

1 [Issuance of Clean Water Revenue Bonds, 2003 Refunding Series A.]

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3 **Resolution approving the issuance of not to exceed \$485,000,000 aggregate principal**
4 **amount of Clean Water Revenue Bonds, 2003 Refunding Series A to be issued by the**
5 **Public Utilities Commission of the City and County of San Francisco; and authorizing the**
6 **taking of appropriate actions in connection therewith and related matters.**

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8 WHEREAS, The City and County of San Francisco (the "City") has heretofore issued
9 \$331,005,000 aggregate principal amount of its Sewer Revenue Refunding Bonds, Series
10 1992 (of which \$171,950,000 remains outstanding), \$174,980,000 aggregate principal amount
11 of its Sewer Revenue Bonds, Series 1994 (of which \$166,235,000 remains outstanding), and
12 \$44,230,000 aggregate principal amount of its Sewer Revenue Bonds, Series 1995A and
13 \$11,282,147.10 of its capital appreciation Sewer Revenue Bonds, Series 1995B (of which
14 approximately \$62,760,000 of such Series 1995A Bonds and Series 1995B Bonds remain
15 outstanding) (collectively, the "Prior Bonds") to primarily finance and refinance certain sewer
16 system facilities and improvements (the "Clean Water Enterprise") of the City; and
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18 WHEREAS, Pursuant to Section 4.112 of the Charter of the City (the "Charter"), the
19 Public Utilities Commission of the City and County of San Francisco (the "Commission") was
20 given charge of the construction, management, supervision, maintenance, extension,
21 operation, use and control of all water and energy supplies and utilities of the City, including
22 the Clean Water Enterprise, which were under the Commission's jurisdiction on the operative
23 date of the Charter or assigned pursuant to Section 4.132 of the Charter; and
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1 WHEREAS, On December 3, 2002, the Commission adopted a resolution (the
2 "Resolution") approving the issuance of not to exceed \$485,000,000 aggregate principal
3 amount of its Clean Water Revenue Bonds, 2003 Refunding Series A (the "Bonds") for the
4 primary purpose of refunding all or a portion of the Prior Bonds; and

5 WHEREAS, The Bonds will be issued pursuant to the terms of an Indenture, dated as of
6 January 1, 2003, between the Commission and U.S. Bank, N.A., as trustee (the "Indenture");
7 and
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9 WHEREAS, Pursuant to Section 9.109 of the Charter, such refunding revenue bonds
10 may be issued without voter approval provided that the issuance of such refunding revenue
11 bonds is expected to result in net debt service savings to the City on a present value basis
12 calculated as provided in Section 43.6.6 of the San Francisco Refunding Revenue Bond Act;
13 and

14 WHEREAS, The Board now desires to ratify and approve the actions of the
15 Commission taken under the Resolution, including without limitation, to ratify and approve the
16 Commission acting on behalf of the City thereunder;
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18 WHEREAS, The Resolution, among other things, establishes a maximum rate of
19 interest for the Bonds of eight percent (8%) per annum; now, therefore, be it

20 RESOLVED by the Board of Supervisors of the City and County of
21 San Francisco, as follows:
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23 Section 1. Recitals. All of the recitals herein above are true and correct.
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1 Section 2. Approval and Authorization of Clean Water Revenue Bonds, 2003
2 Refunding Series A; Ratification and Approval of Commission Actions. The Board hereby
3 authorizes and approves the issuance by the Commission of the Clean Water Revenue
4 Bonds, 2003 Refunding Series A in an aggregate principal amount not to exceed
5 \$485,000,000 at a rate or rates not to exceed eight percent (8%) per annum to provide funds
6 to (i) refund all or a portion of the Prior Bonds, (ii) fund a reserve account and (iii) pay certain
7 costs of issuance related thereto. The Board hereby ratifies and approves the actions of the
8 Commission taken to approve the issuance of the Bonds under the Resolution, including without
9 limitation, the acts (if any) of the Commission on behalf of the City thereunder.
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11 Section 3. Incorporation of Proposition P Provisions. The provisions of Proposition P,
12 entitled "Ordinance Establishing a Public Utilities Revenue Bond Oversight Committee,
13 Setting Forth the Authority, Duties and Responsibilities of the Committee, and Establishing
14 Qualifications for Committee Members, and Related Provisions," approved by the qualified
15 voters of the City on November 5, 2002, are hereby incorporated by reference as if set forth in
16 full herein. The Board hereby directs the Commission to comply with the provisions of
17 Proposition P in connection with the issuance of the Bonds.
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1 Section 4. General Authority. The Treasurer of the City, the Controller of the City, the
2 City Attorney, and all other appropriate officers, employees, representatives and agents of the
3 City are hereby authorized and directed to do everything necessary or desirable to provide for
4 the issuance and security of the Bonds.

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10 APPROVED AS TO FORM:

11 DENNIS J. HERRERA,
12 City Attorney

13 By: _____
14 Mark D. Blake
15 Deputy City Attorney