

BOARD of SUPERVISORS



City Hall  
1 Dr. Carlton B. Goodlett Place, Room 244  
San Francisco 94102-4689  
Tel. No. 554-5184  
Fax No. 554-5163  
TDD/TTY No. 554-5227

October 2, 2019

Mr. William Johnson  
Chief Executive Officer and President  
PG&E Corporation  
77 Beale Street  
P.O. Box 770000  
San Francisco, CA 94177

**Re: Board of Supervisors Resolution No. 403-19**

Dear Mr. Johnson:

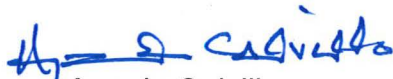
On September 17, 2019, the Board of Supervisors of the City and County of San Francisco adopted Resolution No. 394-19 (Supporting the Letter to Pacific Gas & Electric Company Expressing Interest in Purchasing Electric Distribution Assets), which was enacted on September 27, 2019.

The Board of Supervisors directs the Clerk of the Board to forward the following document to your attention:

- One courtesy copy of Resolution No. 403-19 (File No. 190938)

If you have any questions or require additional information, please contact the Office of the Clerk of the Board at (415) 554-5184, or by e-mail: [board.of.supervisors@sfgov.org](mailto:board.of.supervisors@sfgov.org).

Sincerely,

  
Angela Calvillo  
Clerk of the Board

- c. Members of the Board of Supervisors  
Sophia Kittler, Mayor's Liaison to the Board of Supervisors  
Eddie McCaffrey, Mayor's Manager of State and Federal Legislative Affairs  
Andres Power, Mayor's Policy Director  
Rebecca Peacock, Mayor's Office

1 [Supporting the Letter to Pacific Gas & Electric Company Expressing Interest in Purchasing  
2 Electric Distribution Assets]

3 **Resolution supporting the non-binding indication of interest sent to Pacific Gas &**  
4 **Electric Company on September 6, 2019, proposing to purchase the assets needed to**  
5 **provide electric distribution service to all customers in San Francisco for**  
6 **\$2,500,000,000.**

7  
8 WHEREAS, The Board of Supervisors seeks to ensure reliable, safe, affordable, clean  
9 electric service to all customers in San Francisco from a utility that is responsive to the needs  
10 of its customers; and

11 WHEREAS, Mayor Breed on January 14, 2019, and the Board of Supervisors on April  
12 9, 2019, in Resolution No. 174-19 requested that the City report on options for improving  
13 electric service through acquisition, construction, or completion of a public utility, driven by  
14 increasing concerns about PG&E's ability and commitment to provide service to San  
15 Francisco, due in part to significant and life-threatening safety violations, financial instability,  
16 multiple power outages, expensive rates, and delays and obstacles in providing power for  
17 publicly financed projects; and

18 WHEREAS, The Commissioners of the San Francisco Public Utilities Commission  
19 (SFPUC) have been providing oversight and guidance to SFPUC staff as they conduct these  
20 analyses; and

21 WHEREAS, The City published its preliminary study of the options for public electric  
22 power on May 13, 2019, concluding that the public ownership of San Francisco's electric grid  
23 has the potential for significant long-term benefits, net cost savings, rate stability, affordability,  
24 as well as an ability to achieve 100% greenhouse gas-free power; and  
25

1           WHEREAS, On Friday September 6, 2019, the Mayor and City Attorney sent a letter to  
2 PG&E expressing the City's interest in purchasing from PG&E the facilities needed to provide  
3 electric distribution service to all San Francisco customers, based on intensive analysis by  
4 City staff and experts, and

5           WHEREAS, The letter, called an Indication of Interest (IOI), is on file with the Clerk of  
6 the Board of Supervisors in File No. 190938; and

7           WHEREAS, The IOI explains that the City is uniquely positioned to acquire the assets  
8 because for "over a century, the City has owned and operated its Hetch Hetchy Power  
9 municipal retail electric utility, including its own electric generation, transmission and  
10 distribution facilities," and "Hetch Hetchy Power and CleanPowerSF (San Francisco's  
11 Community Choice Aggregation program) supply nearly 80% of San Francisco's electricity  
12 needs," and the "SFPUC, through Hetch Hetchy Power and CleanPowerSF, has a long track  
13 record of providing safe, reliable, affordable and sustainable electric service;" and

14           WHEREAS, The IOI states that the City's purchase of the assets "would provide  
15 meaningful benefits to the City and its residents, including: (i) stable and competitive rates for  
16 customers throughout San Francisco, (ii) enhanced focus on local needs, (iii) increased ability  
17 to achieve the City's aggressive climate action goals as well as other important local policy  
18 objectives and (iv) additional attractive long-term career and business opportunities for local  
19 residents and businesses;" and

20           WHEREAS, The IOI proposes a purchase price of \$2.5 billion, which it describes as "a  
21 very attractive premium valuation compared to recent electric utility transactions that reflects  
22 the unique circumstances of, and expedited timing resulting from, the Debtors' Chapter 11  
23 bankruptcy cases;" and

24           WHEREAS, The IOI states that financing for purchase is expected to include "issuance  
25 of municipal power revenue bonds by the SFPUC. The SFPUC's credit is well established by

1 Hetch Hetchy Power, currently maintains “AA” and “AA-” credit ratings from S&P Global  
2 Ratings and Fitch Ratings, respectively;” and

3 WHEREAS, The IOI notes that “the proposal is nonbinding “[u]nless and until the  
4 parties have, among other things, completed comprehensive due diligence, negotiated  
5 definitive transaction documentation for the Proposed Transaction, obtained necessary  
6 internal approvals, executed definitive transaction documentation for the Proposed  
7 Transaction and obtained a bankruptcy court order authorizing the Proposed Transaction;”  
8 and

9 WHEREAS, The City has a long history of working productively with its unionized  
10 workforce, and intends to work in good faith to create a clear plan to protect current PG&E  
11 employees; now, therefore, be it

12 RESOLVED, That the Board of Supervisors supports the IOI and urges PG&E to work  
13 collaboratively with the City to complete due diligence and enter into a purchase agreement  
14 with the City that will benefit PG&E, its customers and other stakeholders; and, be it

15 FURTHER RESOLVED, That the Board, in approving this Resolution, is not approving  
16 the Proposed Transaction within the meaning of the California Environmental Quality Act  
17 (“CEQA”); and, be it

18 FURTHER RESOLVED, The Board of Supervisors retains absolute discretion to decide  
19 whether to proceed with the Proposed Transaction, and the Board will not take any  
20 discretionary action committing the City to approve the Proposed Transaction until the Board  
21 has reviewed and considered any environmental documentation prepared by the City in  
22 compliance with CEQA and adopted any appropriate findings in compliance with CEQA; and,  
23 be it

24 FURTHER RESOLVED, Accordingly, the Board retains discretion to, among other  
25 things, modify the Proposed Transaction to mitigate any significant environmental impacts,

1 require the implementation of specific measures to mitigate any significant environmental  
2 impacts of the Proposed Transaction, and to approve or reject the Proposed Transaction.

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City and County of San Francisco

Tails

Resolution: 403-19

City Hall
1 Dr. Carlton B. Goodlett Place
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File Number: 190938

Date Passed: September 30, 2019

Resolution supporting the non-binding indication of interest sent to Pacific Gas & Electric Company on September 6, 2019, proposing to purchase the assets needed to provide electric distribution service to all customers in San Francisco for \$2,500,000,000.

September 17, 2019 Board of Supervisors - ADOPTED

Ayes: 11 - Brown, Fewer, Haney, Mandelman, Mar, Peskin, Ronen, Safai, Stefani, Walton and Yee

File No. 190938

I hereby certify that the foregoing Resolution was ADOPTED on 9/17/2019 by the Board of Supervisors of the City and County of San Francisco.

Handwritten signature of Angela Calvillo

f Angela Calvillo
Clerk of the Board

Unsigned

London N. Breed
Mayor

09/27/2019

Date Approved

I hereby certify that the foregoing resolution, not being signed by the Mayor within the time limit as set forth in Section 3.103 of the Charter, or time waived pursuant to Board Rule 2.14.2, became effective without her approval in accordance with the provision of said Section 3.103 of the Charter or Board Rule 2.14.2.

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October 2, 2019

Mr. Andrew Vesey  
Chief Executive Officer and President  
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77 Beale Street  
P.O. Box 770000  
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