions and ordinance required to form the Infrastructure Financing and Revitalization District ("IRFD") and Community Facilities District ("CFD") are pending at the Board of Supervisors. If adopted the resolutions are adopted, the formation of the districts would be considered by the Board of Supervisors in January following Public Hearings on the districts.
- The IRFD will allow Treasure Island Development Authority ("TIDA") to capture property tax increment for affordable housing and to reimburse Treasure Island Community Development ("TICD") for eligible public infrastructure expenses.

- The CFD will place a supplemental assessment on development parcels which will reimburse eligible TICD public infrastructure expenses and will fund future sea level rise adaptation strategies and park & open space maintenance, but which cannot finance affordable housing.
- The 2011 agreements allowed for 1,684 affordable units with the option to develop up to 1,866 affordable units without compensation to the developer, TICD, although it was not determined at the time how the City might finance these additional units.
- Since the adoption of the DDA in 2011 revised projections have identified a gap of \$382 million across a total cost of \$968 million to construct the 1,864 units.
- The gap includes funding an additional 184 affordable housing units, increased construction cost, and lost contributions from State and Federal funding programs which no longer exist. Most notable is the loss due to dissolution of redevelopment of the Educational Revenue Augmentation Fund (“ERAF”) which represent 25.3% of the 1% ad valorem property tax.
- Potential solutions to close the affordable housing funding gap will be available in near-, mid-, and long-term, over the life of the development and will entail future Board actions and change in State law.
- The City is projected to deliver 720 TIDA/TIHDI affordable units over 7 parcels between 2018 – when the first parcel will be available – and 2026 with funding in the near-term from MOHCD.
- The committed and project-generated sources funds 1,429 units (including the 720 units above) or 65% of the affordable housing obligation, including inclusionary units, over the life of the development.
- To the extent that we are able to further realize the potential funding sources identified in this memo, 1,967 units or 90% of the affordable housing obligation including inclusionary units can be delivered over the life of the development.
- Although the City has rights to develop over 20 parcels, the City projects it can construct the 1,864 units on only 17 parcels. Therefore, the City has 3 parcels available for future affordable housing development beyond the 8,000 units and outside of the scope of the development.

Affordable Housing Program

Table 1 below, summarizes some of the key characteristics of the affordable housing program and costs in 2011 compared to 2016.

Table 1: Affordable Housing Program – 2011 and 2016

	2011	2016
Total Affordable Housing Units	2,000	2,173
TIDA/TIHDI Units	1,684	1,864
Inclusionary Units	316	309
Total Cost of TIDA/TIHDI Units	\$600 million	\$968 million
Estimated Funding Gap	\$144+ million*	\$382 million

* – Includes expired Federal and State sources, TIHDI financing obligation, and construction of Tax Credit ineligible market rate units.

With the elimination of redevelopment, the Project was limited to the share of ad valorem property taxes allocated to San Francisco as a City and County which are 64.7% of the total revenues. State law authorizing the formation of Infrastructure Financing Districts (“IFDs”) allowed the City to leverage these revenues in a manner similar to redevelopment law. In the Finance Plan and Housing Plan as revised following the dissolution of redevelopment, the City dedicated 56.7% of the ad valorem tax revenues to the financing of the public improvements, with 82.5% of that amount committed to the reimbursement of TICD for the provision of infrastructure improvements and 17.5% of that amount set aside to finance affordable housing to be constructed by TIDA and TIHDI. The resultant financing structure is reflected in Table 2.

Table 2: Available Tax Increment Under Redevelopment Law vs Treasure Island Post-Redevelopment Finance Plan

	RDA*	IFD**	Notes
General Fund Subtotal	13%	8%	8% of local Tax Increment to GF; 56.7 to project implementation
SF School District	6.5%	7.7%	Not available under IFD
ERAF	-	25.3%	Not available under IFD
Other Districts	0.5%	2.3%	Not available under IFD
Affordable Housing	20%	9.92%	=17.5% of 56.7%
Available for Infrastructure	60%	46.78%	=82.5% of 56.7%
Total	100%	100%	

- * – Under Redevelopment Law, the State committed the ERAF share of property tax increment derived from the project area to the Redevelopment Agency (“RDA”) for the financing of public improvements and affordable housing within the project area.
- ** – Per the Treasure Island Finance Plan, local Tax Increment is to be leveraged through an Infrastructure and Revitalization Financing District (“IFD”)

Addressing the Funding Gap

As illustrated in Table 3, the \$382 million funding gap considers only funding contributions from affordable housing tax credits, TICD’s affordable housing subsidy payment, and tax increment to be leveraged through the IRFD. The committed and project-generated sources funds 1,429 units or 65% of affordable housing obligation, which includes inclusionary units. It does not factor in potential contributions from potential state and local revenues. There are several other avenues that we can pursue to close the funding gap, but the pursuit of these revenues will, by necessity, unfold over time. It is difficult to currently predict with certainty the timing of sources and amounts available to contribute to the final funding program. If these potential funding sources are realized, 1,967 units or 90% of the affordable housing obligation including inclusionary units will be delivered over the life of the development.

The City is exploring a number of alternative funding sources to close the funding gap. The funding source with the potential greatest impact is the restoration of the State ERAF share that was lost when the State dissolved redevelopment in 2011. The restoration of the ERAF Share is one of several of the funding strategies which would require State legislation. The Infrastructure Financing Plan before the Board provides that any additional revenues arising from changes in IRFD law including the reinstatement of ERAF and/or the pledge of MVLF would be used exclusively to finance affordable housing.

Table 3: Net Funding Need (\$ in Millions)

	<u>Amount</u>
Estimated Cost of Construction	(968)
Committed Non-Project Sources (Tax Credits)	449
Project Generated Sources (Net Increment, Other)	<u>138</u>
Affordable Housing Need	(382)
Short-Term MOHCD Funding	30
State Legislative Changes:	
ERAF Share: 25.3% (Bond Proceeds)	206
IRFD Extension	<u>38</u>
Net Funding Need Gap	(108)
Future Local Shares	
GF Share: 8%	65
Leverage Island Revenue	TBD
Future MOHCD Funding	TBD

It is also useful to understand when potential sources may be available to support the housing program. Table 4, below, illustrates which sources may be available in the near-, mid-, and long-term.

Table 4: Affordable Housing Funding Sources

	Near-Term	Mid-Term	Long-Term
Local Project Generated Sources			
GF Share: 8%		X	X
Leverage Island Revenue	X	X	X
Grants			
AHSC	X	X	
No Place Like Home		X	
Legislative Changes			
State ERAF Share		X	X
IRFD Extension			X
MOHCD Funding	X	X	X

Conclusion

TIDA and TIHDI have been working with the MOHCD to develop a funding strategy with an emphasis on projects deliverable over the next 10 years. It is very difficult to predict with any certainty what local revenues will be available beyond 10 years and what other projects will be competing for those resources. Based on our efforts, we project that we will be able to deliver 720 TIDA/TIHDI affordable units between 2018 – when the first parcel will be available – and 2026 with approximately \$30 million in support from MOHCD. These projections do not assume external grants or the legislative changes described above which could make more funds available. To the extent that we are able to realize the potential funding sources identified above, 1,967 units or 90% of the affordable housing obligation including inclusionary units will be delivered over the life of the development.

To date, TICD has demolished structures on Yerba Buena Island and, in August, began demolition on Treasure Island. TICD has taken bids for the initial infrastructure contracts on Yerba Buena Island – for new water storage reservoirs and for new roadways and utility infrastructure – and those contractors are poised to mobilize and begin construction in the coming weeks.

For this work to continue moving forward, it is essential that the City and TIDA commence formation of the initial IRFD and CFD to demonstrate the capacity to reimburse TICD – and, by extension, their lenders – for eligible work as it is completed. A delay in the formation of the IRFD and CDF would slow the release of funds and progress to implement the Program would stall.

The administration of the IRFD and CFD will require TIDA and the Office of Public Finance to appear regularly before the Board of Supervisors to authorize future bond sales and take other actions. We would update the Board of the progress in funding individual affordable housing projects and narrowing the overall funding gap as a regular part of every report.

Your consideration of this matter is greatly appreciated. Please contact Nadia Sesay at 415-554-554-5956 or Bob Beck at 415-274-0646 if you have any questions.

CC: Angela Calvillo, Clerk of the Board of Supervisors
Ben Rosenfield, Controller
Naomi Kelly, City Administrator
Nicole Elliott, Director of Legislative & Government Affairs
Mawuli Tugbenyoh, Mayor's Liaison to the Board of Supervisors
Melissa Whitehouse, Mayor's Budget Director
Olson Lee, Mayor's Office of Housing and Community Development
Kate Hartley, Mayor's Office of Housing and Community Development
Harvey Rose, Budget Analyst



City and County of San Francisco
Department of Elections

John Arntz, Director

January 13, 2017

Honorable Members
San Francisco Board of Supervisors
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco, California 94102

Re: Registered Voters within Boundaries of Proposed "City and County of San Francisco Community Facilities District No. 2016-1 (Treasure Island)" and "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)"

Dear Honorable Supervisors:

This letter confirms that on December 22, 2016 and on January 13, 2017, I have reviewed the records of registered voters for the territory that is encompassed within the boundaries of the City and County of San Francisco Community Facilities District No. 2016-1 (Treasure Island) (the "CFD") and the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) (the "IRFD"), as such territory is shown on the boundary maps for the CFD and the IRFD, respectively, reference to which maps is hereby made and by this reference incorporated herein.

Based on this review, I hereby certify that on each of the aforementioned dates, there were no registered voters within the boundaries of either the CFD or the IRFD, respectively.

Respectfully,


John Arntz, Director



January 11, 2017

475 Sansome Street
Suite 1700
San Francisco, CA 94111
t. 415.391.5780
f. 415.276.2088

Treasure Island Series 1, LLC
c/o Kheay Loke
Wilson Meany
Four Embarcadero Center, Suite 3300
San Francisco, CA 94111

Re: City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)

Dear Property Owner:

As you know, the City and County of San Francisco (the "City") has begun the formation of the above-referenced Infrastructure and revitalization financing district (the "IRFD") that includes your property. The next steps will be the public hearing and property owner election, which will both happen at the same meeting of the Board of Supervisors (the "Board of Supervisors") of the City on January 24, 2017. In anticipation of the hearing and the election, the City sends you:

1. **Notice of Public Hearing.** There will be a public hearing on January 24, 2017 with respect to the formation of the IRFD and adoption of an infrastructure financing plan (the "IFP") for the IRFD.

2. **Proposed Resolution Adopting IFP and Forming IRFD.** This is the resolution that the Board of Supervisors proposes to adopt after the hearing. It will adopt the IFP and form the IRFD, subject to a favorable property owner vote. The facilities to be financed are shown in the IFP, which is available on the City's website and which you have previously received by mail. Please review the IFP carefully to make sure what is being financed. If the formation process is completed, a portion of the City's tax increment, as specified in the IFP, will be used for the purposes set forth in the IFP.

3. **Official Ballot.** I attach a special election ballot, reflecting property ownership information provided by you to us. This is the ballot that the property owner must use to vote for the formation of the IRFD, and the approval of the IFP, the appropriations limit for the IRFD and issuance of bonds for the IRFD. Please note the number of votes shown at the lower right side. Each owner has one vote for each acre of land or portion of an acre of land it owns in the IRFD. If you feel that the number of votes is not correct, please contact the person shown below. Mark your ballot and put in the ballot envelope provided.

4. **Official Ballot Envelope.** The marked official ballot must be put in the attached envelope. Please complete and sign the envelope. Then either mail it or return it in person to the office of the Director of Elections of the City and County of San Francisco not later than 3:00

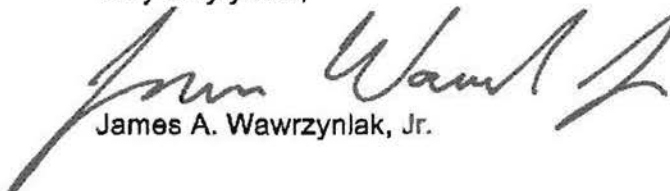


p.m. on January 24, 2017. The address for the Director of Elections of the City and County of San Francisco is shown on the envelope.

The ballots will be counted by the Director of Elections at the Board of Supervisors meeting on January 24, 2017. If there is approval by two-thirds of the votes cast, the City will proceed with the formation of the IRFD, adoption of the IFP, and the issuance of bonds for the IRFD.

The election date cannot be postponed, continued or extended, so please be sure that your ballot is received by the Director of Elections of the City and County of San Francisco by the time specified above. If you have any questions about any of this, please contact: Nadia Sesay, Director of the Office of Public Finance, City and County of San Francisco, 1 Dr. Carlton B. Goodlett Place, San Francisco, California 94102; Telephone: (415) 554-5956.

Very truly yours,



James A. Wawrzyniak, Jr.

Enclosures

cc: *via email-PDF*
John Amtz, Director of Elections
Alisa Somera, Legislative Deputy Director, San Francisco Board of Supervisors

BOARD of SUPERVISORS



City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco 94102-4689
Tel. No. 554-5184
Fax No. 554-5163
TDD/TTY No. 554-5227

NOTICE OF PUBLIC HEARING

BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 24, 2017

Time: 3:00 p.m.

Location: Legislative Chamber, City Hall, Room 250
1 Dr. Carlton B. Goodlett, Place, San Francisco, CA

Subject: File No. 161361. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasure Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 161117, 161118, 161119, 161120, 161121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District, and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000.

On December 6, 2016, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City") adopted its "Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein to finance the construction and/or acquisition of capital improvements on Treasure Island; to provide for annexation; to call a public hearing on the formation of the district and project areas therein and to provide public notice thereof; and determining other matters in connection therewith" ("Resolution of Intention to Establish IRFD"), stating its intention to form the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 *et seq.* (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein.

Also on December 6, 2016, the Board of Supervisors adopted its "Resolution authorizing and directing the Director of the Office of Public Finance, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein and determining other matters in connection therewith," ordering preparation of an infrastructure financing plan (the "Infrastructure Financing Plan") consistent with the requirements of the IRFD Law. The Infrastructure Financing Plan is available for public inspection in the office of the Clerk of the Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California and on the website of the Clerk of the Board of Supervisors.

Under the IRFD Law, the Board of Supervisors gives notice as follows:

1. Facilities to be Financed. The IRFD will be used to finance costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, facilities acquired from third parties (such as acquisition, abatement and demolition costs, a supplemental fire water supply system, low pressure water facilities, water tank facilities, recycled water facilities, storm drainage system, separated sanitary sewer, joint trench, earthwork, retaining walls, highway ramps, roadways, pathways, curbs and gutters, traffic facilities, streetscapes, shoreline improvements, parks, a ferry terminal, hazardous soil removal, community facilities, other amounts specifically identified in the DDA as a Qualified Project Cost and Hard Costs, Soft Costs and Pre-Development Costs as defined in the Conveyance Agreement), and authorized payments (consisting of the contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads). The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.

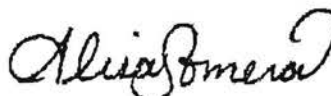
2. Financial Arrangements. The IRFD will finance the public works described above with tax increment revenue received by the IRFD from the City (and from no

other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD that is payable from tax increment revenue received by the IRFD.

3. Boundaries of the IRFD. The boundaries of the IRFD are described in a map of the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.

4. Public Hearing. The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017.


for Angela Calvillo
Clerk of the Board

1 [Resolution Proposing Adoption of Infrastructure Financing Plan—Infrastructure and
2 Revitalization Financing District No. 1 (Treasure Island)]

3 **Resolution proposing adoption of infrastructure financing plan and formation of City
4 and County of San Francisco Infrastructure and Revitalization Financing District No. 1
5 (Treasure Island) and project areas therein; providing for future annexation; and
6 determining other matters in connection therewith.**

7
8
9 WHEREAS, Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California
10 Government Code, commencing with Section 53369 ("IRFD Law"), this Board of Supervisors
11 is authorized to establish an infrastructure and revitalization financing district and to act as the
12 legislative body for an infrastructure and revitalization financing district; and

13 WHEREAS, Pursuant to IRFD Law Section 53369.5, an infrastructure and revitalization
14 financing district may be divided into project areas; and

15 WHEREAS, IRFD Law Section 53369.14(d)(5) provides that the legislative body of a
16 proposed infrastructure and revitalization financing district may specify, by ordinance, the date
17 on which the allocation of tax increment will begin and IRFD Law Section 53369.5(b) provides
18 that project areas within a district may be subject to distinct limitations established under the
19 IRFD Law, and the Board of Supervisors has indicated that it wishes to specify the date on
20 which the allocation of tax increment will begin for the proposed infrastructure and
21 revitalization financing district on a project area-by-project area basis; and

22 WHEREAS, Pursuant to the Financing Plan and the IRFD Law, the Board of
23 Supervisors adopted its "Resolution of intention to establish City and County of San Francisco
24 Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas
25 therein to finance the construction and/or acquisition of facilities on Treasure Island and Yerba

1 Buena Island; to provide for annexation; to call a public hearing on the formation of the district
2 and project areas therein and to provide public notice thereof; and determining other matters
3 in connection therewith" (the "Resolution of Intention to Establish IRFD"), stating its intention
4 to form (i) the "City and County of San Francisco Infrastructure and Revitalization Financing
5 District No. 1 (Treasure Island)" (the "IRFD"), (ii) "Project Area A of the City and County of San
6 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
7 Area A") as a project area within the IRFD, (iii) "Project Area B of the City and County of San
8 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
9 Area B") as a project area within the IRFD, (iv) "Project Area C of the City and County of San
10 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
11 Area C") as a project area within the IRFD, (v) "Project Area D of the City and County of San
12 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
13 Area D") as a project area within the IRFD, and (vi) "Project Area E of the City and County of
14 San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)"
15 ("Project Area E" and, together with Project Area A, Project Area B, Project Area C and
16 Project Area D, the "Initial Project Areas" and together with any future project areas that may
17 be established in the IRFD, the "Project Areas") as a project area within the IRFD, pursuant to
18 the IRFD Law; and

19 WHEREAS, The Resolution of Intention to Establish IRFD, is on file with the Clerk of
20 the Board of Supervisors and the provisions thereof, except as modified by this Resolution,
21 are incorporated herein by this reference as if fully set forth herein; and

22 WHEREAS, The City intends to form the IRFD and the Project Areas for the purpose of
23 financing the cost of certain facilities (the "Facilities") as further provided in the Resolution of
24 Intention to Establish IRFD; and

25

1 WHEREAS, This Board of Supervisors has also adopted a resolution entitled
2 "Resolution authorizing and directing the Director of the Office of Public Finance, or designee
3 thereof, to prepare an infrastructure financing plan for City and County of San Francisco
4 Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas
5 therein; and determining other matters in connection therewith," to order preparation of an
6 infrastructure financing plan for the IRFD and the Project Areas (the "Infrastructure Financing
7 Plan") consistent with the requirements of the IRFD Law; and

8 WHEREAS, The Infrastructure Financing Plan includes a list of the Facilities to be
9 financed by tax increment revenues of the IRFD; and

10 WHEREAS, As required by the IRFD Law, the Clerk of the Board of Supervisors
11 caused to be mailed a copy of the Resolution of Intention to Establish IRFD to each owner of
12 land within the proposed IRFD and each affected taxing entity (as defined in the IRFD Law);
13 and

14 WHEREAS, As further required by the IRFD Law, the Director of the Office of Public
15 Finance prepared the Infrastructure Financing Plan and the Treasure Island Director sent the
16 Infrastructure Financing Plan, along with any report required by the California Environmental
17 Quality Act (Division 13) (commencing with Section 2100) of the Public Resources Code) that
18 pertains to the proposed Facilities or the proposed development project for which the Facilities
19 are needed, to (i) each owner of land within the proposed IRFD and (ii) each affected taxing
20 entity; the Treasure Island Director also sent the Infrastructure Financing Plan and the CEQA
21 Report to the City's Planning Commission and the Board of Supervisors; and,

22 WHEREAS, The Clerk of the Board of Supervisors made the Infrastructure Financing
23 Plan available for public inspection; and

24 WHEREAS, On _____, 2016, as required by the IRFD Law, the Board of
25 Supervisors, as the legislative body of the City, which is the only affected taxing entity which is

1 proposed to be subject to the division of taxes pursuant the IRFD Law, considered and
2 adopted its resolution "Resolution approving infrastructure financing plan for City and County
3 of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)
4 and project areas therein; and determining other matters in connection therewith," pursuant to
5 which the Board of Supervisors, as the governing body of the City, in its capacity as an
6 affected taxing entity, approved the Infrastructure Financing Plan and the procedures for
7 future annexation of territory into the IRFD described in the Resolution of Intention to
8 Establish IRFD; and

9 WHEREAS, On _____, 2016, following publication of a notice consistent with the
10 requirements of the IRFD Law, this Board of Supervisors held a public hearing as required by
11 the IRFD Law relating to the proposed IRFD and the Initial Project Areas, the proposed
12 Infrastructure Financing Plan and the proposed future annexation of territory on Yerba Buena
13 Island and Treasure Island to the IRFD in the manner described in the Resolution of Intention
14 to Establish IRFD; and

15 WHEREAS, At the hearing any persons having any objections to the proposed
16 Infrastructure Financing Plan, or the regularity of any of the prior proceedings, and all written
17 and oral objections, and all evidence and testimony for and against the adoption of the
18 Infrastructure Financing Plan, were heard and considered, and a full and fair hearing was
19 held; and

20 WHEREAS, This Board of Supervisors wishes to propose adoption of the Infrastructure
21 Financing Plan, and formation of the IRFD and the Initial Project Areas; now, therefore, be it

22 RESOLVED, That the foregoing recitals are true and correct; and, be it

23 FURTHER RESOLVED, That all prior proceedings taken by this Board of Supervisors
24 in connection with the establishment of the IRFD and the Initial Project Areas and preparation

25

1 and approval of the Infrastructure Financing Plan have been duly considered and are hereby
2 found and determined to be valid and in conformity with the IRFD Law; and, be it

3 FURTHER RESOLVED, That the Board of Supervisors hereby proposes formation of
4 the IRFD and the Initial Project Areas and division of taxes of the City as described in the
5 Infrastructure Financing Plan. The proposed IRFD shall be designated the "City and County of
6 San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island),
7 "and pursuant to IRFD Law Section 53369.5, the territory to be initially included in the IRFD
8 (as shown on the map described below) is hereby designated to include the following Initial
9 Project Areas:

- 10 a. Project Area A of the City and County of San Francisco Infrastructure and
11 Revitalization Financing District No. 1 (Treasure Island) ("Project Area A");
- 12 b. Project Area B of the City and County of San Francisco Infrastructure and
13 Revitalization Financing District No. 1 (Treasure Island) ("Project Area B");
- 14 c. Project Area C of the City and County of San Francisco Infrastructure
15 and Revitalization Financing District No. 1 (Treasure Island) ("Project Area C");
- 16 d. Project Area D of the City and County of San Francisco Infrastructure and
17 Revitalization Financing District No. 1 (Treasure Island) ("Project Area D");
- 18 e. Project Area E of the City and County of San Francisco Infrastructure and
19 Revitalization Financing District No. 1 (Treasure Island) ("Project Area E"); and be it

20 FURTHER RESOLVED, That the Board of Supervisors hereby proposes adoption of
21 the Infrastructure Financing Plan in the form on file with the Clerk of the Board of Supervisors;
22 and, be it

23 FURTHER RESOLVED, That future annexations of property on Yerba Buena Island
24 and Treasure Island into the IRFD may occur at any time after formation of the IRFD, but only
25 if the Board of Supervisors has completed the procedures set forth in the Infrastructure

1 Financing Plan, which procedures shall include the following: (i) this Board of Supervisors
2 adopts a resolution of intention to annex property (the "annexation territory") into the IRFD and
3 describes whether the annexation territory will be included in one of the then-existing Project
4 Areas or in a new Project Area and to issue bonds and other debt ("Bonds"), (ii) the resolution
5 of intention is mailed to each owner of land in the annexation territory and each affected
6 taxing entity in the annexation territory, if any, in substantial compliance with IRFD Law
7 Sections 53369.11 and 53369.12, (iii) this Board of Supervisors designates TIDA to prepare
8 an amendment to the Infrastructure Financing Plan, if necessary, and the designated official
9 prepares any such amendment, in substantial compliance with IRFD Law Sections 53369.13
10 and 53369.14, (iv) any amendment to the Infrastructure Financing Plan is sent to each owner
11 of land and each affected taxing entity (if any) within the annexation territory, in substantial
12 compliance with IRFD Law Sections 53369.15 and 53369.16, and approved by this Board of
13 Supervisors, as the legislative body of the only affected taxing entity that is subject to the
14 division of taxes pursuant to the IRFD Law, (v) this Board of Supervisors notices and holds a
15 public hearing on the proposed annexation, in substantial compliance with IRFD Law Sections
16 53369.17 and 53369.18, (vi) this Board of Supervisors adopts a resolution proposing the
17 adoption of any amendment to the Infrastructure Financing Plan and annexation of the
18 annexation territory to the IRFD, and submits the proposed annexation to the qualified
19 electors in the annexation territory, in substantial compliance with IRFD Law Sections
20 53369.20-53369.22, with the ballot measure to include the question of the proposed
21 annexation of the annexation territory into the IRFD, approval of the appropriations limit for the
22 IRFD and approval of the issuance of Bonds for the IRFD, and (vii) after canvass of returns of
23 any election, and if two-thirds of the votes cast upon the question are in favor of the ballot
24 measure, this Board may, by ordinance, adopt the amendment to the Infrastructure Financing
25

1 Plan, if any, and approve the annexation of the annexation territory to the IRFD, in substantial
2 compliance with IRFD Law Section 53369.23; and, be it

3 FURTHER RESOLVED, That in accordance with IRFD Law Sections 53369.5(b) and
4 53369.14(d)(5), the Board of Supervisors shall establish, by ordinance, the date on which the
5 allocation of tax increment shall begin for the IRFD, which date shall be determined on a
6 Project Area-by-Project Area basis (each such date, the "Commencement Date"), and each
7 Project Area may accordingly have a different Commencement Date, with each
8 Commencement Date being the first day of the fiscal year following the fiscal year in which the
9 applicable Project Area has generated and the City has received (i) with respect to Project
10 Areas A, B and E, at least \$150,000 of tax Increment, (ii) with respect to Project Areas C and
11 D, at least \$300,000 of tax Increment, and (iii) with respect to all other Project Areas
12 established in connection with the annexation of territory to the IRFD, the amount of tax
13 increment specified in the ordinance annexing such Project Area to the IRFD; and, be it

14 FURTHER RESOLVED, That in accordance with the IRFD Law, the annual
15 appropriations limit for the IRFD, as defined by subdivision (h) of Section 8 of Article XIII B of
16 the California Constitution, is hereby established at \$192 million, and said appropriations limits
17 shall be submitted to the qualified electors of the proposed IRFD. The proposition
18 establishing the annual appropriations limits shall become effective if approved by the
19 qualified electors voting thereon and shall be adjusted in accordance with applicable law; and,
20 be it

21 FURTHER RESOLVED, That pursuant to the provisions of the IRFD Law, the
22 proposition to establish the IRFD and the Initial Project Areas, the proposition to approve the
23 Infrastructure Financing Plan and the proposition to establish the appropriations limit specified
24 above shall be submitted to the qualified electors of the IRFD at an election, and the time,
25 place and conditions of the election shall be as specified by a separate resolution of this

1 Board of Supervisors, and the Board of Supervisors directs staff, within three business days,
2 to provide the Director of Elections of the City and County of San Francisco, as the official to
3 conduct the election, with the following: this Resolution, a certified map of sufficient scale and
4 clarity to show the boundaries of the proposed IRFD and each of the Initial Project Areas, and
5 a sufficient description (including the assessor's parcel numbers in a landowner election) to
6 allow the Director of Elections to determine the boundaries of the proposed IRFD and each of
7 the Initial Project Areas; and, be it

8 FURTHER RESOLVED, That in the "Resolution of intention to establish City and
9 County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure
10 Island) and project areas therein to finance the construction and/or acquisition of facilities on
11 Treasure Island and Yerba Buena Island; to provide for future annexation; to call a public
12 hearing on the formation of the district and project areas therein and to provide public notice
13 thereof; and determining other matters in connection therewith", this Board of Supervisors
14 made certain findings under the California Environmental Quality Act ("CEQA") about the Final
15 Environmental Impact Report ("FEIR") for the disposition and development of a portion of
16 Naval Station Treasure Island, and those findings are incorporated in this Resolution as if set
17 forth in their entirety herein; and, be it

18 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or
19 word of this resolution, or any application thereof to any person or circumstance, is held to be
20 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision
21 shall not affect the validity of the remaining portions or applications of this resolution, this
22 Board of Supervisors hereby declaring that it would have passed this resolution and each and
23 every section, subsection, sentence, clause, phrase, and word not declared invalid or
24 unconstitutional without regard to whether any other portion of this resolution or application
25 thereof would be subsequently declared invalid or unconstitutional; and, be it

1 FURTHER RESOLVED, That the Mayor, the Controller, the Director of the Office of
2 Public Finance, the Clerk of the Board of Supervisors and any and all other officers of the City
3 are hereby authorized, for and in the name of and on behalf of the City, to do any and all
4 things and take any and all actions, including execution and delivery of any and all
5 documents, assignments, certificates, requisitions, agreements, notices, consents,
6 instruments of conveyance, warrants and documents, which they, or any of them, may deem
7 necessary or advisable In order to effectuate the purposes of this Resolution; provided
8 however that any such actions be solely intended to further the purposes of this Resolution,
9 and are subject in all respects to the terms of the Resolution; and, be it

10 FURTHER RESOLVED, That all actions authorized and directed by this Resolution,
11 consistent with any documents presented herein, and heretofore taken are hereby ratified,
12 approved and confirmed by this Board of Supervisors; and, be it

13 FURTHER RESOLVED, That this Resolution shall take effect upon its adoption.

14
15 APPROVED AS TO FORM:
16 DENNIS HERRERA, CITY ATTORNEY

17 By _____
18 MARK D. BLAKE
19 Deputy City Attorney
20 n:\speclas\2016\0600537\01143645.docx

CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)

OFFICIAL BALLOT
SPECIAL ELECTION

This ballot is for a special, landowner election. You must return this ballot in the enclosed postage paid envelope to the office of the Director of Elections of the City and County of San Francisco no later than the hour of 3:00 p.m. on January 24, 2017, either by mail or in person. The office of the Director of Elections is located at 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California 94102-4689.

To vote, mark a cross (X) on the voting line after the word "YES" or after the word "NO". All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the Director of Elections of the City and County of San Francisco and obtain another.

BALLOT MEASURE NO. 1: Shall the Board of Supervisors form "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)," including project areas therein (the "IRFD") as proposed in the Board of Supervisors resolution entitled "Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein; providing for future annexation; and determining other matters in connection therewith" adopted on January 24, 2017 (the "Resolution Proposing Formation")?

YES: _____
NO: _____

BALLOT MEASURE NO. 2: Shall the Board of Supervisors approve the infrastructure financing plan for the IRFD and the Project Areas, as proposed for approval by the Board of Supervisors in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 3: Shall the annual appropriations limit of the IRFD be established in the amount of \$192 million, as set forth in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 4: Shall the City and County of San Francisco be authorized from time to time to issue one or more series of bonds and other debt ("Bonds") for the IRFD in the maximum aggregate principal amount of (i) \$780 million plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors of annexation territory in connection with each annexation of annexation territory to the IRFD, so long as the Board makes the finding specified in Section 53369.41(f) of the IRFD Law, all as set forth in the Board of Supervisors resolution entitled "Resolution of Intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and determining other matters in connection therewith," with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such series of Bonds, the proceeds of which Bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing each series of the Bonds and related expenses?

YES: _____
NO: _____

Assessor's Parcel Number(s): 8948-001, 8952-001, 8954-001, 8901-001, 8903-002, 8904-001, 8906-001, 8906-002, 8902-001, 8902-002, 8903-001, 8906-003, 8906-004, 8904-002
Acreage: 22.14
Number of Votes: 23
Name of Property Owner: Treasure Island Series 1, LLC, a Delaware limited liability company

Property Owner:

TREASURE ISLAND SERIES 1, LLC,
a Delaware limited liability company

By: _____

Name: Jonathan M. Jaffe

Its: Vice President

By: _____

Name: Christopher Meany

Title: Authorized Signatory

Owner and Voter:

Treasure Island Series 1, LLC
Cheay Loke
1000 Montgomery Avenue
Embarcadero Center, Suite 3330
San Francisco, CA 94111

First Class Mail

To: **Director of Elections
City and County of San Francisco
1 Dr. Carlton B. Goodlett Place
City Hall
San Francisco, California 94102**

I hereby declare under penalty of perjury that the person listed on the enclosed ballot is the owner of the property or the authorized representative of the landowner entitled to vote said ballot.

Dated on _____, 2017
_____, California.

Attention: This envelope contains an official ballot and is to be opened only by the canvassing board with respect to the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) special election to be held on January 24, 2017.



January 11, 2017

475 Sansome Street
Suite 1700
San Francisco, CA 94111
t. 415.391.5780
f. 415.276.2088

Treasure Island Development Authority
Attention: Robert P. Beck, Treasure Island Director
One Avenue of the Palms
Treasure Island
San Francisco, CA 94130

Re: City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)

Dear Property Owner:

As you know, the City and County of San Francisco (the "City") has begun the formation of the above-referenced infrastructure and revitalization financing district (the "IRFD") that includes your property. The next steps will be the public hearing and property owner election, which will both happen at the same meeting of the Board of Supervisors (the "Board of Supervisors") of the City on January 24, 2017. In anticipation of the hearing and the election, the City sends you:

1. **Notice of Public Hearing.** There will be a public hearing on January 24, 2017 with respect to the formation of the IRFD and adoption of an infrastructure financing plan (the "IFP") for the IRFD.

2. **Proposed Resolution Adopting IFP and Forming IRFD.** This is the resolution that the Board of Supervisors proposes to adopt after the hearing. It will adopt the IFP and form the IRFD, subject to a favorable property owner vote. The facilities to be financed are shown in the IFP, which is available on the City's website and which you have previously received by mail. Please review the IFP carefully to make sure what is being financed. If the formation process is completed, a portion of the City's tax increment, as specified in the IFP, will be used for the purposes set forth in the IFP.

3. **Official Ballot.** I attach a special election ballot, reflecting property ownership information provided by you to us. This is the ballot that the property owner must use to vote for the formation of the IRFD, and the approval of the IFP, the appropriations limit for the IRFD and issuance of bonds for the IRFD. Please note the number of votes shown at the lower right side. Each owner has one vote for each acre of land or portion of an acre of land it owns in the IRFD. If you feel that the number of votes is not correct, please contact the person shown below. Mark your ballot and put in the ballot envelope provided.

4. **Official Ballot Envelope.** The marked official ballot must be put in the attached envelope. Please complete and sign the envelope. Then either mail it or return it in person to the office of the Director of Elections of the City and County of San Francisco not later than 3:00

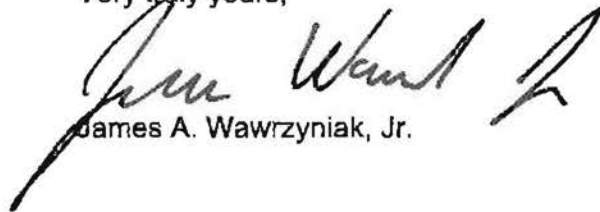


p.m. on January 24, 2017. The address for the Director of Elections of the City and County of San Francisco is shown on the envelope.

The ballots will be counted by the Director of Elections at the Board of Supervisors meeting on January 24, 2017. If there is approval by two-thirds of the votes cast, the City will proceed with the formation of the IRFD, adoption of the IFP, and the issuance of bonds for the IRFD.

The election date cannot be postponed, continued or extended, so please be sure that your ballot is received by the Director of Elections of the City and County of San Francisco by the time specified above. If you have any questions about any of this, please contact: Nadia Sesay, Director of the Office of Public Finance, City and County of San Francisco, 1 Dr. Carlton B. Goodlett Place, San Francisco, California 94102; Telephone: (415) 554-5956.

Very truly yours,



James A. Wawrzyniak, Jr.

Enclosures

cc: *via email-PDF*
John Amtz, Director of Elections
Allsa Somera, Legislative Deputy Director, San Francisco Board of Supervisors

BOARD of SUPERVISORS



City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco 94102-4689
Tel. No. 554-5164
Fax No. 554-5163
TDD/TTY No. 554-5227

NOTICE OF PUBLIC HEARING

BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 24, 2017

Time: 3:00 p.m.

Location: Legislative Chamber, City Hall, Room 250
1 Dr. Carlton B. Goodlett, Place, San Francisco, CA

Subject: File No. 161361. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasure Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 161117, 161118, 161119, 161120, 161121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the Infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District, and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000.

On December 6, 2016, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City") adopted its "Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein to finance the construction and/or acquisition of capital improvements on Treasure Island; to provide for annexation; to call a public hearing on the formation of the district and project areas therein and to provide public notice thereof; and determining other matters in connection therewith" ("Resolution of Intention to Establish IRFD"), stating its intention to form the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 *et seq.* (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein.

Also on December 6, 2016, the Board of Supervisors adopted its "Resolution authorizing and directing the Director of the Office of Public Finance, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein and determining other matters in connection therewith," ordering preparation of an infrastructure financing plan (the "Infrastructure Financing Plan") consistent with the requirements of the IRFD Law. The Infrastructure Financing Plan is available for public inspection in the office of the Clerk of the Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California and on the website of the Clerk of the Board of Supervisors.

Under the IRFD Law, the Board of Supervisors gives notice as follows:

1. Facilities to be Financed. The IRFD will be used to finance costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, facilities acquired from third parties (such as acquisition, abatement and demolition costs, a supplemental fire water supply system, low pressure water facilities, water tank facilities, recycled water facilities, storm drainage system, separated sanitary sewer, joint trench, earthwork, retaining walls, highway ramps, roadways, pathways, curbs and gutters, traffic facilities, streetscapes, shoreline improvements, parks, a ferry terminal, hazardous soil removal, community facilities, other amounts specifically identified in the DDA as a Qualified Project Cost and Hard Costs, Soft Costs and Pre-Development Costs as defined in the Conveyance Agreement), and authorized payments (consisting of the contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads). The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.


2. Financial Arrangements. The IRFD will finance the public works described above with tax increment revenue received by the IRFD from the City (and from no

other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD that is payable from tax increment revenue received by the IRFD.

3. Boundaries of the IRFD. The boundaries of the IRFD are described in a map of the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.

4. Public Hearing. The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017.


for Angela Calvillo
Clerk of the Board

1 [Resolution Proposing Adoption of Infrastructure Financing Plan--Infrastructure and
2 Revitalization Financing District No. 1 (Treasure Island)]

3 **Resolution proposing adoption of infrastructure financing plan and formation of City
4 and County of San Francisco Infrastructure and Revitalization Financing District No. 1
5 (Treasure Island) and project areas therein; providing for future annexation; and
6 determining other matters in connection therewith.**

7
8
9 WHEREAS, Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California
10 Government Code, commencing with Section 53369 ("IRFD Law"), this Board of Supervisors
11 is authorized to establish an infrastructure and revitalization financing district and to act as the
12 legislative body for an infrastructure and revitalization financing district; and

13 WHEREAS, Pursuant to IRFD Law Section 53369.5, an infrastructure and revitalization
14 financing district may be divided into project areas; and

15 WHEREAS, IRFD Law Section 53369.14(d)(5) provides that the legislative body of a
16 proposed infrastructure and revitalization financing district may specify, by ordinance, the date
17 on which the allocation of tax increment will begin and IRFD Law Section 53369.5(b) provides
18 that project areas within a district may be subject to distinct limitations established under the
19 IRFD Law, and the Board of Supervisors has indicated that it wishes to specify the date on
20 which the allocation of tax increment will begin for the proposed infrastructure and
21 revitalization financing district on a project area-by-project area basis; and

22 WHEREAS, Pursuant to the Financing Plan and the IRFD Law, the Board of
23 Supervisors adopted its "Resolution of Intention to establish City and County of San Francisco
24 Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas
25 therein to finance the construction and/or acquisition of facilities on Treasure Island and Yerba

1 Buena Island; to provide for annexation; to call a public hearing on the formation of the district
2 and project areas therein and to provide public notice thereof; and determining other matters
3 in connection therewith" (the "Resolution of Intention to Establish IRFD"), stating its intention
4 to form (i) the "City and County of San Francisco Infrastructure and Revitalization Financing
5 District No. 1 (Treasure Island)" (the "IRFD"), (ii) "Project Area A of the City and County of San
6 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
7 Area A") as a project area within the IRFD, (iii) "Project Area B of the City and County of San
8 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
9 Area B") as a project area within the IRFD, (iv) "Project Area C of the City and County of San
10 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
11 Area C") as a project area within the IRFD, (v) "Project Area D of the City and County of San
12 Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" ("Project
13 Area D") as a project area within the IRFD, and (vi) "Project Area E of the City and County of
14 San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)"
15 ("Project Area E" and, together with Project Area A, Project Area B, Project Area C and
16 Project Area D, the "Initial Project Areas" and together with any future project areas that may
17 be established in the IRFD, the "Project Areas") as a project area within the IRFD, pursuant to
18 the IRFD Law; and

19 WHEREAS, The Resolution of Intention to Establish IRFD, is on file with the Clerk of
20 the Board of Supervisors and the provisions thereof, except as modified by this Resolution,
21 are incorporated herein by this reference as if fully set forth herein; and

22 WHEREAS, The City intends to form the IRFD and the Project Areas for the purpose of
23 financing the cost of certain facilities (the "Facilities") as further provided in the Resolution of
24 Intention to Establish IRFD; and

25

1 WHEREAS, This Board of Supervisors has also adopted a resolution entitled
2 "Resolution authorizing and directing the Director of the Office of Public Finance, or designee
3 thereof, to prepare an infrastructure financing plan for City and County of San Francisco
4 Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas
5 therein; and determining other matters in connection therewith," to order preparation of an
6 infrastructure financing plan for the IRFD and the Project Areas (the "Infrastructure Financing
7 Plan") consistent with the requirements of the IRFD Law; and

8 WHEREAS, The Infrastructure Financing Plan includes a list of the Facilities to be
9 financed by tax increment revenues of the IRFD; and

10 WHEREAS, As required by the IRFD Law, the Clerk of the Board of Supervisors
11 caused to be mailed a copy of the Resolution of Intention to Establish IRFD to each owner of
12 land within the proposed IRFD and each affected taxing entity (as defined in the IRFD Law);
13 and

14 WHEREAS, As further required by the IRFD Law, the Director of the Office of Public
15 Finance prepared the Infrastructure Financing Plan and the Treasure Island Director sent the
16 Infrastructure Financing Plan, along with any report required by the California Environmental
17 Quality Act (Division 13) (commencing with Section 2100) of the Public Resources Code) that
18 pertains to the proposed Facilities or the proposed development project for which the Facilities
19 are needed, to (i) each owner of land within the proposed IRFD and (ii) each affected taxing
20 entity; the Treasure Island Director also sent the Infrastructure Financing Plan and the CEQA
21 Report to the City's Planning Commission and the Board of Supervisors; and,

22 WHEREAS, The Clerk of the Board of Supervisors made the Infrastructure Financing
23 Plan available for public inspection; and

24 WHEREAS, On _____, 2016, as required by the IRFD Law, the Board of
25 Supervisors, as the legislative body of the City, which is the only affected taxing entity which is

1 proposed to be subject to the division of taxes pursuant the IRFD Law, considered and
2 adopted its resolution "Resolution approving infrastructure financing plan for City and County
3 of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)
4 and project areas therein; and determining other matters in connection therewith," pursuant to
5 which the Board of Supervisors, as the governing body of the City, in its capacity as an
6 affected taxing entity, approved the Infrastructure Financing Plan and the procedures for
7 future annexation of territory into the IRFD described in the Resolution of Intention to
8 Establish IRFD; and

9 WHEREAS, On _____, 2016, following publication of a notice consistent with the
10 requirements of the IRFD Law, this Board of Supervisors held a public hearing as required by
11 the IRFD Law relating to the proposed IRFD and the Initial Project Areas, the proposed
12 Infrastructure Financing Plan and the proposed future annexation of territory on Yerba Buena
13 Island and Treasure Island to the IRFD in the manner described in the Resolution of Intention
14 to Establish IRFD; and

15 WHEREAS, At the hearing any persons having any objections to the proposed
16 Infrastructure Financing Plan, or the regularity of any of the prior proceedings, and all written
17 and oral objections, and all evidence and testimony for and against the adoption of the
18 Infrastructure Financing Plan, were heard and considered, and a full and fair hearing was
19 held; and

20 WHEREAS, This Board of Supervisors wishes to propose adoption of the Infrastructure
21 Financing Plan, and formation of the IRFD and the Initial Project Areas; now, therefore, be it

22 RESOLVED, That the foregoing recitals are true and correct; and, be it

23 FURTHER RESOLVED, That all prior proceedings taken by this Board of Supervisors
24 in connection with the establishment of the IRFD and the Initial Project Areas and preparation
25

1 and approval of the Infrastructure Financing Plan have been duly considered and are hereby
2 found and determined to be valid and in conformity with the IRFD Law; and, be it

3 FURTHER RESOLVED, That the Board of Supervisors hereby proposes formation of
4 the IRFD and the Initial Project Areas and division of taxes of the City as described in the
5 Infrastructure Financing Plan. The proposed IRFD shall be designated the "City and County of
6 San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island),
7 "and pursuant to IRFD Law Section 53369.5, the territory to be Initially included in the IRFD
8 (as shown on the map described below) is hereby designated to include the following Initial
9 Project Areas:

- 10 a. Project Area A of the City and County of San Francisco Infrastructure and
11 Revitalization Financing District No. 1 (Treasure Island) ("Project Area A");
- 12 b. Project Area B of the City and County of San Francisco Infrastructure and
13 Revitalization Financing District No. 1 (Treasure Island) ("Project Area B");
- 14 c. Project Area C of the City and County of San Francisco Infrastructure
15 and Revitalization Financing District No. 1 (Treasure Island) ("Project Area C");
- 16 d. Project Area D of the City and County of San Francisco Infrastructure and
17 Revitalization Financing District No. 1 (Treasure Island) ("Project Area D");
- 18 e. Project Area E of the City and County of San Francisco Infrastructure and
19 Revitalization Financing District No. 1 (Treasure Island) ("Project Area E"); and be it

20 FURTHER RESOLVED, That the Board of Supervisors hereby proposes adoption of
21 the Infrastructure Financing Plan in the form on file with the Clerk of the Board of Supervisors;
22 and, be it

23 FURTHER RESOLVED, That future annexations of property on Yerba Buena Island
24 and Treasure Island into the IRFD may occur at any time after formation of the IRFD, but only
25 if the Board of Supervisors has completed the procedures set forth in the Infrastructure

1 Financing Plan, which procedures shall include the following: (i) this Board of Supervisors
2 adopts a resolution of intention to annex property (the "annexation territory") into the IRFD and
3 describes whether the annexation territory will be included in one of the then-existing Project
4 Areas or in a new Project Area and to issue bonds and other debt ("Bonds"), (ii) the resolution
5 of intention is mailed to each owner of land in the annexation territory and each affected
6 taxing entity in the annexation territory, if any, in substantial compliance with IRFD Law
7 Sections 53369.11 and 53369.12, (iii) this Board of Supervisors designates TIDA to prepare
8 an amendment to the Infrastructure Financing Plan, if necessary, and the designated official
9 prepares any such amendment, in substantial compliance with IRFD Law Sections 53369.13
10 and 53369.14, (iv) any amendment to the Infrastructure Financing Plan is sent to each owner
11 of land and each affected taxing entity (if any) within the annexation territory, in substantial
12 compliance with IRFD Law Sections 53369.15 and 53369.16, and approved by this Board of
13 Supervisors, as the legislative body of the only affected taxing entity that is subject to the
14 division of taxes pursuant to the IRFD Law, (v) this Board of Supervisors notices and holds a
15 public hearing on the proposed annexation, in substantial compliance with IRFD Law Sections
16 53369.17 and 53369.18, (vi) this Board of Supervisors adopts a resolution proposing the
17 adoption of any amendment to the Infrastructure Financing Plan and annexation of the
18 annexation territory to the IRFD, and submits the proposed annexation to the qualified
19 electors in the annexation territory, in substantial compliance with IRFD Law Sections
20 53369.20-53369.22, with the ballot measure to include the question of the proposed
21 annexation of the annexation territory into the IRFD, approval of the appropriations limit for the
22 IRFD and approval of the issuance of Bonds for the IRFD, and (vii) after canvass of returns of
23 any election, and if two-thirds of the votes cast upon the question are in favor of the ballot
24 measure, this Board may, by ordinance, adopt the amendment to the Infrastructure Financing
25

1 Plan, if any, and approve the annexation of the annexation territory to the IRFD, in substantial
2 compliance with IRFD Law Section 53369.23; and, be it

3 FURTHER RESOLVED, That in accordance with IRFD Law Sections 53369.5(b) and
4 53369.14(d)(5), the Board of Supervisors shall establish, by ordinance, the date on which the
5 allocation of tax increment shall begin for the IRFD, which date shall be determined on a
6 Project Area-by-Project Area basis (each such date, the "Commencement Date"), and each
7 Project Area may accordingly have a different Commencement Date, with each
8 Commencement Date being the first day of the fiscal year following the fiscal year in which the
9 applicable Project Area has generated and the City has received (i) with respect to Project
10 Areas A, B and E, at least \$150,000 of tax increment, (ii) with respect to Project Areas C and
11 D, at least \$300,000 of tax increment, and (iii) with respect to all other Project Areas
12 established in connection with the annexation of territory to the IRFD, the amount of tax
13 increment specified in the ordinance annexing such Project Area to the IRFD; and, be it

14 FURTHER RESOLVED, That in accordance with the IRFD Law, the annual
15 appropriations limit for the IRFD, as defined by subdivision (h) of Section 8 of Article XIII B of
16 the California Constitution, is hereby established at \$192 million, and said appropriations limits
17 shall be submitted to the qualified electors of the proposed IRFD. The proposition
18 establishing the annual appropriations limits shall become effective if approved by the
19 qualified electors voting thereon and shall be adjusted in accordance with applicable law; and,
20 be it

21 FURTHER RESOLVED, That pursuant to the provisions of the IRFD Law, the
22 proposition to establish the IRFD and the Initial Project Areas, the proposition to approve the
23 Infrastructure Financing Plan and the proposition to establish the appropriations limit specified
24 above shall be submitted to the qualified electors of the IRFD at an election, and the time,
25 place and conditions of the election shall be as specified by a separate resolution of this

1 Board of Supervisors, and the Board of Supervisors directs staff, within three business days,
2 to provide the Director of Elections of the City and County of San Francisco, as the official to
3 conduct the election, with the following: this Resolution, a certified map of sufficient scale and
4 clarity to show the boundaries of the proposed IRFD and each of the Initial Project Areas, and
5 a sufficient description (including the assessor's parcel numbers in a landowner election) to
6 allow the Director of Elections to determine the boundaries of the proposed IRFD and each of
7 the Initial Project Areas; and, be it

8 FURTHER RESOLVED, That in the "Resolution of intention to establish City and
9 County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure
10 Island) and project areas therein to finance the construction and/or acquisition of facilities on
11 Treasure Island and Yerba Buena Island; to provide for future annexation; to call a public
12 hearing on the formation of the district and project areas therein and to provide public notice
13 thereof; and determining other matters in connection therewith", this Board of Supervisors
14 made certain findings under the California Environmental Quality Act ("CEQA") about the Final
15 Environmental Impact Report ("FEIR") for the disposition and development of a portion of
16 Naval Station Treasure Island, and those findings are incorporated in this Resolution as if set
17 forth in their entirety herein; and, be it

18 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or
19 word of this resolution, or any application thereof to any person or circumstance, is held to be
20 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision
21 shall not affect the validity of the remaining portions or applications of this resolution, this
22 Board of Supervisors hereby declaring that it would have passed this resolution and each and
23 every section, subsection, sentence, clause, phrase, and word not declared invalid or
24 unconstitutional without regard to whether any other portion of this resolution or application
25 thereof would be subsequently declared invalid or unconstitutional; and, be it

1 FURTHER RESOLVED, That the Mayor, the Controller, the Director of the Office of
2 Public Finance, the Clerk of the Board of Supervisors and any and all other officers of the City
3 are hereby authorized, for and in the name of and on behalf of the City, to do any and all
4 things and take any and all actions, including execution and delivery of any and all
5 documents, assignments, certificates, requisitions, agreements, notices, consents,
6 instruments of conveyance, warrants and documents, which they, or any of them, may deem
7 necessary or advisable in order to effectuate the purposes of this Resolution; provided
8 however that any such actions be solely intended to further the purposes of this Resolution,
9 and are subject in all respects to the terms of the Resolution; and, be it

10 FURTHER RESOLVED, That all actions authorized and directed by this Resolution,
11 consistent with any documents presented herein, and heretofore taken are hereby ratified,
12 approved and confirmed by this Board of Supervisors; and, be it

13 FURTHER RESOLVED, That this Resolution shall take effect upon its adoption.
14

15 APPROVED AS TO FORM:
16 DENNIS HERRERA, CITY ATTORNEY

17 By _____
18 MARK D. BLAKE
19 Deputy City Attorney
20 n:\spec\as2016\0600537\01143645.docx

CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)

OFFICIAL BALLOT
SPECIAL ELECTION

This ballot is for a special, landowner election. You must return this ballot in the enclosed postage paid envelope to the office of the Director of Elections of the City and County of San Francisco no later than the hour of 3:00 p.m. on January 24, 2017, either by mail or in person. The office of the Director of Elections is located at 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California 94102-4689.

To vote, mark a cross (X) on the voting line after the word "YES" or after the word "NO". All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the Director of Elections of the City and County of San Francisco and obtain another.

BALLOT MEASURE NO. 1: Shall the Board of Supervisors form "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)," including project areas therein (the "IRFD") as proposed in the Board of Supervisors resolution entitled "Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein; providing for future annexation; and determining other matters in connection therewith" adopted on January 24, 2017 (the "Resolution Proposing Formation")?

YES: _____
NO: _____

BALLOT MEASURE NO. 2: Shall the Board of Supervisors approve the infrastructure financing plan for the IRFD and the Project Areas, as proposed for approval by the Board of Supervisors in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 3: Shall the annual appropriations limit of the IRFD be established in the amount of \$192 million, as set forth in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 4: Shall the City and County of San Francisco be authorized from time to time to issue one or more series of bonds and other debt ("Bonds") for the IRFD in the maximum aggregate principal amount of (i) \$780 million plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors of annexation territory in connection with each annexation of annexation territory to the IRFD, so long as the Board makes the finding specified in Section 53369.41(f) of the IRFD Law, all as set forth in the Board of Supervisors resolution entitled "Resolution of Intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and determining other matters in connection therewith," with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such series of Bonds, the proceeds of which Bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing each series of the Bonds and related expenses?

YES: _____
NO: _____

Assessor's Parcel Number(s): 8949-001, 8904-003
Acreage: 3.75
Number of Votes: 4
Name of Property Owner: Treasure Island Development Authority, a California nonprofit public benefit corporation

Property Owner:
TREASURE ISLAND DEVELOPMENT AUTHORITY
a California nonprofit public benefit corporation

By: _____
Name: Robert P. Beck
Title: Treasure Island Director



ZIP 94100
041L11231577

Land Owner and Voter:

TREASURE ISLAND DEVELOPMENT AUTHORITY
Attention: Robert P. Beck, Treasure Island Director
1700 Avenue of the Palms
Treasure Island
San Francisco, CA 94130

First Class Mail

To: **Director of Elections
City and County of San Francisco
1 Dr. Carlton B. Goodlett Place
City Hall
San Francisco, California 94102**

I hereby declare under penalty of perjury that the voter listed on the enclosed ballot is the owner of record or the authorized representative of the landowner entitled to vote said ballot.

Executed on _____, 2017
at _____, California.

By: _____

Attention: This envelope contains an official ballot and is to be opened only by the canvassing board with respect to the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) special election to be held on January 24, 2017.



4221



**CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)**

**AFFIDAVIT OF MAILING BALLOT
FOR SPECIAL LANDOWNER ELECTION**

I, Brenda R. Foster, the undersigned, under penalty of perjury, certify as follows, in accordance with Government Code Section 53395.20(c):

That for and on behalf of the Director of Elections of the City and County of San Francisco (the "City"), on January 11, 2017, I caused to be mailed the Official Ballot for special landowner election, postage prepaid, to all qualified electors in the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island), whose names and addresses appear on the last equalized assessment roll for general taxes, or are known to said Director of Elections, at their respective addresses as same appeared on said roll or as known to said Director of Elections, a copy of which Ballot and a copy of which letters are attached as Exhibit A.

Executed on January 11, 2017



Brenda R. Foster,
Jones Hall, A Professional Law Corporation

EXHIBIT A
BALLOTS AND LETTERS

CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)

OFFICIAL BALLOT
SPECIAL ELECTION

This ballot is for a special, landowner election. You must return this ballot in the enclosed postage paid envelope to the office of the Director of Elections of the City and County of San Francisco no later than the hour of 3:00 p.m. on January 24, 2017, either by mail or in person. The office of the Director of Elections is located at 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California 94102-4689.

To vote, mark a cross (X) on the voting line after the word "YES" or after the word "NO". All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the Director of Elections of the City and County of San Francisco and obtain another.

BALLOT MEASURE NO. 1: Shall the Board of Supervisors form "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)," including project areas therein (the "IRFD") as proposed in the Board of Supervisors resolution entitled "Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein; providing for future annexation; and determining other matters in connection therewith" adopted on January 24, 2017 (the "Resolution Proposing Formation")?

YES: _____
NO: _____

BALLOT MEASURE NO. 2: Shall the Board of Supervisors approve the infrastructure financing plan for the IRFD and the Project Areas, as proposed for approval by the Board of Supervisors in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 3: Shall the annual appropriations limit of the IRFD be established in the amount of \$192 million, as set forth in the Resolution Proposing Formation?

YES: _____

NO: _____

BALLOT MEASURE NO. 4: Shall the City and County of San Francisco be authorized from time to time to issue one or more series of bonds and other debt ("Bonds") for the IRFD in the maximum aggregate principal amount of (i) \$780 million plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors of annexation territory in connection with each annexation of annexation territory to the IRFD, so long as the Board makes the finding specified in Section 53369.41(f) of the IRFD Law, all as set forth in the Board of Supervisors resolution entitled "Resolution of Intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and determining other matters in connection therewith," with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such series of Bonds, the proceeds of which Bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing each series of the Bonds and related expenses?

YES: _____

NO: _____

Assessor's Parcel Number(s): 8948-001, 8952-001, 8954-001, 8901-001, 8903-002, 8904-001, 8906-001, 8906-002, 8902-001, 8902-002, 8903-001, 8906-003, 8906-004, 8904-002

Acreage: 22.14

Number of Votes: 23

Name of Property Owner: Treasure Island Series 1, LLC, a Delaware limited liability company

EXHIBIT A

Property Owner:

TREASURE ISLAND SERIES 1, LLC,
a Delaware limited liability company

By: _____

Name: Jonathan M. Jaffe

Its: Vice President

By: _____

Name: Christopher Meany

Title: Authorized Signatory

EXHIBIT r

**CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)**

**OFFICIAL BALLOT
SPECIAL ELECTION**

This ballot is for a special, landowner election. You must return this ballot in the enclosed postage paid envelope to the office of the Director of Elections of the City and County of San Francisco no later than the hour of 3:00 p.m. on January 24, 2017, either by mail or in person. The office of the Director of Elections is located at 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California 94102-4689.

To vote, mark a cross (X) on the voting line after the word "YES" or after the word "NO". All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the Director of Elections of the City and County of San Francisco and obtain another.

BALLOT MEASURE NO. 1: Shall the Board of Supervisors form "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)," including project areas therein (the "IRFD") as proposed in the Board of Supervisors resolution entitled "Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein; providing for future annexation; and determining other matters in connection therewith" adopted on January 24, 2017 (the "Resolution Proposing Formation")?

YES: _____
NO: _____

BALLOT MEASURE NO. 2: Shall the Board of Supervisors approve the infrastructure financing plan for the IRFD and the Project Areas, as proposed for approval by the Board of Supervisors in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 3: Shall the annual appropriations limit of the IRFD be established in the amount of \$192 million, as set forth in the Resolution Proposing Formation?

YES: _____
NO: _____

BALLOT MEASURE NO. 4: Shall the City and County of San Francisco be authorized from time to time to issue one or more series of bonds and other debt ("Bonds") for the IRFD in the maximum aggregate principal amount of (i) \$780 million plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors of annexation territory in connection with each annexation of annexation territory to the IRFD, so long as the Board makes the finding specified in Section 53369.41(f) of the IRFD Law, all as set forth in the Board of Supervisors resolution entitled "Resolution of Intention to Issue Bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and determining other matters in connection therewith," with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such series of Bonds, the proceeds of which Bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing each series of the Bonds and related expenses?

YES: _____
NO: _____

Assessor's Parcel Number(s): 8948-001, 8904-003
Acreage: 3.75
Number of Votes: 4
Name of Property Owner: Treasure Island Development Authority, a California nonprofit public benefit corporation

EXHIBIT A

Property Owner:

TREASURE ISLAND DEVELOPMENT AUTHORITY
a California nonprofit public benefit corporation

By: _____

Name: Robert P. Beck

Title: Treasure Island Director

EXHIBIT A

4229



JONES HALL

January 11, 2017

475 Sansome Street
Suite 1700
San Francisco, CA 94111
t. 415.391.5780
f. 415.276.2088

Treasure Island Development Authority
Attention: Robert P. Beck, Treasure Island Director
One Avenue of the Palms
Treasure Island
San Francisco, CA 94130

Re: City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)

Dear Property Owner:

As you know, the City and County of San Francisco (the "City") has begun the formation of the above-referenced infrastructure and revitalization financing district (the "IRFD") that includes your property. The next steps will be the public hearing and property owner election, which will both happen at the same meeting of the Board of Supervisors (the "Board of Supervisors") of the City on January 24, 2017. In anticipation of the hearing and the election, the City sends you:

1. **Notice of Public Hearing.** There will be a public hearing on January 24, 2017 with respect to the formation of the IRFD and adoption of an infrastructure financing plan (the "IFP") for the IRFD.

2. **Proposed Resolution Adopting IFP and Forming IRFD.** This is the resolution that the Board of Supervisors proposes to adopt after the hearing. It will adopt the IFP and form the IRFD, subject to a favorable property owner vote. The facilities to be financed are shown in the IFP, which is available on the City's website and which you have previously received by mail. Please review the IFP carefully to make sure what is being financed. If the formation process is completed, a portion of the City's tax increment, as specified in the IFP, will be used for the purposes set forth in the IFP.

3. **Official Ballot.** I attach a special election ballot, reflecting property ownership information provided by you to us. This is the ballot that the property owner must use to vote for the formation of the IRFD, and the approval of the IFP, the appropriations limit for the IRFD and issuance of bonds for the IRFD. Please note the number of votes shown at the lower right side. Each owner has one vote for each acre of land or portion of an acre of land it owns in the IRFD. If you feel that the number of votes is not correct, please contact the person shown below. Mark your ballot and put in the ballot envelope provided.

4. **Official Ballot Envelope.** The marked official ballot must be put in the attached envelope. Please complete and sign the envelope. Then either mail it or return it in person to the office of the Director of Elections of the City and County of San Francisco not later than 3:00

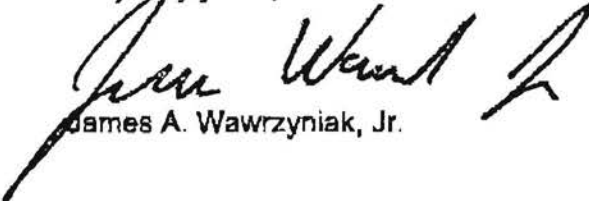


p.m. on January 24, 2017. The address for the Director of Elections of the City and County of San Francisco is shown on the envelope.

The ballots will be counted by the Director of Elections at the Board of Supervisors meeting on January 24, 2017. If there is approval by two-thirds of the votes cast, the City will proceed with the formation of the IRFD, adoption of the IFP, and the issuance of bonds for the IRFD.

The election date cannot be postponed, continued or extended, so please be sure that your ballot is received by the Director of Elections of the City and County of San Francisco by the time specified above. If you have any questions about any of this, please contact: Nadia Sesay, Director of the Office of Public Finance, City and County of San Francisco, 1 Dr. Carlton B. Goodlett Place, San Francisco, California 94102; Telephone: (415) 554-5956.

Very truly yours,



James A. Wawrzyniak, Jr.

Enclosures

cc: *via email-PDF*
John Amtz, Director of Elections
Allsa Somera, Legislative Deputy Director, San Francisco Board of Supervisors



JONES HALL

January 11, 2017

475 Sansome Street
Suite 1700
San Francisco, CA 94111
t. 415.391.5780
f. 415.276.2088

Treasure Island Series 1, LLC
c/o Kheay Loke
Wilson Meany
Four Embarcadero Center, Suite 3300
San Francisco, CA 94111

Re: City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)

Dear Property Owner:

As you know, the City and County of San Francisco (the "City") has begun the formation of the above-referenced Infrastructure and revitalization financing district (the "IRFD") that includes your property. The next steps will be the public hearing and property owner election, which will both happen at the same meeting of the Board of Supervisors (the "Board of Supervisors") of the City on January 24, 2017. In anticipation of the hearing and the election, the City sends you:

1. **Notice of Public Hearing.** There will be a public hearing on January 24, 2017 with respect to the formation of the IRFD and adoption of an infrastructure financing plan (the "IFP") for the IRFD.

2. **Proposed Resolution Adopting IFP and Forming IRFD.** This is the resolution that the Board of Supervisors proposes to adopt after the hearing. It will adopt the IFP and form the IRFD, subject to a favorable property owner vote. The facilities to be financed are shown in the IFP, which is available on the City's website and which you have previously received by mail. Please review the IFP carefully to make sure what is being financed. If the formation process is completed, a portion of the City's tax increment, as specified in the IFP, will be used for the purposes set forth in the IFP.

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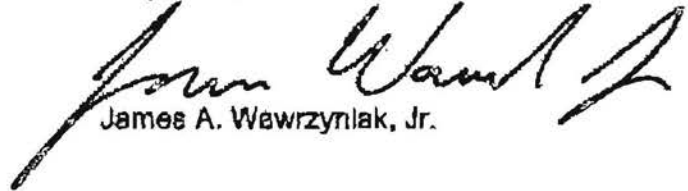


p.m. on January 24, 2017. The address for the Director of Elections of the City and County of San Francisco is shown on the envelope.

The ballots will be counted by the Director of Elections at the Board of Supervisors meeting on January 24, 2017. If there is approval by two-thirds of the votes cast, the City will proceed with the formation of the IRFD, adoption of the IFP, and the issuance of bonds for the IRFD.

The election date cannot be postponed, continued or extended, so please be sure that your ballot is received by the Director of Elections of the City and County of San Francisco by the time specified above. If you have any questions about any of this, please contact: Nadia Sessay, Director of the Office of Public Finance, City and County of San Francisco, 1 Dr. Carlton B. Goodlett Place, San Francisco, California 94102; Telephone: (415) 554-5956.

Very truly yours,



James A. Wawrzyniak, Jr.

Enclosures

cc: *via email-PDF*
John Amtz, Director of Elections
Allsa Somera, Legislative Deputy Director, San Francisco Board of Supervisors

**PETITION
TO CREATE AN
INFRASTRUCTURE AND REVITALIZATION FINANCING DISTRICT
(Including Waivers)**

December 1, 2016

Board of Supervisors of the
City and County of San Francisco
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Members of the Board of Supervisors:

This is a Petition to Create an Infrastructure and Revitalization Financing District (including Waivers) ("Petition"), pursuant to which the undersigned petition for the creation of such district pursuant to Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California Government Code (the "IRFD Law").

1. Property Owner. This Petition is submitted to the City and County of San Francisco (the "City") by the owner (the "Property Owner") of the fee simple interest in the parcels of land identified by Assessor Parcel Numbers below (the "Property"). The undersigned Property Owner warrants to the City that it is authorized to execute this Petition and that the Property Owner's submission of this Petition and participation in the City's proceedings to create an infrastructure and revitalization financing district pursuant to the IRFD Law will not constitute a violation or event of default under any existing financing arrangement to which the Property Owner is a party or in any way otherwise affect the Property Owner's ownership of such Property, including but not limited to any "due-on-encumbrance" clauses under any existing deeds of trust secured by the Property.

2. Request to Institute Proceedings. The Property Owner hereby petitions the City to undertake the following proceedings under the IRFD Law:

(a) The creation of an infrastructure and revitalization financing district to be designated "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") with the proposed boundary shown in the proposed map attached as Exhibit B hereto and incorporated herein by reference.

(b) The creation of the following initial project areas (collectively, the "Initial Project Areas," and together with any future project areas that may be established in the IRFD, the "Project Areas") with the proposed boundaries shown in Exhibit B:

(i) Project Area A of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area A");

(ii) Project Area B of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area B");

(iii) Project Area C of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area C");

(iv) Project Area D of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area D"); and

(v) Project Area E of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area E").

(c) Allocation of tax increment revenue generated from the property in the IRFD otherwise allocated to the City and County of San Francisco to finance the Facilities (as defined herein).

(d) The issuance of bonds and other debt for the IRFD in an amount to be determined during the formation proceedings.

3. Boundaries of IRFD. The Property Owner hereby asks that the proposed boundaries of the IRFD and the Initial Project Areas be as shown in Exhibit B. The Property Owner may request from time to time that the Board of Supervisors annex additional property to the IRFD in the future, into an existing Project Area or a new separate Project Area. The proposed boundaries of the IRFD includes the two parcels owned by the Property Owner listed below.

4. Purpose of IRFD. The Property Owner hereby asks that the IRFD and the Project Areas be created for the purpose of financing the facilities (the "Facilities") described in Exhibit A attached hereto and incorporated herein by reference. The Property Owner will request from time to time that the Board of Supervisors issue bonds and other debt for the IRFD in one or more series to finance the Facilities and the related incidental expenses of the proceedings and bond financing.

5. Elections. The Property Owner consents to a special landowner election being held under the IRFD Law to authorize the formation of the IRFD and the Initial Project Areas, the infrastructure financing plan for the IRFD, an appropriations limit for the IRFD and the issuance of bonds (as defined in the IRFD Law) for the IRFD, to the consolidation of the matters into a single election and that the election be conducted by the City and its officials, using mailed or hand-delivered ballots, with such ballots being opened and canvassed and the results certified at the same meeting of the Board of Supervisors as the public hearing on the IRFD under the IRFD Law or as soon thereafter as possible.

6. Waivers. To expedite the completion of the proceedings for the IRFD and the Initial Project Areas, all notices of hearings and all notices of election, applicable waiting periods under the IRFD Law for the election and all ballot analyses and arguments for the election are hereby waived. The Property Owner also waives any requirement as to the specific form of the ballot to be used for the election, whether under the IRFD Law, the California Elections Code or otherwise. These waivers are made pursuant to Sections 53369.20 and 53369.21 of the IRFD Law.

This Petition may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

By executing this Petition, the persons below agree to all of the above.

The property that is the subject of this Petition is identified as City and County of San Francisco Assessor Parcel Nos.: 8949-001; 8904-003

Total Acreage: 3.75 acres

Mailing Address:

Robert P. Beck
Treasure Island Director
Treasure Island Development
Authority
One Avenue of the Palms, Suite 241
Treasure Island
San Francisco, CA 94130

The name of the owner of record of such property and the petitioner and its mailing address is:

TREASURE ISLAND DEVELOPMENT
AUTHORITY,
a California non-profit public benefit corporation

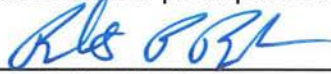
By: 
Name: Robert P. Beck
Title: Treasure Island Director

EXHIBIT A

CITY AND COUNTY OF SAN FRANCISCO Infrastructure and Revitalization Financing District No. 1 (Treasure Island)

DESCRIPTION OF FACILITIES TO BE FINANCED BY THE IRFD

FACILITIES

It is intended that the IRFD (and its Project Areas, in existence or as created by future annexations) will be authorized to finance all or a portion of the costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, the following types of facilities:

- A. Facilities Acquired from Third Parties
 1. Acquisition - includes acquisition of land for public improvements.
 2. Abatement - includes abatement of hazardous materials and disposal of waste.
 3. Demolition - removal of below-grade, at-grade, and above-grade facilities, and recycling or disposal of waste.
 4. Supplemental Fire Water Supply System - including, but not limited to, main pipe, laterals, valves, fire hydrants, cathodic protection, manifolds, air-gap back flow preventer, wharf fire hydrants, portable water pumper, and tie-ins for onsite water supply network that is unique to San Francisco intended for fire suppression.
 5. Low Pressure Water - including, but not limited to, main pipe, pressure reducing stations, laterals, water meters, water meter boxes, back flow preventers, gate valves, air valves, blowoffs, fire hydrants, cathodic protection, and tie-ins for onsite and offsite low pressure water supply network intended for domestic use.
 6. Water Tank Facilities - including, but not limited to, storage tanks, pumps, and other facilities associated with water storage.
 7. Recycled Water - including, but not limited to, main pipe, laterals, water meters, water meter boxes, back flow preventers, gate valves, air valves, blowoffs, cathodic protection, and tie-ins for recycled water supply network intended to provide treated wastewater for use in irrigation of parks and landscaping as well as graywater uses within buildings.
 8. Storm Drainage System - including, but not limited to, main pipe, laterals, manholes, catch basins, air vents, stormwater treatment facilities, connections to existing systems, headwalls, outfalls, and lift stations for a network intended to convey onsite and offsite separated storm water.
 9. Separated Sanitary Sewer - including, but not limited to, main pipe, laterals, manholes, traps, air vents, connections to existing systems, force main pipe and associated valves and cleanouts, and pump and lift stations for a network intended to convey separated sanitary sewage.
 10. Joint Trench - including, but not limited to, the electrical substation, installation of primary and secondary conduits, overhead poles, pull boxes, vaults, subsurface enclosures, and anodes, for dry utilities including but not limited to electrical and information systems.
 11. Earthwork - including, but not limited to, importation of clean fill materials, clearing and grubbing, slope stabilization, ground improvement, installation of geogrid, surcharging, wick

drains, excavation, rock fragmentation, placement of fill, compaction, grading, erosion control, deep vibratory soil compaction, cement deep soil mix (CDSM) columns and panels, stone columns, and post-construction stabilization such as hydroseeding.

12. Retaining Walls – including, but not limited to, excavation, foundations, construction of retaining walls, subdrainage, and backfilling.

13. Highway Ramps, Roadways, Pathways, Curb, and Gutter – including, but not limited to, road subgrade preparation, aggregate base, concrete roadway base, asphalt wearing surface, concrete curb, concrete gutter, medians, colored asphalt and concrete, speed tables, class 1 and 2 bike facilities (e.g., cycle tracks), sawcutting, grinding, conform paving, resurfacing, for onsite and offsite roadways.

14. Traffic – including, but not limited to, transit stops, transit facilities, transit buses and ferries, bridge structures, permanent pavement marking and striping, traffic control signage, traffic light signals, pedestrian traffic lighting, and contributions for offsite traffic improvements.

15. Streetscape – including, but not limited to, subgrade preparation, aggregate base, sidewalks, pavers, ADA curb ramps with detectable tiles, streetlights, light pole foundations, landscaping, irrigation, street furniture, waste receptacles, newspaper stands, and public art.

16. Shoreline Improvements – including, but not limited to, demolition, excavation, installation of revetment, structural improvements of shoreline and revetment, and structural repair for replacement or retrofit of shoreline structures.

17. Parks – including, but not limited to, ground improvement, subgrade preparation, landscaping and trees, aggregate base, sidewalks, pavers, decomposed granite, lighting, irrigation, furniture, decks, fountains, and restrooms.

18. Ferry Terminal – including, but not limited to, foundations, ferry shelter building, signs, electronic toll collection system, breakwaters, pier, gangway, float, restroom, bike storage

19. Hazardous Soil Removal – removal and disposal of contaminated soil.

20. Community Facilities – including, but not limited to, costs of police station, fire station, community center spaces for uses including reading room/library, senior/adult services, teen/youth center, outdoor performance and gathering spaces, community gardens, public school, childcare centers, public recreational facilities including ballfields, playing fields and sports centers, and publicly-owned parking garages.

21. Any other amounts specifically identified in the DDA as a Qualified Project Cost.

22. Hard Costs, Soft Costs and Pre-Development Costs, as defined in the Conveyance Agreement, associated with the design, procurement, development and construction of all Facilities listed herein.

B. Authorized Payments

1. Contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads.

NOTE: The category of facilities labeled “Acquired from Third Parties” reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.

EXHIBIT B

CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)

BOUNDARY MAP

**PETITION
TO CREATE AN
INFRASTRUCTURE AND REVITALIZATION FINANCING DISTRICT
(Including Waivers)**

December 1, 2016

Board of Supervisors of the
City and County of San Francisco
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Members of the Board of Supervisors:

This is a Petition to Create an Infrastructure and Revitalization Financing District (including Waivers) ("Petition"), pursuant to which the undersigned petition for the creation of such district pursuant to Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California Government Code (the "IRFD Law").

1. Property Owner. This Petition is submitted to the City and County of San Francisco (the "City") by the owner (the "Property Owner") of the fee simple interest in the parcels of land identified by Assessor Parcel Numbers below (the "Property"). The undersigned Property Owner warrants to the City that it is authorized to execute this Petition and that the Property Owner's submission of this Petition and participation in the City's proceedings to create an infrastructure and revitalization financing district pursuant to the IRFD Law will not constitute a violation or event of default under any existing financing arrangement to which the Property Owner is a party or in any way otherwise affect the Property Owner's ownership of such Property, including but not limited to any "due-on-encumbrance" clauses under any existing deeds of trust secured by the Property.

2. Request to Institute Proceedings. The Property Owner hereby petitions the City to undertake the following proceedings under the IRFD Law:

(a) The creation of an infrastructure and revitalization financing district to be designated "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") with the proposed boundary shown in the proposed map attached as Exhibit B hereto and incorporated herein by reference.

(b) The creation of the following initial project areas (collectively, the "Initial Project Areas," and together with any future project areas that may be established in the IRFD, the "Project Areas") with the proposed boundaries shown in Exhibit B:

(i) Project Area A of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area A");

(ii) Project Area B of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area B");

(iii) Project Area C of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area C");

(iv) Project Area D of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area D"); and

(v) Project Area E of the City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) ("Project Area E").

(c) Allocation of tax increment revenue generated from the property in the IRFD otherwise allocated to the City and County of San Francisco to finance the Facilities (as defined herein).

(d) The issuance of bonds and other debt for the IRFD in an amount to be determined during the formation proceedings.

3. Boundaries of IRFD. The Property Owner hereby asks that the proposed boundaries of the IRFD and the Initial Project Areas be as shown in Exhibit B. The Property Owner may request from time to time that the Board of Supervisors annex additional property to the IRFD in the future, into an existing Project Area or a new separate Project Area. The proposed boundaries of the IRFD includes all of the Property owned by the Property Owner and two parcels owned by the Treasure Island Development Authority.

4. Purpose of IRFD. The Property Owner hereby asks that the IRFD and the Project Areas be created for the purpose of financing the facilities (the "Facilities") described in Exhibit A attached hereto and incorporated herein by reference. The Property Owner will request from time to time that the Board of Supervisors issue bonds and other debt for the IRFD in one or more series to finance the Facilities and the related incidental expenses of the proceedings and bond financing.

5. Elections. The Property Owner consents to a special landowner election being held under the IRFD Law to authorize the formation of the IRFD and the Initial Project Areas, the infrastructure financing plan for the IRFD, an appropriations limit for the IRFD and the issuance of bonds (as defined in the IRFD Law) for the IRFD, to the consolidation of the matters into a single election and that the election be conducted by the City and its officials, using mailed or hand-delivered ballots, with such ballots being opened and canvassed and the results certified at the same meeting of the Board of Supervisors as the public hearing on the IRFD under the IRFD Law or as soon thereafter as possible.

6. Waivers. To expedite the completion of the proceedings for the IRFD and the Initial Project Areas, all notices of hearings and all notices of election, applicable waiting periods under the IRFD Law for the election and all ballot analyses and arguments for the election are hereby waived. The Property Owner also waives any requirement as to the specific form of the ballot to be used for the election, whether under the IRFD Law, the California Elections Code or otherwise. These waivers are made pursuant to Sections 53369.20 and 53369.21 of the IRFD Law.

This Petition may be executed in several counterparts, each of which shall be an original and all of which shall constitute but one and the same instrument.

By executing this Petition, the persons below agree to all of the above.

The property that is the subject of this Petition is identified as City and County of San Francisco Assessor Parcel Nos.: 8948-001; 8952-001; 8954-001; 8901-001; 8902-001; 8902-002; 8903-001; 8903-002; 8904-001; 8904-002; 8906-001; 8906-002; 8906-003; 8906-004

The name of the owner of record of such property and the petitioner and its mailing address is:

TREASURE ISLAND SERIES 1, LLC,
a Delaware limited liability company

By: 
Name: Jonathan M. Jaffe
Its: Vice President

Total Acreage: 22.14 acres

By: _____
Name: Christopher Meany
Title: Authorized Signatory

Mailing Address:

Treasure Island Project Manager
Treasure Island Series 1, LLC
One Sansome Street, Suite 3200
San Francisco, CA 94104

Treasure Island Project Manager
Treasure Island Series 1, LLC
4 Embarcadero Center
Suite 3300
San Francisco, CA 94111

By executing this Petition, the persons below agree to all of the above.

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Total Acreage: 22.14 acres

Mailing Address:

Treasure Island Project Manager
Treasure Island Series 1, LLC
One Sansome Street, Suite 3200
San Francisco, CA 94104

Treasure Island Project Manager
Treasure Island Series 1, LLC
4 Embarcadero Center
Suite 3300
San Francisco, CA 94111

The name of the owner of record of such property and the petitioner and its mailing address is:

TREASURE ISLAND SERIES 1, LLC,
a Delaware limited liability company

By: _____
Name: Jonathan M. Jaffe
Its: Vice President

By: 
Name: Christopher Meany
Title: Authorized Signatory

EXHIBIT A

CITY AND COUNTY OF SAN FRANCISCO Infrastructure and Revitalization Financing District No. 1 (Treasure Island)

DESCRIPTION OF FACILITIES TO BE FINANCED BY THE IRFD

FACILITIES

It is intended that the IRFD (and its Project Areas, in existence or as created by future annexations) will be authorized to finance all or a portion of the costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, the following types of facilities:

- A. Facilities Acquired from Third Parties
 1. Acquisition - includes acquisition of land for public improvements.
 2. Abatement - includes abatement of hazardous materials and disposal of waste.
 3. Demolition - removal of below-grade, at-grade, and above-grade facilities, and recycling or disposal of waste.
 4. Supplemental Fire Water Supply System - including, but not limited to, main pipe, laterals, valves, fire hydrants, cathodic protection, manifolds, air-gap back flow preventer, wharf fire hydrants, portable water pumper, and tie-ins for onsite water supply network that is unique to San Francisco intended for fire suppression.
 5. Low Pressure Water - including, but not limited to, main pipe, pressure reducing stations, laterals, water meters, water meter boxes, back flow preventers, gate valves, air valves, blowoffs, fire hydrants, cathodic protection, and tie-ins for onsite and offsite low pressure water supply network intended for domestic use.
 6. Water Tank Facilities – including, but not limited to, storage tanks, pumps, and other facilities associated with water storage.
 7. Recycled Water - including, but not limited to, main pipe, laterals, water meters, water meter boxes, back flow preventers, gate valves, air valves, blowoffs, cathodic protection, and tie-ins for recycled water supply network intended to provide treated wastewater for use in irrigation of parks and landscaping as well as graywater uses within buildings.
 8. Storm Drainage System – including, but not limited to, main pipe, laterals, manholes, catch basins, air vents, stormwater treatment facilities, connections to existing systems, headwalls, outfalls, and lift stations for a network intended to convey onsite and offsite separated storm water.
 9. Separated Sanitary Sewer – including, but not limited to, main pipe, laterals, manholes, traps, air vents, connections to existing systems, force main pipe and associated valves and cleanouts, and pump and lift stations for a network intended to convey separated sanitary sewage.
 10. Joint Trench – including, but not limited to, the electrical substation, installation of primary and secondary conduits, overhead poles, pull boxes, vaults, subsurface enclosures, and anodes, for dry utilities including but not limited to electrical and information systems.
 11. Earthwork – including, but not limited to, importation of clean fill materials, clearing and grubbing, slope stabilization, ground improvement, installation of geogrid, surcharging, wick

drains, excavation, rock fragmentation, placement of fill, compaction, grading, erosion control, deep vibratory soil compaction, cement deep soil mix (CDSM) columns and panels, stone columns, and post-construction stabilization such as hydroseeding.

12. Retaining Walls – including, but not limited to, excavation, foundations, construction of retaining walls, subdrainage, and backfilling.

13. Highway Ramps, Roadways, Pathways, Curb, and Gutter – including, but not limited to, road subgrade preparation, aggregate base, concrete roadway base, asphalt wearing surface, concrete curb, concrete gutter, medians, colored asphalt and concrete, speed tables, class 1 and 2 bike facilities (e.g., cycle tracks), sawcutting, grinding, conform paving, resurfacing, for onsite and offsite roadways.

14. Traffic – including, but not limited to, transit stops, transit facilities, transit buses and ferries, bridge structures, permanent pavement marking and striping, traffic control signage, traffic light signals, pedestrian traffic lighting, and contributions for offsite traffic improvements.

15. Streetscape – including, but not limited to, subgrade preparation, aggregate base, sidewalks, pavers, ADA curb ramps with detectable tiles, streetlights, light pole foundations, landscaping, irrigation, street furniture, waste receptacles, newspaper stands, and public art.

16. Shoreline Improvements – including, but not limited to, demolition, excavation, installation of revetment, structural improvements of shoreline and revetment, and structural repair for replacement or retrofit of shoreline structures.

17. Parks – including, but not limited to, ground improvement, subgrade preparation, landscaping and trees, aggregate base, sidewalks, pavers, decomposed granite, lighting, irrigation, furniture, decks, fountains, and restrooms.

18. Ferry Terminal – including, but not limited to, foundations, ferry shelter building, signs, electronic toll collection system, breakwaters, pier, gangway, float, restroom, bike storage

19. Hazardous Soil Removal – removal and disposal of contaminated soil.

20. Community Facilities – including, but not limited to, costs of police station, fire station, community center spaces for uses including reading room/library, senior/adult services, teen/youth center, outdoor performance and gathering spaces, community gardens, public school, childcare centers, public recreational facilities including ballfields, playing fields and sports centers, and publicly-owned parking garages.

21. Any other amounts specifically identified in the DDA as a Qualified Project Cost.

22. Hard Costs, Soft Costs and Pre-Development Costs, as defined in the Conveyance Agreement, associated with the design, procurement, development and construction of all Facilities listed herein.

B. Authorized Payments

1. Contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads.

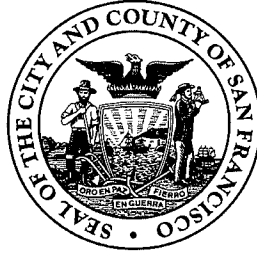
NOTE: The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.

EXHIBIT B

CITY AND COUNTY OF SAN FRANCISCO
Infrastructure and Revitalization Financing District No. 1
(Treasure Island)

BOUNDARY MAP

BOARD of SUPERVISORS



City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco 94102-4689
Tel. No. 554-5184
Fax No. 554-5163
TDD/TTY No. 554-5227

NOTICE OF PUBLIC HEARING

BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 24, 2017

Time: 3:00 p.m.

Location: Legislative Chamber, City Hall, Room 250
1 Dr. Carlton B. Goodlett, Place, San Francisco, CA

Subject: **File No. 161361.** Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasure Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 161117, 161118, 161119, 161120, 161121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the Infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District, and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000.

On December 6, 2016, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City") adopted its "Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein to finance the construction and/or acquisition of capital improvements on Treasure Island; to provide for annexation; to call a public hearing on the formation of the district and project areas therein and to provide public notice thereof; and determining other matters in connection therewith" ("Resolution of Intention to Establish IRFD"), stating its intention to form the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 *et seq.* (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein.

Also on December 6, 2016, the Board of Supervisors adopted its "Resolution authorizing and directing the Director of the Office of Public Finance, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein and determining other matters in connection therewith," ordering preparation of an infrastructure financing plan (the "Infrastructure Financing Plan") consistent with the requirements of the IRFD Law. The Infrastructure Financing Plan is available for public inspection in the office of the Clerk of the Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California and on the website of the Clerk of the Board of Supervisors.

Under the IRFD Law, the Board of Supervisors gives notice as follows:

1. Facilities to be Financed. The IRFD will be used to finance costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, facilities acquired from third parties (such as acquisition, abatement and demolition costs, a supplemental fire water supply system, low pressure water facilities, water tank facilities, recycled water facilities, storm drainage system, separated sanitary sewer, joint trench, earthwork, retaining walls, highway ramps, roadways, pathways, curbs and gutters, traffic facilities, streetscapes, shoreline improvements, parks, a ferry terminal, hazardous soil removal, community facilities, other amounts specifically identified in the DDA as a Qualified Project Cost and Hard Costs, Soft Costs and Pre-Development Costs as defined in the Conveyance Agreement), and authorized payments (consisting of the contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads). The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.


2. Financial Arrangements. The IRFD will finance the public works described above with tax increment revenue received by the IRFD from the City (and from no

other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD that is payable from tax increment revenue received by the IRFD.

3. Boundaries of the IRFD. The boundaries of the IRFD are described in a map of the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.

4. Public Hearing. The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017.


for Angela Calvillo
Clerk of the Board

GOVERNMENT

LEGISLATION INTRODUCED AT AND SUMMARY OF ACTIONS OF THE JANUARY 10, 2017 MEETING OF THE SAN FRANCISCO BOARD OF SUPERVISORS

are available at www.sfbos.org; 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA; or by calling (415) 554-5184.

NOTICE OF PUBLIC HEARING BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 24, 2017 **Time:** 3:00 p.m.
Location: Legislative Chamber, City Hall, Room 250 1 Dr. Carlton B. Goodlett Place, San Francisco, CA

Subject: File No. 161361. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasure Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 161117, 161118, 161119, 161120, 161121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the Infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District, and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000.

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Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 et seq. (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein.

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2. **Financial Arrangements.** The IRFD will finance the public works described above with tax increment revenue received by the IRFD from the City (and from no other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD that is payable from tax increment revenue received by the IRFD.

3. **Boundaries of the IRFD.** The boundaries of the IRFD are described in a map of

the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.

4. **Public Hearing.** The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017. Angela Calvillo, Clerk of the Board.

FICTITIOUS BUSINESS NAMES

FICTITIOUS BUSINESS NAME STATEMENT

File No. 271682

The following person(s) is (are) doing business as:

WILLIAM YU PHOTO WORKSHOPS, 333 Castile Way, South San Francisco, CA 94080, County of San Mateo
William Yu LLC, 333 Castile Way, South San Francisco, CA 94080; California

This business is conducted by A Limited Liability Company
The registrant(s) commenced to transact business under the fictitious business name or names listed above on 04/01/2014.

I declare that all information in this statement is true and correct. (A registrant who declares as true information which he or she knows to be

false is guilty of a crime.)
S/ Xiaoyu Yu, Managing Member
This statement was filed with the County Clerk of San Mateo County on December 9, 2016
Mark Church, County Clerk
Glenn S. Changtin, Deputy Clerk
Original
1/8, 1/15, 1/22, 1/29/17
NPEN-2963083#
EXAMINER - BOUTIQUE & VILLAGER

GOVERNMENT

CITY COUNCIL, CITY OF SOUTH SAN FRANCISCO, STATE OF CALIFORNIA
ORDINANCE SUMMARY AN Ordinance amending Chapter 20.360 and Sections 6.90.080, 10.36.178, 20.220.011, 20.230.009, 20.240.012, 20.240.013, 20.340.003, 20.350.023, 20.350.028, 20.350.030, 20.350.034, and 20.450.005 of the South San Francisco Municipal Code pertaining to the regulation of Signs 1. SUMMARY The City Council of the City of South San Francisco has introduced and adopted an Ordinance that would amend various sections of Chapter 20.360 and sections 6.90.080, 10.36.178, 20.220.011, 20.230.009, 20.240.012, 20.240.013, 20.340.003, 20.350.023, 20.350.028, 20.350.030, 20.350.034, and 20.450.005 of the South San Francisco Municipal Code, pertaining to the regulation of signs in the City. Adoption of this Ordinance would refine, clarify, and correct certain provisions of City's Zoning Ordinance and other sections of the City's Municipal Code in order to make the City's sign regulations consistent with federal law and recent legal developments. Specifically, adoption of this ordinance would amend and clarify the criteria and sizes of signs that are permitted in the City on properties for sale or lease; displayed on vehicles; and off-premises of businesses; at outdoor eating and drinking establishments; for temporary posting; and on public property, among various other minor amendments and corrections to the City's sign regulations. This Ordinance Summary was prepared pursuant to Government Code section 36933. The City Council ordered preparation of this Ordinance Summary by the City Attorney. The City Council introduced the Ordinance at its regular meeting held December 14, 2016 and adopted it at the regular meeting of January 11, 2017 at 7:00 p.m. in the Municipal Services Building Council Chambers, 33 Arroyo Drive, South San Francisco, CA. The vote was recorded as follows:
AYES: Councilmembers Karyl Matsumoto and Mark N. Addiego, Vice Mayor Liza Normandy and Mayor Pradeep Gupta. **NOES:** None. **ABSTAIN:** None. **ABSENT:** Councilmember Richard A. Garbarino. The full text of the ordinance is available for review in the Office of the South San Francisco City Clerk during regular business hours. /S/ Margaret Roberts, Acting City Clerk City of South San Francisco

1/15/17 NPEN-2965962# EXAMINER - SO. SAN FRANCISCO

ORDINANCE NO. 1516 ORDINANCE OF THE CITY COUNCIL OF THE CITY OF SAN CARLOS AMENDING SECTION 10.32.226 OF THE SAN CARLOS MUNICIPAL CODE - RESTRICTED PARKING - EAST SAN CARLOS RESIDENTIAL PARKING PERMIT PROGRAM. IT IS HEREBY ORDAINED by the City Council of the City of San Carlos as follows: SECTION 1: Present Section 10.32.226 of the San Carlos Municipal Code entitled "Restricted Parking - East San Carlos Residential Parking Permit Program" is amended as follows: 10.32.226 Restricted parking—East San Carlos Residential Parking Permit Program. This only applies to the East San Carlos neighborhood located from Old County Road east to Industrial Road and extending north from Hall Street to Northwood Drive. A. Parking in areas designated through the petition process as the residential parking zone shall be limited to two hours between 7 a.m. and 7 p.m. Monday through Friday, except holidays. Vehicles displaying an East San Carlos Residential Parking Permit will be exempt from this 2-hour limit. B. Parking in areas designated through the petition process as the business parking zone shall be limited to two hours between 7 a.m. and 5 p.m. Monday through Friday, except holidays. Vehicles displaying an East San Carlos Business Parking Permit will be exempt from this 2-hour limit. C. It is unlawful to park for more than two hours without displaying a valid permit. D. East San Carlos parking permits shall be issued by the City of San Carlos. E. East San Carlos residential parking permits shall be free to residents of blocks participating in the residential part of the Program. The fee for employees of businesses on blocks participating in the business part of the Program will be the same as for employees of businesses located in the San Carlos Downtown Area (10.32.225 Restricted parking—Employee parking program) . The City Council shall approve other procedures and requirements for the Program in the East San Carlos Residential neighborhood, including procedures for the issuance of parking permits to both residents and businesses. The City Engineer/Director of Public Works is authorized to make minor modifications to these procedures and requirements. SECTION 2: That the City Council hereby declares that it would have passed this Ordinance sentence by sentence, paragraph by paragraph, and does hereby declare that any provisions of this Ordinance are severable and, if for any reason any sentence, paragraph or section of this Ordinance shall be held invalid, such decision shall not affect the validity of the remaining parts of this Ordinance. SECTION 3: This Ordinance shall be published

and posted according to law and shall take effect and be in force from and after 30 days after its passage and adoption. I, Crystal Mui, hereby certify that the foregoing Ordinance was introduced on the 28 th day of November, 2016, and adopted at a regular meeting of the City Council of the City of San Carlos held on the 9 th day of January 2017, by the following vote: **AYES, COUNCILMEMBERS:** GROCOTT, JOHNSON, OLBERT, GRASSILLI NOES, **COUNCILMEMBERS:** NONE **ABSENT, COUNCILMEMBERS:** COLLINS **ATTEST: /S/ CRYSTAL MUI, CITY CLERK of the City of San Carlos APPROVED: /S/ BOB GRASSILLI, MAYOR of the City of San Carlos** 1/15/17
SPEN-2965900#
EXAMINER - ENQUIRER-BULLETIN

NOTICE OF PUBLIC HEARING

RESOLUTION ACKNOWLEDGING CONSIDERATION PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT OF THE PROPOSED MITIGATED NEGATIVE DECLARATION AND INITIAL STUDY FOR THE WHARVES 3 AND 4 FENDER REPLACEMENT PROJECT LOCATED AT THE PORT OF REDWOOD CITY, CITY OF REDWOOD CITY, IN THE COUNTY OF SAN MATEO; MAKING CERTAIN FINDINGS PERTAINING TO A CERTAIN PROJECT IN CONNECTION THEREWITH; APPROVING THE MITIGATED NEGATIVE DECLARATION TO ENVIRONMENTAL IMPACTS FOR SAID PROJECT; AND AUTHORIZING THE FILING OF A NOTICE OF DETERMINATION AND THE PAYMENT OF EXPENDITURES, FEES AND COSTS RELATED THERETO will be considered for adoption by the Board of Port Commissioners of the City of Redwood City at its regularly scheduled meeting on the 25th day of January 2017 at 8:00 AM in the Board's Meeting Room, Port Administration Building, 675 Seaport Blvd, Redwood City, CA 94063

1/15/17 SPEN-2965722# EXAMINER - REDWOOD CITY TRIBUNE

NOTICE OF PUBLIC HEARING

RESOLUTION ACKNOWLEDGING CONSIDERATION PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT OF THE PROPOSED MITIGATED NEGATIVE DECLARATION AND REVISED INITIAL STUDY FOR THE STAR CONCRETE BATCH PLANT PROJECT LOCATED AT THE PORT OF REDWOOD CITY, CITY OF REDWOOD CITY, IN THE COUNTY OF SAN MATEO; MAKING CERTAIN FINDINGS PERTAINING TO A CERTAIN PROJECT IN CONNECTION THEREWITH; APPROVING THE MITIGATED NEGATIVE DECLARATION TO ENVIRONMENTAL IMPACTS FOR SAID PROJECT; AND AUTHORIZING THE FILING OF A NOTICE

OF DETERMINATION AND THE PAYMENT OF EXPENDITURES, FEES AND COSTS RELATED THERETO will be considered for adoption by the Board of Port Commissioners of the City of Redwood City at its regularly scheduled meeting on the 25th day of January 2017 at 8:00 AM in the Board's Meeting Room, Port Administration Building, 675 Seaport Blvd, Redwood City, CA 94063 1/15/17
SPEN-2965720#
EXAMINER - REDWOOD CITY TRIBUNE

CITY OF SAN MATEO REQUEST FOR QUALIFICATIONS ON-CALL CONSULTING SERVICES FOR ANNUAL SEWER BASIN REHABILITATION CLEAN WATER PROGRAM The City of San Mateo (City) is accepting Statements of Qualifications to select a qualified consulting firm or firms to provide professional design services for the rehabilitation of various segments of pipe throughout three (3) basins in San Mateo. All questions regarding this Request for Qualifications (RFQ) shall be directed to Sydney Saunders, Contract Manager, Clean Water Program, at Sydney.Saunders@ch2m.com, or to the Public Works Department, San Mateo City Hall, 330 West 20th Avenue, San Mateo, CA 94403 by February 3, 2017 . The RFQ is available for viewing online at <http://www.cityofsanmateo.org/bids.aspx>. Statements of Qualifications (SOQs) shall be submitted by firms that have a capable and demonstrable background in the type of work described in this RFQ and Attachment A, "SCOPE OF SERVICES" of this notice. In addition, all interested firms shall have sufficient, readily available resources in the form of trained personnel, support services, safety protocols, specialized field equipment, and financial resources to carry out the work without delay or shortcomings. Services required by this request for qualifications shall be performed under the responsible charge of a Project Manager with a minimum of 10 years of applicable experience and who is a licensed California Professional Engineer. The SOQs shall be submitted to the Public Works Department, City of San Mateo, 330 West 20th Avenue, San Mateo, California, 94403, no later than 2:00 p.m. on February 13, 2017. SOQs must be received by the time specified at the address listed above. Any SOQs received after the deadline will not be considered. Each respondent shall submit six (6) bound sets and one (1) electronic copy in PDF format on a CD/DVD/flash drive of the SOQ in accordance with Section IV, 'DOCUMENTATION.' 1/12, 1/15/17
SPEN-2963541#
EXAMINER - SAN MATEO

PROBATE

NOTICE OF PETITION TO ADMINISTER ESTATE OF RICHARD SOLORZANO CASE NO. PES-16-300475

To all heirs, beneficiaries, creditors, contingent creditors, and persons who may otherwise be interested in the will or estate, or both, of: Richard Solorzano

A Petition for Probate has been filed by Patricia Hewlett in the Superior Court of California, County of San Francisco.

The Petition for Probate requests that Patricia Hewlett be appointed as personal representative to administer the estate of the decedent.

The Petition requests authority to administer the estate under the Independent Administration of Estates Act. (This authority will allow the personal representative to take many actions without obtaining court approval. Before taking certain very important actions, however, the personal representative will be required to give notice to interested persons unless they have waived notice or consented to the proposed action.) The independent administration authority will be granted unless an interested person files an objection to the petition and shows good cause why the court should not grant the authority.

A hearing on the petition will be held in this court on Jan 25, 2017 at 9:00 a.m in Dept. 204 Room 204 located at 400 McAllister Street, San Francisco, CA 94102.

If you object to the granting of the petition, you should appear at the hearing and state your objections or file written objections with the court before the hearing. Your appearance may be in person or by your attorney. If you are a creditor or a contingent creditor of the decedent, you must file your claim with the court and mail a copy to the personal representative appointed by the court within the later of either (1) four months from the date of first issuance of letters to a general personal representative,

GOVERNMENT

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING - Tuesday, January 24, 2017 - 1:30 PM
City Hall, Room 400, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102, at a Regular Meeting of the SAN FRANCISCO PUBLIC UTILITIES COMMISSION (SFPUC): Public Hearing, discussion, and possible action to adopt a Water Use Allocation and Excess Use Charge Program for Accounts Complying with Article 12C of the City and County of San Francisco Health Code. The proposed Program would call for each new account required to comply with Article 12C to be classified as a Mandatory Non-potable Water Ordinance Account in SFPUC's Billing System. The proposed Program would also establish water use allocations and excess use charges, applicable only to water and wastewater accounts (Accounts) that are classified as Mandatory Non-potable Water Ordinance Accounts. The detailed agenda and related files will be available at least 72 hours before the scheduled meetings at the SFPUC website www.sfwater.org, or by calling (415) 554-3165.

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING - Tuesday, January 24, 2017 - 1:30 PM

City Hall, Room 400, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102, at a Regular Meeting of the SAN FRANCISCO PUBLIC UTILITIES COMMISSION (SFPUC): Public Hearing, discussion, and possible action to approve changes to administrative procedures associated with the calculation of water and wastewater capacity charges for developments with onsite non-potable water systems. The proposal would change the current calculation of capacity charges from including all plumbing fixtures in a constructed building to only including those plumbing fixtures not being supplied non-potable water from an onsite non-potable water system during normal building operation. The detailed agenda and related files will be available at least 72 hours before the scheduled meetings at the SFPUC website www.sfwater.org, or by calling (415) 554-3165.

NOTICE OF PUBLIC HEARING BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:
Date: Tuesday, January 24, 2017 **Time:** 3:00 p.m.
Location: Legislative

Chamber, City Hall, Room 250 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA Subject: File No. 161361. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasury Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 161117, 161118, 161119, 161120, 161121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the Infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District; and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000.
On December 6, 2016, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City") adopted its "Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein to finance the construction and/or acquisition of capital improvements on Treasure Island; to provide for annexation; to call a public

hearing on the formation of the district and project areas therein and to provide public notice thereof; and determining other matters in connection therewith" ("Resolution of Intention to Establish IRFD"), stating its intention to form the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 et seq. (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein. Also on December 6, 2016, the Board of Supervisors adopted its Resolution authorizing and directing the Director of the Office of Public Finance, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein and determining other matters in connection therewith, ordering preparation of an infrastructure financing plan (the "Infrastructure Financing Plan") consistent with the requirements of the IRFD Law. The Infrastructure Financing Plan is available for public inspection in the office of the Clerk of the Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California and on the website of the Clerk of the Board of Supervisors. Under the IRFD Law, the Board of Supervisors gives notice as follows:
1. Facilities to be Financed. The IRFD will be used to finance

costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, facilities acquired from third parties (such as acquisition, abatement and demolition costs, a supplemental fire water supply system, low pressure water facilities, water tank facilities, recycled water facilities, storm drainage system, separated sanitary sewer, joint trench, earthwork, retaining walls, highway ramps, roadways, pathways, curbs and gutters, traffic facilities, streetscapes, shoreline improvements, parks, a ferry terminal, hazardous soil removal, community facilities, other amounts specifically identified in the DDA as a Qualified Project Cost and Hard Costs, Soft Costs and Pre-Development Costs as defined in the Conveyance Agreement), and authorized payments (consisting of the contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads). The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.
2. Financial Arrangements. The IRFD will finance the public works described above with tax increment revenue received by the IRFD from the City (and from no other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD

that is payable from tax increment revenue received by the IRFD.
3. Boundaries of the IRFD. The boundaries of the IRFD are described in a map of the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.
4. Public Hearing. The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.
In accordance with Administrative Code, Section 67.7-1, persons who are

unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017. Angela Calvillo Clerk of the Board

2 TOWER PLACE P06-0073: ZA16-0004, SPA16-0001, PPM16-0001, GPA16-0002 & DR16-0041 Consideration of the Planning Commission's recommendation to approve a General Plan Amendment, Zoning Ordinance Amendment, Terrabay Specific Plan Amendment (Phase III), Terrabay Precise Plan Amendment, Transportation Demand Management Plan Modification, Design Review and Addendum to the 1998/99 and 2005 Certified Supplemental Environmental Impact Reports to construct a 7-story 'Amenity Building' defined as and consisting of a hotel, wellness center, restaurant, retail and various amenities adjacent and connected to the North Tower where a Product Design Studio was approved in 2008 (Resolution 89-2008) at One and Two Tower Place in the Terrabay Specific Plan Zone District in accordance with Title 20 of the South San Francisco Municipal Code. If you challenge in court the action taken by the City Council regarding the item described above, you may be limited to raising only those issues you or someone else raised at the public hearing described in this notice or in written correspondence delivered to the City Council at, or prior to, the public hearings. If you have any questions or wish to submit written correspondence regarding this matter, contact the City Clerk's Office, at P.O. Box 711 South San Francisco, CA 94083 or (650) 877-8518. /s/ Krista Martinelli, City Clerk City of South San Francisco 1/1/17
NPEN-2960745# EXAMINER - SO. SAN FRANCISCO

GOVERNMENT

CITY OF SOUTH SAN FRANCISCO NOTICE OF PUBLIC HEARING NOTICE IS HEREBY GIVEN that the City Council of the City of South San Francisco will hold a public hearing on Wednesday, January 11, 2017 at 7:00 p.m., or as soon as possible thereafter, in the Municipal Services Building, 33 Arroyo Drive, South San Francisco, California, on items, including the following, at which time and place any and all persons interested may appear and be heard thereon. Written correspondence may be submitted to the City Clerk's Office to the attention of the City Council, at the address in the bottom paragraph of this notice. AP3-SFC CT NORTH LLC/applciant AP3-SFC CT NORTH LLC/owner

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GOVERNMENT

NOTICE OF PUBLIC HEARING Tuesday, January 10, 2017 - 1:30 PM City Hall, Room 400, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102, at a Regular Meeting of the San Francisco Public Utilities Commission (SFPUC), the governing board of the publicly owned utility operations of the City and County of San Francisco: Notice is hereby given that the SFPUC will conduct a public hearing to consider proposed rules and regulations by the San Francisco Public Utilities Commission (SFPUC) regarding excessive residential water use during drought periods. The detailed agenda and related files will be available at least 72 hours before the scheduled meetings at the SFPUC website www.sfwater.org, or by calling (415) 554-3165. All interested parties are invited to attend the public hearing and present their views. Persons who are unable to attend the public hearing may also submit to the City, by the time the proceedings begin, written comments regarding the subject of the hearing. These comments will be brought to the attention of the Commission and will become part of the official public record. Written comments can be sent to Donna Hood, Commission Secretary, SFPUC, 525 Golden Gate Ave., 13th Floor, SF, CA 94102. The Draft Excessive Residential Water Use Rules and Regulations can be viewed and printed from the SFPUC website at www.sfwater.org/waterwaste.

NOTICE OF PUBLIC HEARINGS BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Sections 53322(a) and 53346, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold public hearings to consider the following proposals and said public hearings will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 24, 2017 Time: 3:00 p.m.
Location: Legislative Chamber, City Hall, Room 250 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA
Subject: File No. 161362. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold public hearings to consider the following to form Community Facilities District No. 2016-1 and incur bonded indebtedness for Community Facilities District No. 2016-1: (File Nos. 161122, 161123, 161124, 161125, 161126, and 161127) a Resolution of formation of Community Facilities District No. 2016-1, Improvement Area No. 1 and a future annexation area; a Resolution determining necessity to incur bonded indebtedness and other debt in an amount not to exceed \$5,000,000,000

for the Community Facilities District; a Resolution calling a special election in the City and County of San Francisco Community Facilities District; a Resolution declaring results of the special election and directing recording of notice of special tax lien for the Community Facilities District; an Ordinance levying special taxes within the Community Facilities District; and a Resolution authorizing the issuance and sale of special tax bonds for Improvement Area No. 1 of the Community Facilities District in an aggregate principal amount not to exceed \$250,000,000. On December 6, 2016, pursuant to the Mello-Roos Community Facilities Act of 1982, as amended ("Mello-Roos Act"), the Board of Supervisors ("Board of Supervisors") of the City and County of San Francisco ("City"), State of California adopted a resolution of intention ("Resolution of Intention") to establish (i) "City and County of San Francisco Community Facilities District No. 2016-1 (Treasure Island)" ("CFD"), (ii) "Improvement Area No. 1 of the City and County of San Francisco Community Facilities District No. 2016-1 (Treasure Island)" ("Improvement Area No. 1"), and (iii) a future annexation area for the CFD ("Future Annexation Area"). Also on December 6, 2016, the Board of Supervisors adopted a resolution of intention to incur bonded indebtedness and other debt in an amount not to exceed \$5.0 billion for the CFD, Improvement Area No. 1 and the Future Annexation Area under the Mello-Roos Act (the "Bond Resolution"). Under the Mello-Roos Act, the Resolution of Intention and the Bond Resolution, the Board of Supervisors gives notice as follows:

1. The text of the Resolution of Intention, with Exhibits A and B thereto, as adopted by the Board of Supervisors, is on file with the Clerk of the Board of Supervisors and reference is made thereto for the particular provisions thereof. The text of the Resolution of Intention is summarized as follows:
a. Under the Mello-Roos Act, this Board of Supervisors is undertaking proceedings for the establishment of the CFD, Improvement Area No. 1 and the Future Annexation Area, the boundaries of which are shown on a map on file with the City.
b. The purpose of the CFD, Improvement Area No. 1 and the Future Annexation Area is to provide for the financing of (i) certain public facilities ("Facilities") as more fully described in the Resolution of Intention and Exhibit A thereto and (ii) certain public services ("Services") as more fully described in the Resolution of Intention and Exhibit B thereto. c. Initially, the method of financing the Facilities and the Services is through the imposition and levy of a special tax ("Special Tax") to be apportioned on the properties in Improvement Area No. 1 under the rate and method of apportionment described in the Resolution of Intention and Exhibit B thereto. d. The Resolution of Intention directed the preparation of a CFD Report that shows the Facilities and the Services and the estimated costs of the Facilities and the Services.

The CFD Report will be made a permanent part of the record of the public hearing specified below. Reference is made to the CFD Report as filed with the Clerk of the Board of Supervisors. e. Property within the Future Annexation Area will be annexed to the CFD, and may be designated as one or more improvement areas (each, a "Future Improvement Area"), and a special tax will be levied on such property, only with the unanimous approval (each, a "Unanimous Approval") of the owner or owners of each parcel or parcels at the time that parcel or those parcels are annexed, in accordance with the annexation approval procedures specified in the Resolution of Intention.

f. As set forth below, the Board of Supervisors will hold a public hearing on the establishment of the CFD, Improvement Area No. 1 and the Future Annexation Area, the Facilities, the Services and the Special Tax.
2. The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102.

3. At the hearing, the testimony of all interested persons or taxpayers, including all persons owning property within Improvement Area No. 1, for or against the establishment of the CFD and Improvement Area No. 1, the Special Tax to be levied in Improvement Area No. 1, the extent of the CFD and Improvement Area No. 1 and the furnishing of the specified Facilities and Services, will be heard. Any person interested may file a protest in writing as provided in Section 53323 of the Mello-Roos Act. Any protests pertaining to the regularity or sufficiency of the proceedings shall be in writing and shall clearly set forth the irregularities and defects to which objection is made. All written protests must be filed with the Clerk of the Board of Supervisors on or before the time fixed for the hearing.

If 50% or more of the registered voters, or six registered voters, whichever is more, residing in the territory proposed to be included in Improvement Area No. 1, or the owners of one-half or more of the area of land in the territory proposed to be included in Improvement Area No. 1 and not exempt from the Special Tax to be levied in Improvement Area No. 1, file written protests against the establishment of Improvement Area No. 1 and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall take no further action to create the CFD and Improvement Area No. 1 or levy the Special Tax in Improvement Area No. 1 for a period of one year from the date of decision of the Board of Supervisors, and, if the majority protests of the registered voters or landowners are only against the furnishing of a type or types of Facilities or Services within the CFD and Improvement Area No. 1, or against levying a specified part of the Special Tax in Improvement Area No. 1, those types of Facilities or Services or the specified part of the Special Tax to be levied in Improvement Area No. 1

will be eliminated from the proceedings to form the CFD and Improvement Area No. 1. In addition, at the hearing, the testimony of all interested persons for and against the establishment of the Future Annexation Area or the levying of special taxes within any portion of the Future Annexation Area annexed in the future to the CFD will be heard. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing within the proposed territory of the CFD, or if 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Future Annexation Area, or the owners of 50% or more of the area of land in the territory proposed to be included in the Future Annexation Area, file written protests against the establishment of the Future Annexation Area and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall take no further action to create the Future Annexation Area for a period of one year from the date of decision of the Board of Supervisors.

4. If there is no majority protest, the Board of Supervisors may submit the levy of the Special Tax in Improvement Area No. 1 for voter approval at a special election. The Special Tax requires the approval of 2/3rds of the votes cast at a special election by the property owner voters of Improvement Area No. 1, with each owner having one vote for each acre or portion thereof such owner owns in Improvement Area No. 1 not exempt from the Special Tax.
5. Reference is hereby made to the entire text of the Bond Resolution, a complete copy of which is on file with the Clerk of the Board of Supervisors. The text of the Bond Resolution is summarized as follows:

a. The Board of Supervisors has adopted the Resolution of Intention stating its intention to form the CFD, Improvement Area No. 1 and the Future Annexation Areas for the purpose of financing, among other things, all or part of the Facilities, as further provided in that Resolution of Intention.
b. The Board of Supervisors estimates the amount required to finance the costs of the Facilities to be not more than \$5.0 billion and, in order to finance such costs, it is necessary to (i) incur bonded indebtedness and other debt (as defined in the Mello-Roos Act) in the amount of not more than \$5.0 billion on behalf of the CFD and the improvement areas therein (including Future Improvement Areas (as such term is defined herein)), (ii) for Improvement Area No. 1, to incur bonded indebtedness and other debt (as defined in the Mello-Roos Act) in the amount of not more than \$250 million ("Improvement Area No. 1 Indebtedness Limit"), and (iii) for the portion of the CFD that is not in Improvement Area No. 1, to incur bonded indebtedness and other debt (as defined in the Mello-Roos Act) in the amount of not more than \$4.75 billion ("Non-Improvement Area No. 1 Indebtedness Limit").
c. The proposed bonded indebtedness and other debt is to finance the Facilities, including acquisition and

improvement costs and all costs incidental to or connected with the accomplishment of such purposes and of the financing thereof, as permitted by the Mello-Roos Act.
d. The Board of Supervisors, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other forms of debt (as defined in the Mello-Roos Act) payable from the Improvement Area No. 1 Special Tax in one or more series in the aggregate principal amount of not more than the Improvement Area No. 1 Indebtedness Limit. The Board of Supervisors, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other forms of debt (as defined in the Mello-Roos Act) payable from special taxes levied in the portion of the CFD that is not in Improvement Area No. 1 in one or more series in the maximum aggregate principal amount of not more than the Non-Improvement Area No. 1 Indebtedness.

e. In the event all or a portion of the Future Annexation Area is annexed as one or more future improvement areas (each, a "Future Improvement Area"), the maximum indebtedness of each such Future Improvement Area shall be identified and approved in the unanimous approval executed by property owners in connection with their annexation to the CFD at the time of the annexation (each, a "Unanimous Approval") and in accordance with the Annexation Approval Procedures described in the Resolution of Intention referred to above, and the amount of the maximum indebtedness for the Future Improvement Area shall be subtracted from the Non-Improvement Area No. 1 Indebtedness Limit, which shall result in a corresponding reduction in the Non-Improvement Area No. 1 Indebtedness Limit.
f. The Board of Supervisors, acting as legislative body for the CFD, intends to authorize the issuance and sale of bonds and other forms of debt (as defined in the Mello-Roos Act) payable from a special tax levied in each Future Improvement Area in one or more series in the aggregate principal amount determined at the time of annexation of such territory as a separate improvement area (not to exceed the Non-Improvement Area No. 1 Indebtedness Limit in the aggregate).
6. The Board of Supervisors will hold a public hearing on the necessity of incurring the above amount of bonded indebtedness and other debt for the CFD, Improvement Area No. 1 and the Future Annexation Area on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102.

7. At public hearing the testimony of all interested persons, including voters and/or persons owning property in the area of the proposed CFD, Improvement Area No. 1 and the Future Annexation Area for and against the proposed bonded debt and other debt, will be heard.
In accordance with Administrative Code, Section

67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017. Angela Calvillo Clerk of the Board

NOTICE OF PUBLIC HEARING BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 24, 2017 Time: 3:00 p.m.
Location: Legislative Chamber, City Hall, Room 250 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA
Subject: File No. 161361. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasure Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 161117, 161118, 161119, 161120, 161121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the Infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District, and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000.

On December 6, 2016, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City") adopted its "Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein to finance the construction and/or acquisition of capital improvements on Treasure Island; to provide for annexation; to call a public hearing on the formation of the district and project areas therein and to provide public notice thereof; and determining

other matters in connection therewith" ("Resolution of Intention to Establish IRFD"), stating its intention to form the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 et seq. (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein.

Also on December 6, 2016, the Board of Supervisors adopted its "Resolution authorizing and directing the Director of the Office of Public Finance, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein and determining other matters in connection therewith," ordering preparation of an infrastructure financing plan (the "Infrastructure Financing Plan") consistent with the requirements of the IRFD Law. The Infrastructure Financing Plan is available for public inspection in the office of the Clerk of the Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California and on the website of the Clerk of the Board of Supervisors.

Under the IRFD Law, the Board of Supervisors gives notice as follows:

1. **Facilities to be Financed.** The IRFD will be used to finance costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, facilities acquired from third parties (such as acquisition, abatement and demolition costs, a supplemental fire water supply system, low pressure water facilities, water tank facilities, recycled water facilities, storm drainage system, separated sanitary sewer, joint trench, earthwork, retaining walls, highway ramps, roadways, pathways, curbs and gutters, traffic facilities, streetscapes, shoreline improvements, parks, a ferry terminal, hazardous soil removal, community facilities, other amounts specifically identified in the DDA as a Qualified Project Cost and Hard Costs, Soft Costs and Pre-Development Costs (as defined in the Conveyance Agreement), and authorized payments (consisting of the contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads). The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.

2. **Financial Arrangements.** The IRFD will finance the public works described above received by the IRFD from the City (and from no other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD

that is payable from tax increment revenue received by the IRFD.

3. **Boundaries of the IRFD.** The boundaries of the IRFD are described in a map of the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.

4. **Public Hearing.** The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017. Angela Calvillo Clerk of the Board

CITY AND COUNTY OF SAN FRANCISCO BOARD OF SUPERVISORS

NOTICE IS HEREBY GIVEN that on December 6, 2016, the Board of Supervisors adopted the following legislation, and approved by the Mayor on December 16, 2016: **Resolution of intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island); and determining other matters in connection therewith.** WHEREAS, Naval Station Treasure Island ("NSTI") is a former United States Navy base located in the City and County of San Francisco ("City") that consists of two islands connected by a causeway; (1) Treasure Island, and (2) an approximately

RECEIVED
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SAN FRANCISCO BOARD OF SUPERVISORS

2016 DEC 21 AM 10:01

BY _____



City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco 94102-4689
Tel. No. 554-5184
Fax No. 554-5163
TDD/TTY No. 544-5227

PROOF OF MAILING

Legislative File No. 161361, 161362

Description of Items: Certified copies of Resolution No. 503-16; hearing notices for File Nos. 161361 and 161362. Related to Treasure Island Infrastructure and Revitalization Financing District No. 1 and Community Facilities District No. 2016-1 Committee of the Whole hearings on January 24, 2017.

Recipients indicated on the attached memo.

I, John Carroll, an employee of the City and County of San Francisco, mailed the above described document(s) by depositing the sealed items with the United States Postal Service (USPS) with the postage fully prepaid as follows:

Date: December 21, 2016

Time: 10:00 a.m.

USPS Location: Clerk's office USPS pickup mailbox.

Mailbox/Mailslot Pick-Up Times (if applicable): N/A

Signature: _____

A handwritten signature in black ink, appearing to read "John Carroll", written over a horizontal line.

Instructions: Upon completion, original must be filed in the above referenced file.

Affected Taxing Entities

CITY

City and County of San Francisco
Attn: Mayor Ed Lee
1 Dr. Carlton B. Goodlett Place
City Hall, Room 200
San Francisco, Ca. 94102

BART

San Francisco Bay Area Rapid Transit District
Attn: Grace Crunican, General Manager
300 Lakeside Drive, 23rd Floor
Oakland, CA 94612

CC:

San Francisco Bay Area Rapid Transit District
Attn: Kenneth A. Duron, District Secretary
300 Lakeside Drive, 23rd Floor
Oakland, California 94612

San Francisco Bay Area Rapid Transit District
Attn: Rosemarie V. Poblete, Controller-Treasurer
300 Lakeside Drive, 23rd Floor
Oakland, CA 94612

BAAQMD

Bay Area Air Quality Management District
Attn: Jack Broadbent, Executive Officer
375 Beale Street, Suite 600
San Francisco, CA 94105

Landowners

TREASURE ISLAND SERIES 1, LLC,
a Delaware limited liability company

Treasure Island Series 1, LLC
Attn: Kofi Bonner
One Sansome Street, Suite 3200
San Francisco, CA 94104

Treasure Island Series 1, LLC
Attn: Chris Meany
4 Embarcadero Center, Suite 3300
San Francisco, CA 94111

TREASURE ISLAND DEVELOPMENT AUTHORITY,
a California nonprofit public benefit corporation

Treasure Island Development Authority
One Avenue of the Palms
Treasure Island
San Francisco, CA 94130

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SAN FRANCISCO, CA 94102

COPY OF NOTICE

Notice Type: GPN GOVT PUBLIC NOTICE
Ad Description: File No. 161361 - TIRFD Hearing Notice

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12/25/2016 , 01/01/2017 , 01/08/2017 , 01/15/2017

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EXM# 2959090

NOTICE OF PUBLIC HEARING BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT, in accordance with California Government Code, Section 53369.17, the Board of Supervisors of the City and County of San Francisco, as a Committee of the Whole, will hold a public hearing to consider the following proposals and said public hearing will be held as follows, at which time all interested parties may attend and be heard:
Date: Tuesday, January 24, 2017
Time: 3:00 p.m.
Location: Legislative Chamber, City Hall, Room 250 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA
Subject: File No. 161361. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 24, 2017, at 3:00 p.m., to hold a public hearing to consider the following to form Treasure Island Infrastructure and Revitalization Financing District No. 1: (File Nos. 16117, 16118, 16119, 16120, 16121) a Resolution proposing adoption of the Infrastructure Financing Plan and formation of the Infrastructure and Revitalization Financing District; a Resolution calling a special election for the Infrastructure and Revitalization Financing District; a Resolution declaring results of the special election; an Ordinance forming the Infrastructure and Revitalization Financing District; and adopting an Infrastructure Financing Plan for such district; and a Resolution authorizing issuance of bonds for the Infrastructure and Revitalization Financing District and project areas therein, in an aggregate principal amount not to exceed \$780,000,000. On December 6, 2016, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City") adopted its "Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein to finance the construction and/or acquisition of capital improvements on Treasure Island; to provide for annexation; to call a public hearing on the formation of the district and

project areas therein and to provide public notice thereof; and determining other matters in connection therewith" ("Resolution of Intention to Establish IRFD"), stating its intention to form the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island)" (the "IRFD") pursuant to Government Code Section 53369 et seq. (the "IRFD Law"). The City intends to form the IRFD for the purpose of financing certain public improvements (the "Facilities") as further provided in the Resolution of Intention to Establish IRFD and summarized herein. Also on December 6, 2016, the Board of Supervisors adopted its "Resolution authorizing and directing the Director of the Office of Public Finance, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and project areas therein and determining other matters in connection therewith," ordering preparation of an infrastructure financing plan (the "Infrastructure Financing Plan") consistent with the requirements of the IRFD Law. The Infrastructure Financing Plan is available for public inspection in the office of the Clerk of the Board of Supervisors, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California and on the website of the Clerk of the Board of Supervisors. Under the IRFD Law, the Board of Supervisors gives notice as follows:
1. **Facilities to be Financed.** The IRFD will be used to finance costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, facilities acquired from third parties (such as acquisition, abatement and demolition costs, a supplemental fire water supply system, low pressure water facilities, water tank facilities, recycled water facilities, storm drainage system, separated sanitary sewer, joint trench, earthwork, retaining walls, highway ramps, roadways, pathways, curbs and gutters, traffic facilities, streetscapes, shoreline improvements, parks, a ferry terminal, hazardous soil removal,



community facilities, other amounts specifically identified in the DDA as a Qualified Project Cost and Hard Costs, Soft Costs and Pre-Development Costs as defined in the Conveyance Agreement), and authorized payments (consisting of the contribution to the City and other public agencies for costs related to open space improvements, transportation and transit facilities, and design and construction of ramps and access roads). The category of facilities labeled "Acquired from Third Parties" reflects current assumptions of the City and TIDA. The IRFD shall be authorized to finance the listed facilities whether they are acquired from third parties or constructed by the City or TIDA.

2. Financial Arrangements. The IRFD will finance the public works described above with tax increment revenue received by the IRFD from the City (and from no other affected taxing entities), and the proceeds of bonds or other indebtedness issued or incurred by or for the IRFD that is payable from tax increment revenue received by the IRFD.

3. Boundaries of the IRFD. The boundaries of the IRFD are described in a map of the proposed boundaries that is part of the Infrastructure Financing Plan on file with the Clerk of the Board of Supervisors, to which map reference is hereby made. It is anticipated that the ultimate boundaries of the IRFD, following anticipated annexations to the IRFD, will encompass the entirety of the development parcels comprising the development project on Treasure Island and Yerba Buena Island in the City. The process for the annexation of additional parcels into the IRFD is described in the Resolution of Intention to Establish IRFD, which by this reference is incorporated herein.

4. Public Hearing. The public hearing will be held on the date and at the time specified above, or as soon as possible thereafter, in the Legislative Chamber, City Hall, Room 250, 1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102. At the hearing, any persons having any objections to the proposed Infrastructure Financing Plan, or the regularity of any of the prior proceedings relating to the IRFD, may appear before the

Board of Supervisors and object to the adoption of the proposed Infrastructure Financing Plan by the Board of Supervisors. The Board of Supervisors will consider all evidence and testimony for and against the adoption of the Infrastructure Financing Plan.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments prior to the time the hearing begins. These comments will be made as part of the official public record in this matter and shall be brought to the attention of the Board of Supervisors.

Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA, 94102. Information relating to this matter is available in the Office of the Clerk of the Board and agenda information relating to this matter will be available for public review on Friday, January 20, 2017. Angela Calvillo Clerk of the Board



TO: Angela Calvillo, Clerk of the Board of Supervisors
FROM: Mayor Edwin M. Lee
RE: Infrastructure and Revitalization Financing District & Community Facilities District Legislation
DATE: October 18, 2016

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2016 OCT 18 11:32 AM
BY AK

Attached for introduction to the Board of Supervisors is legislation necessary to initiate the formation of financing districts required to provide public financing of eligible expenses incurred in the development of the former Naval Station Treasure Island:

1. Resolution Authorizing Issuance of Bonds Related to Infrastructure and Revitalization Financing District No. 1 (Treasure Island).
2. Resolution Calling Special Election Related to Infrastructure and Revitalization Financing District No. 1 (Treasure Island).
3. Resolution Proposing Adoption of Infrastructure Financing Plan---Infrastructure and Revitalization Financing District No. 1 (Treasure Island).
4. Ordinance Creating Infrastructure and Revitalization Financing District No. 1 (Treasure Island) and Adopting an Infrastructure Financing Plan
5. Resolution Calling Special Election---Community Facilities District No. 2016-1 (Treasure Island)
6. Resolution Declaring Results of Special Election Related to Infrastructure and Revitalization Financing District No. 1 (Treasure Island)
7. Ordinance Levying Special Taxes Community Facilities District No. 2016-1 (Treasure Island)
8. Resolution Authorizing Issuance and Sale of Special Tax Bonds---Community District No. 2016-1 (Treasure Island)---Not to Exceed \$250 million
9. Resolution Declaring Results--- Community Facilities District No. 2016-1 (Treasure Island)
10. Resolution of Formation--- Community Facilities District No. 2016-1 (Treasure Island)
11. Resolution Determining Necessity to Incur Bonded Indebtedness---Community Facilities District No. 2016-1 (Treasure Island)---\$5.0 Billion
12. Resolution Authorizing Issuance and Sale of Special Tax Bonds---Community District No. 2016-1 (Treasure Island)

I respectfully request that these items be heard at the December 6, 2016 Board of Supervisors meeting.

Should you have any questions, please contact Nicole Elliott at (415) 554-7940.