

1 [Master License Agreements - Extenet Systems (California), LLC, GTE Mobilnet of California,
2 LP, dba Verizon Wireless, and Mobilitie Investments III, LLC - Wireless Telecommunications
3 Equipment on Transit Support Poles - Each to Exceed \$1,000,000]

4 **Resolution retroactively approving executed Master License Agreements between the**
5 **City and County of San Francisco, Extenet Systems (California), LLC, GTE Mobilnet of**
6 **California, LP, d/b/a Verizon Wireless, and Mobilitie Investments III, LLC, for the**
7 **installation of wireless telecommunications antennae and equipment on San Francisco**
8 **Municipal Transportation Agency poles, each for an amount to exceed \$1,000,000 and a**
9 **term of nine years beginning September 22, 2014, November 30, 2014, and April 23,**
10 **2015, respectively; and affirming the Planning Department’s determination under the**
11 **California Environmental Quality Act.**

12
13 WHEREAS, Charter, Section 8A.102(b)1, provides in pertinent part that the San
14 Francisco Municipal Transportation Agency (SFMTA) has "exclusive authority over the
15 acquisition, construction, management, supervision, maintenance, extension, operation, use,
16 and control of all property, as well as the real, personal, and financial assets of the Agency;
17 and [has] ... exclusive authority over contracting, leasing, and purchasing by the Agency;" and

18 WHEREAS, Charter, Section 8A.109(b), requires that the Mayor, the Board of
19 Supervisors, and the SFMTA "diligently shall seek to develop new sources of funding for the
20 Agency's operations;" and

21 WHEREAS, The SFMTA currently owns approximately 10,000 Transit Poles in San
22 Francisco, which are poles of various types of construction used to support the overhead
23 catenary traction power system that powers trolley buses and light rail vehicles; and

1 WHEREAS, In late 2013, wireless telecommunications companies approached the
2 SFMTA seeking access to its Transit Poles for the installation of wireless telecommunication
3 antennae and equipment (ODAS Equipment) to enhance wireless telephone and data
4 services to their customers in San Francisco; and

5 WHEREAS, On July 15, 2014, by Resolution No. 14-121, the SFMTA Board of
6 Directors adopted a "Policy for Placement of Wireless Facilities on SFMTA Owned and
7 Managed Real Estate Assets" (SFMTA Wireless Policy), which established policies and
8 procedures that govern the fair access and use of Transit Poles by third parties; and

9 WHEREAS, On July 15, 2014, also by Resolution No. 14-121, the SFMTA Board
10 approved a form Master Outdoor Distributed Antenna System Pole License Agreement
11 (Master License Agreement), which SFMTA staff negotiated with representatives of wireless
12 communications companies, and also delegated to the Director of Transportation the authority
13 to approve Master License Agreements on behalf of the SFMTA; and

14 WHEREAS, The form Master License Agreement contains a mechanism for issuing
15 individual Pole Licenses, each designating the locations of the licensed Transit Pole(s),
16 describing the ODAS Equipment to be installed on said Transit Pole(s), and setting out
17 conditions or requirements unique to the licensed Transit Pole(s) concerning ODAS
18 Equipment installation and aesthetic requirements; and

19 WHEREAS, The form Master License Agreement and the SFMTA Wireless Policy
20 authorize the SFMTA to consult with the Planning Department to ensure that the design of
21 any ODAS Equipment to be installed on any Transit Pole is appropriate for a given location;
22 and

23 WHEREAS, The form Master License Agreement provides that the SFMTA will not
24 allow any ODAS Equipment or other communications equipment to be installed on a Transit
25

1 Pole unless the Department of Public Works has issued the permit required under Article 25
2 of the Public Works Code; and

3 WHEREAS, Using the form Master License Agreement, the Director of Transportation
4 executed a Master License Agreement with Extenet Systems (California), LLC, for a term of
5 nine years, and a copy of that Master License Agreement is on file with the Clerk of the Board
6 of Supervisors in File No. 151100; and

7 WHEREAS, Using the form Master License Agreement, the Director of Transportation
8 executed a Master Licenses with GTE Mobilnet of California, LP, d/b/a Verizon Wireless, for a
9 term of nine years, and a copy of that Master License Agreement is on file with the Clerk of
10 the Board of Supervisors in File No. 151100; and

11 WHEREAS, Using the form Master License Agreement, the Director of Transportation
12 executed a Master License Agreement with Mobilitie Investments III, LLC, for a term of nine
13 years, and a copy of that Master License Agreement is on file with the Clerk of the Board of
14 Supervisors in File No. 151100; and

15 WHEREAS, When the Director of Transportation approved the three Master License
16 Agreements, the SFMTA did not anticipate that any of the executed Master License
17 Agreements would result in revenues of more than \$1,000,000 dollars, and the SFMTA
18 therefore did not seek Board of Supervisors approval of the executed Master License
19 Agreements under Charter, Section 9.118(a); and

20 WHEREAS, The number of applications for Pole Licenses has greatly exceeded the
21 amount that the SFMTA had anticipated, and the SFMTA has determined that due to that
22 unexpected demand for access to Transit Poles, based on current projections of Licensees'
23 Pole License applications, the projected revenues from each of each of the three Master
24 License Agreements will substantially exceed \$1,000,000, and the sum total revenues of all
25

1 three Master License Agreements will total approximately \$13,560,789 over the nine year
2 term of those contracts; and

3 WHEREAS, Charter, Section 9.118(a) requires that a City department obtain the Board
4 of Supervisors' approval by resolution of any contract that produces revenues of \$1,000,000
5 or more; and

6 WHEREAS, Approval of the Master License Agreements is not subject to the California
7 Environmental Quality Act (CEQA) as defined under California Environmental Quality Act
8 (CEQA), California Public Resources Code, Sections 21000 et seq., the CEQA Guidelines, 15
9 Cal. Administrative Code, Sections 15000 et seq., (CEQA Guidelines), and San Francisco
10 Administrative Code, Chapter 31 (Chapter 31); and

11 WHEREAS, The Planning Department has determined that the actions contemplated in
12 this Resolution comply with the California Environmental Quality Act (California Public
13 Resources Code, Sections 21000, et seq.); and

14 WHEREAS, Said determination is on file with the Clerk of the Board of Supervisors in
15 File No. 151100 and is incorporated herein by reference; and

16 WHEREAS, The Board affirms this determination; now, therefore, be it

17 RESOLVED, That the Board of Supervisors retroactively approves the Master License
18 Agreement, and any Pole License Agreements executed under that agreement, between the
19 SFMTA and Extenet Systems (California), LLC, dated September 22, 2014, which agreement
20 is on file with the Clerk of the Board of Supervisors, for an amount to exceed \$1,000,000 and
21 a term of nine years, said approval to be effective from September 22, 2014; and, be it

22 FURTHER RESOLVED, That the Board of Supervisors retroactively approves the
23 Master License Agreement, and any Pole License Agreements executed under that
24 agreement, between the SFMTA and GTE Mobilnet d/b/a Verizon Wireless, dated November
25 30, 2014, which agreement is on file with the Clerk of the Board of Supervisors, for an amount

1 to exceed \$1,000,000 and a term of nine years, said approval to be effective from November
2 30, 2014; and, be it

3 FURTHER RESOLVED, That the Board of Supervisors retroactively approves the
4 Master License Agreement, and any Pole License Agreements executed under that
5 agreement, between the SFMTA and Mobilitie Investments III, LLC, dated April 23, 2015,
6 which agreement is on file with the Clerk of the Board of Supervisors, for an amount to exceed
7 \$1,000,000 and a term of nine years, said approval to be effective from April 23, 2015; and,
8 be it

9 FURTHER RESOLVED, That the Board of Supervisors authorizes the Director of
10 Transportation of the SFMTA to approve any additions, amendments or other modifications to
11 said three Master License Agreements (including, without limitation, preparation and
12 attachment of, or changes to, any or all of the exhibits and ancillary agreements) that the
13 Director of Transportation, in consultation with the City Attorney, determines is in the best
14 interest of the SFMTA, do not materially increase the obligations or liabilities of the SFMTA or
15 City, or materially decrease the public benefits accruing to the SFMTA, and are necessary or
16 advisable to complete the transactions contemplated and effectuate the purpose and intent of
17 this Resolution, such determination to be conclusively evidenced by the execution and
18 delivery by the Director of Transportation of any such documents.