

1 [Agreement - Owners' Association for Administration/Management Renew and Expand of  
2 Dogpatch and Northwest Potrero Hill Green Benefit District]

3 **Resolution approving an agreement with the nonprofit Owners' Association for**  
4 **administration and management of the property-based business improvement district**  
5 **known as the "Dogpatch & Northwest Potrero Hill Green Benefit District;" pursuant to**  
6 **California Streets and Highway Code, Section 36651, for a period commencing January**  
7 **1, 2026, through December 31, 2040.**

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9 WHEREAS, Article XIID of the California Constitution and the Property and Business  
10 Improvement District Law of 1994 (California Streets and Highways Code, Sections 36600 et  
11 seq., "1994 Act") authorize cities to establish property and business improvement districts  
12 funded by special assessments to promote the economic revitalization and physical  
13 maintenance of such districts; and

14 WHEREAS, Under the foregoing authorities as augmented by Article 15A of the  
15 Business and Tax Regulation Code, the City previously established a green benefit district  
16 known as the "Dogpatch & Northwest Potrero Hill Green Benefit District" ("the District") and  
17 levied multi-year assessments on identified parcels in the District for the purpose of funding  
18 revitalization and physical maintenance of the District through December 31, 2025, and  
19 entered into an agreement for a nonprofit corporation known as the Dogpatch & Northwest  
20 Potrero Hill Green Benefit District to serve as Owners' Association for the District and to  
21 develop, implement, direct, manage, administer, operate and ensure the timely provision of  
22 the District Programs (Board of Supervisors Resolution Nos. 301-15, 476-15); and

23 WHEREAS, On July 22, 2025, the Board of Supervisors adopted Resolution No. 343-  
24 25 ("Resolution to Establish," Board File No. 250471), to renew the District and levy additional

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1 assessments to fund specified District Programs for another 15-year term, expiring on  
2 December 31, 2040; and

3 WHEREAS, Pursuant to the above authorities and the Resolution to Establish, the  
4 assessments may only be used to fund property-related services, "Improvements" (as  
5 defined in California Streets and Highways Code, Section 36610 and Article 15A) and  
6 "Activities" (as defined in California Streets and Highways Code, Section 36606) within  
7 the District in accordance with the Management District Plan (collectively, such  
8 authorized services, improvements and activities are referred to here as "District  
9 Programs"); and

10 WHEREAS, The District is not a governmental, corporate or separate legal entity,  
11 but is a geographic area containing all of the Identified Parcels subject to the  
12 Assessments for District Programs described in the Plan and included in the annual  
13 budgets submitted to and approved by the Board of Supervisors; the annual budget for  
14 District Programs for the first year of operations is set forth in the Plan, and for  
15 subsequent years, shall be set forth in the Annual Reports submitted to the Board of  
16 Supervisors as required by California Streets and Highways Code, Section 36650; and

17 WHEREAS, Pursuant to the Resolution to Establish and California Streets and  
18 Highways Code, Sections 36612 and 36650, the Board of Supervisors may contract with  
19 a private nonprofit entity referred to as an "Owners' Association" to administer the District  
20 Programs; and

21 WHEREAS, An Owners' Association may be an existing nonprofit entity or a newly  
22 formed nonprofit entity; and

23 WHEREAS, An Owners' Association is a private entity and may not be considered  
24 a public entity for any purpose, nor may its board members or staff be considered to be  
25 public officials for any purpose; provided, however, that an Owner's Association must

1 comply with the Ralph M. Brown Act (Government Code, Title 5, Division 2, Part 1,  
2 Chapter 9, commencing with Section 54950) at all times when its board of directors or  
3 any committee thereof hears, considers or deliberates on matters concerning the District,  
4 and must comply with the California Public Records Act (Government Code, Title 1,  
5 Division 7, Chapter 3.5, commencing with Section 6250) for purposes of providing public  
6 access to records relating to the District; and

7 WHEREAS, An Owners' Association is obligated to hold in trust all funds it  
8 receives from the City that are derived from the City's levy and collection of the  
9 Assessments, and to use such funds exclusively for the purposes of implementing the  
10 Management District Plan and administering, managing and providing District Programs  
11 set forth in the Plan, Resolution to Establish, and annual budgets submitted by the  
12 Owners' Association and approved by the Board of Supervisors; and

13 WHEREAS, Pursuant to the Resolution to Establish, the Department of Public  
14 Works ("Public Works") is the City agency responsible for coordination between the City  
15 and the Owners' Association for the District; and

16 WHEREAS, Public Works has negotiated an agreement with the California  
17 nonprofit corporation Dogpatch & Northwest Potrero Hill Green Benefit District, to, in  
18 good faith and with diligence as the Owners' Association for the District, develop,  
19 implement, direct, manage, administer, operate and ensure the timely provision of the  
20 District Programs ("Management Agreement" or "Agreement"); and

21 WHEREAS, The Management Agreement is on file with the Clerk of the Board of  
22 Supervisors in File No. 251086 which is hereby declared to be a part of this Resolution as  
23 if set forth fully herein; and

24 WHEREAS, Pursuant to the Property and Business Improvement District Law of  
25 1994, the Resolution to Establish and the express terms of the Management Agreement,

1 the Agreement shall not be binding unless the Board of Supervisors approves the  
2 Agreement by Resolution; and

3 WHEREAS, It is in the best interest of the City and the property owners within the  
4 District for the City to enter into the Management Agreement with the Dogpatch &  
5 Northwest Potrero Hill Green Benefit District, according to the terms and conditions set  
6 forth therein; and

7 WHEREAS, The Planning Department has determined that the actions  
8 contemplated in this Resolution comply with the California Environmental Quality Act  
9 (California Public Resources Code, Sections 21000, et seq.); and

10 WHEREAS, Said determination is on file with the Clerk of the Board of Supervisors  
11 in File No. 251086 and is incorporated herein by reference; now, therefore, be it

12 RESOLVED, That the Board of Supervisors declares as follows:

13 Section 1. **AUTHORIZATION TO EXECUTE CONTRACT.** The Department of  
14 Public Works is duly authorized to execute the Management Agreement on behalf of the City  
15 and County of San Francisco.

16 Section 2. **APPROVAL OF AGREEMENT.** The Board of Supervisors hereby  
17 approves the Management Agreement on file with the Clerk of the Board of Supervisors in  
18 File No.251086 which is hereby declared to be a part of this Resolution as if set forth fully  
19 herein.

20 Section 3. **AUTHORIZATION FOR ACTIONS CONTEMPLATED IN AGREEMENT.**

21 The Department of Public Works, the Controller and all other Departments, City  
22 Officers and Employees are authorized to take actions, make determinations, exercise  
23 discretion, grant or deny approval, and otherwise take all reasonable steps necessary for full  
24 performance of the Management Agreement on behalf of the City and County of San  
25 Francisco according to its terms.

1           Section 4.    **AUTHORIZATION FOR AMENDMENTS TO AGREEMENT.** Subject to  
2 disapproval by the Board of Supervisors within 30 days of submission to the Clerk of the  
3 Board, the Department of Public Works may execute amendments to the Agreement on  
4 behalf of the City and County of San Francisco that are consistent with the Management  
5 District Plan, Resolution to Establish, official City policies and applicable law.

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