

1 [First Amendment to Memorandum of Agreement Between the Treasure Island Development
2 Authority and the San Francisco County Transportation Authority Relating to Yerba Buena
3 Island Ramps]

4 **Resolution approving a First Amendment to the Memorandum of Agreement between**
5 **the Treasure Island Development Authority and the San Francisco County**
6 **Transportation Authority for project management services and consultant services for**
7 **the preparation of a Project Report, Environmental Document and Project Engineering**
8 **for the Yerba Buena Island Ramps in an amount not to exceed \$8,800,000.**

9
10 WHEREAS, Treasure Island was selected for closure and disposition by the Base
11 Realignment and Closure Commission in 1993, acting under Public Law 101-510, and its
12 subsequent amendments; and,

13 WHEREAS, On May 2, 1997, the Board of Supervisors passed Resolution No. 380-97,
14 authorizing the Mayor's Treasure Island Project Office to establish a nonprofit public benefit
15 corporation known as the Treasure Island Development Authority ("TIDA") to act as a single
16 entity focused on the planning, redevelopment, reconstruction, rehabilitation, reuse and
17 conversion of former Naval Station Treasure Island (the "Base") for the public interest,
18 convenience, welfare and common benefit of the inhabitants of the City and County of
19 San Francisco; and,

20 WHEREAS, Under the Treasure Island Conversion Act of 1997, which amended
21 Section 33492.5 of the California Health and Safety Code and added Section 2.1 to Chapter
22 1333 of the Statutes of 1968 (the "Act"), the California legislature (i) designated TIDA as a
23 redevelopment agency under California redevelopment law with authority over the Base upon
24 approval of the City's Board of Supervisors, and, (ii) with respect to those portions of the Base
25

1 which are subject to the Tidelands Trust, vested in TIDA the authority to administer the public
2 trust for commerce, navigation and fisheries as to such property; and,

3 WHEREAS, The Board of Supervisors approved the designation of TIDA as a
4 redevelopment agency for Treasure Island in 1998; and,

5 WHEREAS, The United States Navy currently owns the on- and off-ramp connections
6 to Yerba Buena Island from Interstate 80, the San Francisco-Oakland Bay Bridge, and,
7 because Federal law prohibits the Navy from "improving" surplus property, the Navy cannot
8 repair or replace the ramps as part of the transfer of the Base property to TIDA; and,

9 WHEREAS, Current State designs for the new Eastern Span of the Bay Bridge
10 ("Eastern Span") include construction of one new ramp connecting the Bay Bridge to Yerba
11 Buena Island and reuse of three other existing ramps that do not meet current State design
12 and safety standards; and,

13 WHEREAS, An October 2003 Memorandum of Understanding between TIDA and the
14 State, acting through Caltrans, indicated that, among other things, (i) the State and City
15 agreed to seek and support any legislative changes necessary to provide for State ownership
16 of all connections to the Eastern Span, and (ii) the State agreed to ensure that there are safe
17 and reliable connections between the Eastern Span and Yerba Buena Island in both
18 eastbound and westbound directions, consistent with State design standards; and,

19 WHEREAS, In October 2007, the Governor signed Senate Bill 163, which: (i) requires
20 Caltrans to work in cooperation with TIDA and the San Francisco County Transportation
21 Authority ("SFCTA") on the design and engineering of replacement ramps connecting Yerba
22 Buena Island to the Bay Bridge and to ensure that the design of the ramps is compatible with
23 the design of the new Eastern Span; (ii) authorizes Caltrans, upon the transfer to TIDA from
24 the Federal Government of the ramp connections, to accept from TIDA title, easements, and
25 other interests in land necessary for the State to own and operate one or more of the ramps;

1 (iii) makes transfer of a ramp from TIDA to the State contingent upon completion of work on
2 the ramp in accordance with specified standards; and (iv) requires a Project Study Report
3 ("PSR") on the reconstruction of the Yerba Buena Island ramps to be finalized by
4 December 31, 2008, requires the SFCTA to be the lead agency for the development of the
5 PSR, and requires the SFCTA to work in coordination with TIDA, the Office of Economic and
6 Workforce Development ("OEWD"), and the Bay Area Toll Authority; and,

7 WHEREAS, The PSR for the Yerba Buena Island ramps, which was prepared by the
8 SFCTA in coordination with TIDA, OEWD and Caltrans, was approved and signed by Caltrans
9 District 04 on December 19, 2007; and,

10 WHEREAS, The PSR evaluates several ramp design alternatives and recommends
11 two project alternatives, and a no-build alternative, to be further studied and analyzed in the
12 Project Report/Environmental Document phase of the proposed improvement or replacement
13 of the Yerba Buena Island ramps (the "YBI Ramps Project"); and,

14 WHEREAS, The project development process for the YBI Ramps Project consists of a
15 two-phase effort with Phase 1 consisting of the conceptual engineering, Project Report ("PR")
16 and Environmental Document ("ED"), and Phase 2 being the final design and preparation of
17 Plans, Specifications/Special Provisions and Estimate ("PS&E"); and,

18 WHEREAS, Completion of the PR and ED on a timely basis is imperative so that the
19 new ramps designs can be incorporated into the Eastern Span Seismic Safety Project
20 ("ESSSP") for the Bay Bridge; and,

21 WHEREAS, Article V, Section 2(k) of TIDA's Bylaws authorizes TIDA to contract with
22 governmental agencies, including without limitation, any department, commission or agency of
23 the City, for the performance of services in furtherance of and related to the purposes of TIDA,
24 and,

1 WHEREAS, TIDA has asked SFCTA, in its capacity as the City's Congestion
2 Management Agency, to (i) lead the effort to prepare and obtain approval of the PR and ED
3 for the YBI Ramps Project and (ii) provide the upfront funding for the staff and consultant
4 costs related to this effort; and,

5 WHEREAS, On May 13, 2008 at a properly noticed public meeting, the Board of
6 Supervisors adopted Resolution No. 228-08 approving a Memorandum of Agreement
7 between TIDA and the SFCTA under which (i) the SFCTA provides staff support and project
8 management oversight in connection with the YBI Ramps Project and entered into a contract
9 with the consultant selected through a Request for Proposals for preparation of the PR/ED,
10 and (ii) TIDA will reimburse the SFCTA for the administrative, project management and
11 consultant costs incurred by SFCTA relating to the YBI Ramps Project and the completion of
12 the PR/ED in an amount not to exceed \$3,000,000, together with interest on such
13 reimbursable costs at the City Treasurer's Pooled Investment Fund rate or the SFCTA's
14 borrowing rate, whichever is applicable; and,

15 WHEREAS, Under the terms of the Memorandum of Agreement, the SFCTA will allow
16 TIDA to defer its reimbursement obligation to the SFCTA until the earlier of (i) thirty (30) days
17 after the first close of escrow for transfer of the Base from TIDA to Treasure Island
18 Community Development, LLC ("TICD"), the proposed master developer for the Base, or
19 (ii) December 31, 2010, and, as security for TIDA's reimbursement obligation, TIDA provided
20 the SFCTA with collateral in the form of a senior security interest in the rents payable to TIDA
21 under the John Stewart Company Sublease; and,

22 WHEREAS, Caltrans has notified TIDA that in order to build the YBI Ramps Project in
23 conjunction with the construction of the ESSSP, the Phase 2 PS&E work must be completed
24 by June 2010; and,
25

1 WHEREAS, TIDA and the SFCTA staff have negotiated a First Amendment to the
2 Memorandum of Understanding (the "First Amendment") that would revise the scope of
3 services and budget to enable delivery of preliminary engineering of the YBI Ramps Project to
4 the 65% Design level on a schedule that is consistent with the ESSSP; and,

5 WHEREAS, The budget for the additional Phase 2 scope of services outlined in the
6 First Amendment is estimated at \$5,800,000, which would bring the total not to exceed
7 amount of the Memorandum of Agreement to \$8,800,000, plus accrued interest; and,

8 WHEREAS, The proposed First Amendment would revise the repayment schedule for
9 the Authority's reimbursement obligation such that if the Treasure Island/Yerba Buena Island
10 Redevelopment Plan has not been adopted by December 31, 2010, then TIDA is required to
11 reimburse the SFCTA one-third of the costs and accrued interest on December 31, 2010, with
12 the remaining two-thirds of the costs and accrued interest due on December 31, 2011; and,

13 WHEREAS, As additional security for the increased budget under the First
14 Amendment, the SFCTA has required that TIDA pledge, as additional collateral for the
15 repayment of the reimbursement obligation, a senior security interest in all TIDA revenues
16 other than amounts required to make payments to the San Francisco Public Utilities
17 Commission ("SFPUC") under the Memorandum of Understanding between TIDA and the
18 SFPUC for TIDA's outstanding utility obligation; and,

19 WHEREAS, On May 13, 2009 at a properly noticed meeting, the TIDA Board of
20 Directors approved the First Amendment and authorized the Treasure Island Redevelopment
21 Project Director to execute the First Amendment; and,

22 WHEREAS, On May 19, 2009 at a properly noticed meeting, the SFCTA Commission
23 approved the First Amendment and authorized the Executive Director of the SFCTA to
24 execute the First Amendment; and,
25

1 WHEREAS, TIDA's organizational documents require the Board of Supervisors'
2 approval of any contract that TIDA enters into prior to the adoption of a redevelopment plan
3 for the Base if the value of the contract is worth more than \$1,000,000 or has a term of ten
4 years or more; and,

5 WHEREAS, The Memorandum of Agreement, as amended by the First Amendment, is
6 a contract for an amount in excess of \$1,000,000; now, therefore, be it

7 RESOLVED, That the San Francisco Board of Supervisors hereby approves the First
8 Amendment to the Memorandum of Agreement between TIDA and the SFCTA for project
9 management services and consultant services in connection with the preparation of a PR and
10 ED and preliminary engineering to a 65% Design level for the YBI Ramps Project in an
11 amount not to exceed \$8,800,000, plus accrued interest; and, be it

12 FURTHER RESOLVED, That the Board of Supervisors hereby authorizes the Treasure
13 Island Redevelopment Project Director to execute and enter into the First Amendment to the
14 Memorandum of Agreement in substantially the form filed with the Clerk of the Board in File
15 No. 090652, and any additions, amendments or other modifications to such
16 amendment (including, without limitation, its exhibits) that the Treasure Island Redevelopment
17 Project Director determines, in consultation with the City Attorney, are in the best interests of
18 TIDA and do not otherwise materially increase the obligations or liabilities of TIDA, and are
19 necessary or advisable to effectuate the purpose and intent of this resolution.
20

21 **RECOMMENDED:**

22 TREASURE ISLAND DEVELOPMENT AUTHORITY

23 By: _____

24 Jack Sylvan
25 Treasure Island Redevelopment Project Director



City and County of San Francisco

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

Tails Resolution

File Number: 090652

Date Passed:

Resolution approving a First Amendment to the Memorandum of Agreement between the Treasure Island Development Authority and the San Francisco County Transportation Authority for project management services and consultant services for the preparation of a Project Report, Environmental Document and Project Engineering for the Yerba Buena Island Ramps in an amount not to exceed \$8,800,000.

June 9, 2009 Board of Supervisors — ADOPTED

Ayes: 11 - Alioto-Pier, Avalos, Campos, Chiu, Chu, Daly, Dufty, Elsbernd, Mar, Maxwell, Mirkarimi

File No. 090652

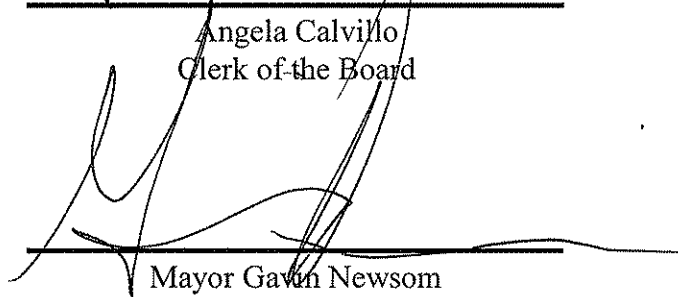
I hereby certify that the foregoing Resolution was ADOPTED on June 9, 2009 by the Board of Supervisors of the City and County of San Francisco.



Angela Calvillo
Clerk of the Board

6/19/09

Date Approved



Mayor Gavin Newsom