

1 [Declaring Results of Special Election - Special Tax District No. 2019-1 (Pier 70
2 Condominiums)]

3 **Resolution declaring the results of the special election; directing recordation of the**
4 **notice of special tax lien for the City and County of San Francisco Special Tax District**
5 **No. 2019-1 (Pier 70 Condominiums); and determining other matters in connection**
6 **therewith, as defined herein.**

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8 WHEREAS, California Statutes of 1968, Chapter 1333 (“Burton Act”) and San
9 Francisco Charter Section 4.114 and Appendix B, beginning at Section B3.581, empower the
10 City and County of San Francisco (“City”), acting through the San Francisco Port Commission
11 (“Port” or “Port Commission”), with the power and duty to use, conduct, operate, maintain,
12 manage, regulate, and control the lands within Port jurisdiction; and

13 WHEREAS, FC Pier 70, LLC, a Delaware limited liability company (“Master
14 Developer”) and the City, acting by and through the Port, are parties to a Disposition and
15 Development Agreement (as amended from time to time, “DDA”), including a Financing Plan
16 (as amended from time to time, “Financing Plan”), that governs the disposition and
17 development of approximately 28 acres of land in the waterfront area of the City known as
18 Pier 70 (“Project Site”); and

19 WHEREAS, In the general election held on November 4, 2014, an initiative entitled, the
20 “Union Iron Works Historic District Housing, Waterfront Parks, Jobs and Preservation
21 Initiative” (“Proposition F”), was approved by the voters in the City; and

22 WHEREAS, The DDA contemplates a project (“Project”) under which the Port would
23 initially lease the Project Site to the Master Developer for infrastructure development, and,
24 ultimately, lease and sell parcels in the Project Site to vertical developers, for development of
25 a mixed-use project described in the DDA; and

1 WHEREAS, The City anticipates that, in addition to the infrastructure and private
2 development described above, future improvements will be necessary to ensure that the
3 shoreline, public facilities, and public access improvements will be protected should sea level
4 rise in the vicinity of the Project Site, and the Board of Supervisors of the City (“Board of
5 Supervisors”) desires to provide a mechanism to pay for the costs of such improvements; and

6 WHEREAS, At its hearing on August 24, 2017, and prior to recommending proposed
7 Planning Code amendments for approval, by Motion No. 19976, the Planning Commission
8 certified a Final Environmental Impact Report (“FEIR”) for the Project (Case No. 2014-
9 001272ENV) pursuant to the California Environmental Quality Act (“CEQA”) (California Public
10 Resources Code, Section 21000 et seq.), the CEQA Guidelines (14 Cal. Code Reg., Section
11 15000 et seq.), and Chapter 31 of the Administrative Code; a copy of said Motion is on file
12 with the Clerk of the Board of Supervisors in File No. 170930, and is incorporated herein by
13 reference; and

14 WHEREAS, In recommending the proposed Planning Code amendments for approval
15 by this Board of Supervisors at its hearing on August 24, 2017, by Motion No. 19977, the
16 Planning Commission also adopted findings under CEQA, including a statement of overriding
17 consideration, and a Mitigation Monitoring and Reporting Program (“MMRP”); a copy of said
18 Motion and MMRP are on file with the Clerk of the Board of Supervisors in File No. 170930,
19 and is incorporated herein by reference; and

20 WHEREAS, Under Chapter 43, Article X of the San Francisco Administrative Code (as
21 it may be amended from time to time, “Code”), which Code incorporates by reference the
22 Mello-Roos Community Facilities Act of 1982, as amended (“Mello-Roos Act”), this Board of
23 Supervisors is authorized to establish a special tax district and to act as the legislative body
24 for a special tax district; and

25

1 WHEREAS, On January 14, 2020, this Board of Supervisors adopted a resolution
2 (which resolution was signed by the Mayor on January 24, 2020) entitled “Resolution of
3 formation of City and County of San Francisco Special Tax District No. 2019-1 (Pier 70
4 Condominiums) and a Future Annexation Area; determining other matters in connection
5 therewith, as defined herein; and making findings under the California Environmental Quality
6 Act” (“Resolution of Formation”), ordering the formation of the “City and County of San
7 Francisco Special Tax District No. 2019-1 (Pier 70 Condominiums)” (“Special Tax District”)
8 and a future annexation area, authorizing the levy of special taxes on property within the
9 Special Tax District and preliminarily establishing an appropriations limit for the Special Tax
10 District, all pursuant to the Code; and

11 WHEREAS, In the Resolution of Formation, this Board of Supervisors made certain
12 findings under CEQA about the FEIR for the disposition and development of the Project Site,
13 and those findings are incorporated in this Resolution as if set forth in their entirety herein;
14 and

15 WHEREAS, On January 14, 2020, this Board of Supervisors also adopted a resolution
16 (which resolution was signed by the Mayor on January 24, 2020) entitled “Resolution
17 determining necessity to incur bonded indebtedness and other debt in an aggregate principal
18 amount not to exceed \$1,697,600,000 for the City and County of San Francisco Special Tax
19 District No. 2019-1 (Pier 70 Condominiums) and determining other matters in connection
20 therewith, as defined herein” (“Resolution Determining Necessity”), determining the necessity
21 to incur bonded indebtedness and other debt (as defined in the Mello-Roos Act) in one or
22 more series in the maximum aggregate principal amount of \$1,697,600,000 (to be calculated
23 as set forth therein) upon the security of certain special taxes to be levied within the Special
24 Tax District pursuant to the Code; and

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1 WHEREAS, Under the provisions of the Resolution of Formation and the Resolution
2 Determining Necessity and pursuant to a “Resolution calling special election in City and
3 County of San Francisco Special Tax District No. 2019-1 (Pier 70 Condominiums) and
4 determining other matters in connection therewith, as defined herein” (the “Election
5 Resolution”) heretofore adopted by this Board of Supervisors, the propositions of the levy of
6 the special taxes, the establishment of the appropriations limit, and the incurring of bonded
7 indebtedness and other debt were submitted to the qualified electors of the Special Tax
8 District as required by the provisions of the Code; and,

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

13 WHEREAS, This Board of Supervisors has reviewed the Canvass, finds it appropriate
14 and wishes to complete its proceedings for the Special Tax District; now, therefore, be it

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

16 FURTHER RESOLVED, That the issues presented at the special election were the levy
17 of special taxes within the Special Tax District, the incurring of bonded indebtedness and
18 other debt in the maximum aggregate principal amount of \$1,697,600,000 and the
19 establishment of an annual appropriations limit of not to exceed \$1,697,600,000 all pursuant
20 to the Resolution of Formation and the Resolution of Necessity; and, be it

21 FURTHER RESOLVED, That the Board of Supervisors hereby approves the Canvass
22 and finds that it shall be a permanent part of the record of its proceedings for the Special Tax
23 District. Pursuant to the Canvass, the issues presented at the special election were approved
24 by the qualified electors of the Special Tax District by two-thirds (2/3) or more of the votes
25 cast at the special election; and, be it

1 FURTHER RESOLVED, That pursuant to the voter approval, the Special Tax District is
2 hereby declared to be fully formed with the authority to levy the special taxes, to incur the
3 approved bonded indebtedness and other debt and to have the established appropriations
4 limit, all as heretofore provided in these proceedings and in the Code. It is hereby found that
5 all prior proceedings and actions taken by this Board of Supervisors with respect to the
6 Special Tax District were valid and in conformity with the Code; and, be it

7 FURTHER RESOLVED, That the Clerk of the Board of Supervisors is hereby directed
8 to complete, execute and cause to be recorded in the Office of the Assessor-Recorder a
9 notice of special tax lien in the form required by the Code, such recording to occur no later
10 than fifteen (15) days following adoption by the Board of Supervisors of this Resolution; and,
11 be it

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

20 FURTHER RESOLVED, That the Mayor, the Controller, the Director, Department of
21 Elections, the Director of the Office of Public Finance, the Clerk of the Board of Supervisors
22 and any and all other officers of the City are hereby authorized, for and in the name of and on
23 behalf of the City, to do any and all things and take any and all actions, including execution
24 and delivery of any and all documents, assignments, certificates, requisitions, agreements,
25 notices, consents, instruments of conveyance, warrants and documents, which they, or any of

1 them, may deem necessary or advisable in order to effectuate the purposes of this
2 Resolution; provided however that any such actions be solely intended to further the purposes
3 of this Resolution, and are subject in all respects to the terms of the Resolution; and, be it

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

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

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9 APPROVED AS TO FORM:
10 DENNIS J. HERRERA, City Attorney

11
12 By: _____
13 MARK D. BLAKE
14 Deputy City Attorney
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1 **EXHIBIT A**

2 **CANVASS AND STATEMENT OF RESULT OF ELECTION**

3 **CITY AND COUNTY OF SAN FRANCISCO**

4 Special Tax District No. 2019-1
5 (Pier 70 Condominiums)

6 I hereby certify as follows: that (i) I canvassed the returns of the special election held on
7 January 27, 2020, in City and County of San Francisco Special Tax District No. 2019-1 (Pier
8 70 Condominiums) (the "Special Tax District"), (ii) the canvass was conducted in accordance
9 with applicable law, and (iii) the ballot measure, the qualified number of votes, the total
10 number of votes cast in the Special Tax District and the total number of votes cast for and
11 against the ballot measure are as follows and are full, true and correct:

12 13 BALLOT MEASURE: Shall the following measure be 14 adopted: authorizing the City and County of San Francisco 15 ("City") to (i) levy special taxes solely on lands within City 16 and County of San Francisco Special Tax District No. 2019- 17 1 (Pier 70 Condominiums) ("Special Tax District") in 18 accordance with and for the duration set forth in the rate 19 and method contained in the resolution of the Board of 20 Supervisors establishing the Special Tax District 21 ("Formation Resolution"), commencing in the City's fiscal 22 year 2020-21 (with annual escalation thereafter), to pay for 23 the facilities, services and incidental expenses specified in 24 the Formation Resolution, to pay debt service on bonds and 25 other debt ("bonds") of the Special Tax District and to pay	Yes: _____ No: _____
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1 the costs of the City in administering the Special Tax
 2 District, which special taxes, if levied at the maximum rate
 3 and assuming full build-out of the properties in the Special
 4 Tax District at the time of formation, is anticipated to raise
 5 \$2,627,564 in fiscal year 2020-21 (with annual escalation
 6 thereafter); (ii) establish an annual appropriations limit for
 7 the Special Tax District in the amount of \$1,697,600,000;
 8 and (iii) issue bonds in one or more series for the Special
 9 Tax District in the maximum aggregate principal amount of
 10 \$1,697,600,000 (calculated in accordance with the
 11 resolution of the Board of Supervisors declaring the
 12 necessity for such bonds), with interest at a rate or rates not
 13 to exceed the maximum interest rate permitted by law at the
 14 time of sale of such bonds on behalf of the Special Tax
 15 District, the proceeds of which bonds will be used to acquire
 16 and/or construct certain facilities, reimburse certain costs of
 17 the facilities paid prior to the date of issuance of the bonds,
 18 and pay for the costs of issuing the bonds and incidental
 19 expenses?

Qualified Votes	Votes Cast	YES	NO
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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND this ____ day of ____, 2020.

CITY AND COUNTY OF SAN FRANCISCO

By: _____
Director
San Francisco Department of Elections