

1 [1999 Water Revenue Bonds Issuance]

2 APPROVING THE ISSUANCE OF NOT TO EXCEED \$140,000,000 AGGREGATE PRINCIPAL
3 AMOUNT OF SAN FRANCISCO WATER REVENUE BONDS TO BE ISSUED BY THE PUBLIC
4 UTILITIES COMMISSION OF THE CITY AND COUNTY OF SAN FRANCISCO; AFFIRMING
5 COVENANTS CONTAINED IN THE INDENTURE PURSUANT TO WHICH THE WATER
6 REVENUE BONDS ARE ISSUED; AUTHORIZING THE EXECUTION AND DELIVERY OF A
7 CONTINUING DISCLOSURE CERTIFICATE; AND AUTHORIZING THE TAKING OF
8 APPROPRIATE ACTIONS IN CONNECTION THEREWITH; AND RELATED MATTERS

9 WHEREAS, At a duly called and held revenue bond election on November 4, 1997, a
10 majority of voters voting on the measure approved the issuance by the Public Utilities
11 Commission of the City and County of San Francisco (the "Commission") of its revenue bonds
12 in the aggregate principal amount of \$157,000,000 for the purpose of providing funds for
13 acquiring and constructing reliability and seismic safety improvements (the "System Reliability
14 Project") to the water system (the "Water Enterprise") of the City and County of San Francisco
15 (the "City") and approved the issuance by the Commission of its revenue bonds in the
16 aggregate principal amount of \$147,000,000 for the purpose of acquiring and constructing
17 safe drinking water improvements (the "Safe Water Project") to the Water Enterprise (such
18 revenue bonds referred to herein collectively as, the "Water Revenue Bonds"); and,

19 WHEREAS, Pursuant to Section 9.107 of the Charter (the "Charter") of the City, the
20 Board of Supervisors of the City (the "Board") is authorized to provide for the issuance of
21 revenue bonds by the Commission following the approval of the issuance of such revenue
22 bonds by a majority of the voters, such revenue bonds to be issued and sold in accordance
23 with State law or any procedure provided for by ordinance; and,

24 WHEREAS, The Commission, pursuant to the terms of Resolution No. 99-0085,
25 adopted by the Commission on April 13, 1999 (the "Resolution"), has authorized the issuance

1 of not to exceed \$140,000,000 aggregate principal amount outstanding at any one time of its
2 Water Revenue Bonds for the purpose of financing the costs of improvements, betterments
3 and additions to the Water Enterprise as well as for the payment of costs of issuance and
4 other incidental costs therefor; approved the form of a fifth supplemental indenture (the "Fifth
5 Supplemental Indenture") to the indenture dated as of November 1, 1987 by and between the
6 Commission and a successor trustee to Bankers Trust Company of California, National
7 Association (as amended and supplemented, the "Indenture"); and other matters, and

8 WHEREAS, The Resolution, among other things, establishes a maximum rate of
9 interest for the Water Revenue Bonds of eight percent (8%) per annum; now, therefore, be it

10 RESOLVED by the Board of Supervisors of the City and County of San Francisco, as
11 follows:

12 Section 1. Recitals. All of the recitals herein are true and correct.

13 Section 2. Approval and Authorization of Water Revenue Bonds. The Board hereby
14 authorizes and approves the issuance by the Commission of the Water Revenue Bonds in an
15 aggregate principal amount not to exceed \$140,000,000 at a rate or rates not to exceed eight
16 percent per annum to provide funds to be used for the System Reliability Project and the Safe
17 Water Project.

18 Section 3. Affirmation of Existing Bond Covenants. This Board hereby confirms
19 Section 5.01(b) of the Indenture, as amended, which sets forth the disposition of Revenues
20 (as defined in the Indenture) applicable to the Bonds (as defined in the Indenture) and
21 covenants with the holders of the Bonds that the Revenues shall be appropriated and
22 expended as set forth in Section 5.01(b) of the Indenture as amended by the Fifth
23 Supplemental Indenture. This Board also declares that the City will comply with all of the
24 terms, provisions and covenants contained in the Indenture, including the covenants to
25 establish, fix, prescribe and collect rates, fees and charges sufficient to enable the

1 Commission to comply with the terms, conditions and covenants of the Indenture and the Fifth
2 Supplemental Indenture.

3 Section 4. Approval of Continuing Disclosure Certificate. The Board hereby approves
4 the form of the Continuing Disclosure Certificate (the "Continuing Disclosure Certificate") to be
5 executed by the City on behalf of the Commission in connection with the issuance of the
6 Water Revenue Bonds, a copy of which is on file with the Clerk of the Board of Supervisors in
7 File No. 990784. The Controller of the City and County of San Francisco (the
8 "Controller") is hereby authorized to execute the Continuing Disclosure Certificate, in
9 substantially the form presented to the Board of Supervisors, with such modifications,
10 changes or additions as the Controller or the City Attorney may make or approve in
11 accordance with Section 5 hereof.

12 Section 5. General Authority. The Treasurer of the City, the Controller of the City, the
13 City Attorney, and all other appropriate officers, employees, representatives and agents of the
14 City are hereby authorized and directed to do everything necessary or desirable to provide for
15 the issuance and security of the Water Revenue Bonds.

16
17 APPROVED AS TO FORM:

18 LOUISE H. RENNE
19 City Attorney

20
21 By: 
22 DAVE ANGELO SANCHEZ
23 Deputy City Attorney
24
25



City and County of San Francisco

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

Tails Resolution

File Number: 990784

Date Passed:

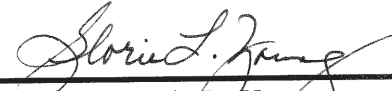
Resolution approving the issuance of not to exceed \$140,000,000 aggregate principal amount of San Francisco Water Revenue Bonds to be issued by the Public Utilities Commission of the City and County of San Francisco; affirming covenants contained in the indenture pursuant to which the Water Revenue Bonds are issued; authorizing the execution and delivery of a continuing disclosure certificate; and authorizing the taking of appropriate actions in connection therewith; and related matters.

May 17, 1999 Board of Supervisors — ADOPTED

Ayes: 8 - Ammiano, Becerril, Bierman, Katz, Leno, Newsom, Teng, Yaki
Absent: 3 - Brown, Kaufman, Yee

File No. 990784

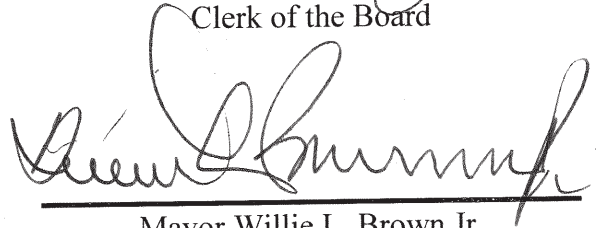
I hereby certify that the foregoing Resolution was ADOPTED on May 17, 1999 by the Board of Supervisors of the City and County of San Francisco.



Gloria L. Young
Clerk of the Board

MAY 28 1999

Date Approved



Mayor Willie L. Brown Jr.