

FILE NO: 170756

Petitions and Communications received from June 12, 2017, through June 19, 2017, for reference by the President to Committee considering related matters, or to be ordered filed by the Clerk on June 27, 2017.

**Personal information that is provided in communications to the Board of Supervisors is subject to disclosure under the California Public Records Act and the San Francisco Sunshine Ordinance. Personal information will not be redacted.**

From the Clerk of the Board, reporting that the following individual submitted a Form 700 Statement: (1)

Nate Allbee - Legislative Aide - Assuming

From the Controller's Office of Economic Analysis, submitting a report, entitled "Banning the Sale of Flavored Tobacco Products: Economic Impact Report". File No. 170441. Copy: Each Supervisor. (2)

From the Office of the Controller's City Services Auditor Division, submitting a field follow-up of the 2014 Audit of the Department of Public Works' Public Safety Building Project. Copy: Each Supervisor. (3)

From the Office of the Controller's City Services Auditor Division, submitting a field follow-up of 2014 Audit of San Francisco General Hospital's Materials Management Department. Copy: Each Supervisor. (4)

From the Capital Planning Committee, pursuant to the Administrative Code, Section 3.21, regarding Approval of San Francisco Public Utilities Commission supplemental appropriation ordinance and the associated amendment to financing ordinance. Copy: Each Supervisor. (5)

From the Police Department, submitting an Administrative Code, Chapter 12B, Waiver Request. Copy: Each Supervisor (6)

From the Office of the Treasurer and Tax Collector's, submitting the City and County of San Francisco Monthly Pooled Investment Report for May 2017. Copy: Each Supervisor. (7)

From the United States Bankruptcy Court For the District of Delaware, submitting notice of (A) Entry of Order confirming amended combined disclosure and joint Chapter 11 plan of liquidation for Fresh & Easy, LLC; (B) Effective date of the plan; and (C) Bar dates for certain claims. Copy: Each Supervisor. (8)

From Office of Small Business, regarding Administrative Code, Section 2A.243(d), submitting notice of revised rules and regulations pertaining to the Legacy Business Historical Preservation Fund Grants to Landlords. Copy: Each Supervisor. (9)

From the Police Department, pursuant to Administrative Code 96A, submitting an amendment to the Fourth Quarter 2016 Report. Copy: Each Supervisor. (10)

From Lorraine Petty, regarding inclusionary housing. File No. 161351. Copy: Each Supervisor. (11)

From Lena Gebotszrajber Gilbert, regarding projects on the 900 block of Potrero Ave. Copy: Each Supervisor. (12)

From Peyman Pakdel, regarding the Expedited Conversion program. Copy: Each Supervisor. (13)

From a concerned citizen, regarding services at San Francisco General Hospital. Copy: Each Supervisor. (14)

From concerned citizens, regarding the flavored tobacco ordinance. 2 letters. File No. 170441. Copy: Each Supervisor. (15)

From Jeffrey Juarez, regarding the nomination of Nathaniel Mansker to Supervisor II for the Department of Public Works. Copy: Each Supervisor. (16)

From Aaron Goodman, regarding the fee for Mayor's Office of Housing and Community Development to monitor student housing and developments. File No. 170093. Copy: Each Supervisor. (17)

From Toyer Gear of Lozeau Drury, LLP on behalf of Mr. Knut Akseth, LLP, regarding 240 Chenery Street. Copy: Each Supervisor. (18)

BOARD of SUPERVISORS



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MEMORANDUM

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Date: June 13, 2017  
To: Members, Board of Supervisors  
From: Angela Calvillo, Clerk of the Board  
Subject: Form 700

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This is to inform you that the following individual has submitted a Form 700 Statement:

Nate Allbee - Legislative Aide - Assuming





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**From:** Mchugh, Eileen (BOS)  
**Sent:** Tuesday, June 13, 2017 5:34 PM  
**To:** BOS-Supervisors; Carroll, John (BOS)  
**Cc:** Major, Erica (BOS)  
**Subject:** FW: Report Issued: Banning the Sale of Flavored Tobacco Products: Economic Impact Report File No. 170441

**From:** Egan, Ted (CON)  
**Sent:** Tuesday, June 13, 2017 4:53 PM  
**To:** Calvillo, Angela (BOS) <[angela.calvillo@sfgov.org](mailto:angela.calvillo@sfgov.org)>; Gosiengfiao, Rachel (ADM) <[rachel.gosiengfiao@sfgov.org](mailto:rachel.gosiengfiao@sfgov.org)>; BOS-Supervisors <[bos-supervisors@sfgov.org](mailto:bos-supervisors@sfgov.org)>; BOS-Legislative Aides <[bos-legislative\\_aides@sfgov.org](mailto:bos-legislative_aides@sfgov.org)>; Kawa, Steve (MYR) <[steve.kawa@sfgov.org](mailto:steve.kawa@sfgov.org)>; Howard, Kate (MYR) <[kate.howard@sfgov.org](mailto:kate.howard@sfgov.org)>; Elliott, Jason (MYR) <[jason.elliott@sfgov.org](mailto:jason.elliott@sfgov.org)>; Tsang, Francis <[francis.tsang@sfgov.org](mailto:francis.tsang@sfgov.org)>; Whitehouse, Melissa (MYR) <[melissa.whitehouse@sfgov.org](mailto:melissa.whitehouse@sfgov.org)>; Elliott, Nicole (MYR) <[nicole.elliott@sfgov.org](mailto:nicole.elliott@sfgov.org)>; Hussey, Deirdre (MYR) <[deirdre.hussey@sfgov.org](mailto:deirdre.hussey@sfgov.org)>; Canale, Ellen (MYR) <[ellen.canale@sfgov.org](mailto:ellen.canale@sfgov.org)>; Tugbenyoh, Mawuli (MYR) <[mawuli.tugbenyoh@sfgov.org](mailto:mawuli.tugbenyoh@sfgov.org)>; Rosenfield, Ben (CON) <[ben.rosenfield@sfgov.org](mailto:ben.rosenfield@sfgov.org)>; Rydstrom, Todd (CON) <[todd.rydstrom@sfgov.org](mailto:todd.rydstrom@sfgov.org)>; Lane, Maura (CON) <[maura.lane@sfgov.org](mailto:maura.lane@sfgov.org)>; Steeves, Asja (CON) <[asja.steeves@sfgov.org](mailto:asja.steeves@sfgov.org)>; Campbell, Severin (BUD) <[severin.campbell@sfgov.org](mailto:severin.campbell@sfgov.org)>; Newman, Debra (BUD) <[debra.newman@sfgov.org](mailto:debra.newman@sfgov.org)>; Rose, Harvey (BUD) <[harvey.rose@sfgov.org](mailto:harvey.rose@sfgov.org)>; Docs, SF (LIB) <[sfdocs@sfpl.org](mailto:sfdocs@sfpl.org)>  
**Subject:** Report Issued: Banning the Sale of Flavored Tobacco Products: Economic Impact Report

The Controller's Office of Economic Analysis has issued an economic impact report on a proposed ban on flavored tobacco in San Francisco.

The report may be accessed here:

<http://openbook.sfgov.org/webreports/details3.aspx?id=2463>

#### Main Conclusions

The proposed legislation amends the San Francisco Health Code to prohibit local tobacco retailers from selling flavored tobacco products, including menthol cigarettes, flavored chewing tobacco, and flavored liquids containing nicotine designed to be used with electronic cigarettes.

The law does not criminalize the possession or use of flavored tobacco, only its sale by retailers within the city. In addition, unflavored tobacco product sales would not be affected.

The proposed ban on flavored tobacco products can be expected to have three primary effects on the local economy:

1. Reduction in tobacco product use
2. Switching from affected to unaffected tobacco products
3. Switching from affected retailers to online or out-of-town retailers

Owing to an absence of detailed data on tobacco consumption in the city, we are unable to estimate the relative importance of these three responses to the legislation.





**CITY AND COUNTY OF SAN FRANCISCO**  
**OFFICE OF THE CONTROLLER**

**Ben Rosenfield**  
**Controller**  
**Todd Rydstrom**  
**Deputy Controller**

June 13, 2017

The Honorable Board of Supervisors  
City and County of San Francisco  
Room 244, City Hall

Angela Calvillo  
Clerk of the Board of Supervisors  
Room 244, City Hall

**Re: Office of Economic Analysis Impact Report for File Number 170441**

Dear Madam Clerk and Members of the Board:

The Office of Economic Analysis is pleased to present you with its economic impact report on file number 170441, "Banning the Sale of Flavored Tobacco Products: Economic Impact Report." If you have any questions about this report, please contact me at (415) 554-5268.

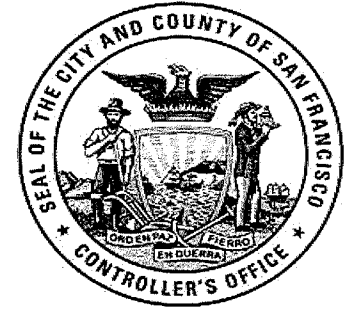
Best Regards,

Ted Egan  
Chief Economist

2017 JUN 13 PM 4:35  
cc: Erica Major  
cc: Angela Calvillo

cc Erica Major, Committee Clerk, Public Safety and Neighborhood Services Committee





# Banning the Sale of Flavored Tobacco Products: Economic Impact Report

Office of Economic Analysis

Item # 170441

June 13, 2017



## Introduction

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- The proposed legislation amends the San Francisco Health Code to prohibit local tobacco retailers from selling flavored tobacco products, including menthol cigarettes, flavored chewing tobacco, and flavored liquids containing nicotine designed to be used with electronic cigarettes.
- The law does not criminalize the possession or use of flavored tobacco, only its sale by retailers within the city.
- Unflavored tobacco product sales would not be affected. Tobacco products are considered to be flavored, if they are advertised as having a distinctive flavor.
- If passed, the law would go into effect on January 2018.
- Retailers in San Francisco are required to possess a permit to sell tobacco. The only penalty for violation of the ban is a potential of the suspension of tobacco sales permit, at the discretion of Director of Public Health.
- The Office of Economic Analysis has determined that if enacted, the proposed ban could have a material economic impact on the city's economy.





## History of Flavored Tobacco Bans at the Federal, State & Local Levels

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- Flavored tobacco bans, including both traditional and electronic cigarettes, have become increasingly common across the United States in recent years.
- On September 22, 2009, the FDA banned “characterizing flavors” in cigarettes such as an herb or spice, including strawberry, grape, orange, clove, cinnamon, pineapple, vanilla, coconut, licorice, cocoa, chocolate, cherry, or coffee.
- The ban was authorized by the FDA under the Family Smoking Prevention and Tobacco Control Act, which is a part of a national effort by the FDA to reduce smoking in America.
- However, the FDA stopped short of prohibiting menthol in cigarettes or flavoring in other tobacco products such as e-cigarettes, cigars, smokeless tobacco, etc. The FDA law, however, does not prohibit states and localities from banning flavored tobacco products.
- On October 28, 2009, New York City banned the sale of most flavored tobacco products, exempting only certain flavors.
- On July 1, 2009 Maine banned the sale of flavored cigarettes & cigars in the state.
- On October 1, 2008, New Jersey banned the sale of flavored cigarettes but exempted menthol and clove cigarettes.



## Use of Electronic Smoking Devices and Flavored Tobacco Products

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- According to a 2016 study\* the use of electronic smoking devices (e-cigarettes, e-hookah, hookah pens, vape pens) has dramatically increased over the last few years. Nationally, only 3.7% of adults currently use e-cigarettes but in California the rate is 5.8%. The breakdown of the CA rate by age shows that the prevalence rate is 9.4% for young adults (aged 18-24) whereas the rate is 7.4% for smokers aged 25-44 and 2.6% for smokers aged 45-65. Currently, no data is available at the county level but similar trends are likely observed at the city level.
- The report also cited that nationally, e-cigarettes prevalence rate among high schoolers is 13.4% and is considered the most common tobacco product use; whereas the rate for Californian youth (aged 12-17) was reported to be 13.7%. The study also showed that the average (male & female) prevalence rate among 7<sup>th</sup>, 9<sup>th</sup> and 11<sup>th</sup> grader was 8.0%, 13.3% and 15.4%, respectively.

\* *California Tobacco Facts and Figures: Over 25 Years of Tobacco Control in California*, California Department of Public Health, California Tobacco Control Program, October 2016.

<https://archive.cdph.ca.gov/programs/tobacco/Documents/CDPH%20TCP%20Refresh/Research%20and%20Evaluation/Facts%20and%20Figures/2016FactsFigures-Web.pdf>



## Use of Menthol Cigarettes and Other Flavored Tobacco Products

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- Menthol and other flavoring additives can mask the harshness and taste of tobacco, and thus may particularly appeal to youths and potential new smokers.
- According to a 2016 study\*, nationally, 70% to 80% of all current middle and high school tobacco users have used at least one flavored tobacco product in the past 30 days. Nationally, about 25% to 30% of cigarette smokers use menthol cigarettes. The study also cited that 34.9% of adult California smokers usually smoke menthol cigarettes.
- The overall adult cigarette smoking rate for California was reported to be 11.6%; whereas San Francisco rate was 10.1% which is about 15% lower than the state. No county level rates are currently available for either menthol or e-cigarettes but it is likely that city exhibits similarly 15% lower rate for menthol and e-cigarettes as well.
- The study also pointed out the menthol cigarettes are disproportionally smoked by adolescents, African Americans, and individuals who identify themselves as LGBT. Over 55% of African American adults in California usually smoke menthol cigarettes.

\* *California Tobacco Facts and Figures: Over 25 Years of Tobacco Control in California*, California Department of Public Health, California Tobacco Control Program, October 2016.

<https://archive.cdph.ca.gov/programs/tobacco/Documents/CDPH%20CTCP%20Refresh/Research%20and%20Evaluation/Facts%20and%20Figures/2016FactsFigures-Web.pdf>



## Population and Number of Potential Teen and Adult Smokers in the City

- Based on information from the California Health Information Survey, and the CDC's Behavioral Risk Factors Surveillance System, and population information from the Census, we estimate the following prevalence of cigarette and electronic cigarette use.
- Adults are more than twice as likely to smoke as to use electronic cigarettes, while teens are nearly twice as likely to use electronic cigarettes as to smoke.

	Teen (Ages 12-17)	Adult (Ages 18+)
Population	34,309	754,145
Cigarette Smokers (flavored and unflavored)	1,548	78,459
Percentage of population	4.5%	10.4%
Electronic Cigarette Smokers	2,892	37,244
Percentage of population	8.4%	4.9%





## Estimated Sales of Flavored Cigarettes In San Francisco

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- Based on the prevalence information on the previous page, the OEA has estimated the value of flavored tobacco cigarettes that would be affected by the legislation at approximately \$50 million per year, as detailed in the table below.
- Much less research has been done on the consumption of electronic cigarettes, and we do not have an estimate of those sales in the city.

	Teen (Ages 12-17)	Adult (Ages 18+)
Population	34,309	754,145
Cigarette Smokers (flavored and unflavored)	1,548	78,459
Average packs consumed per smoker, annually	212	212
Average price of a pack of cigarettes	\$8.50	\$8.50
Percentage of packs affected by the ban (Menthol)	35%	35%
Total spending on affected cigarettes (\$ M)	\$1.0	\$49.5



## Number and Composition of Affected Retailers in the City

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- While we have estimates of the purchases made by San Francisco residents, we do not know how many of those purchases are made at San Francisco retailers who would be subject to the ban, as opposed to out-of-town or online retailers.
- Permitted tobacco retailers that sell cigarettes are required to pay the Cigarette Litter Abatement Fee to the City, to offset the City's cost of cleaning disposed cigarette butts.
- In the third quarter of 2016, the last quarter available, 726 local retailers paid the fee. Other permitted retailers, who sell flavored tobacco but do not sell cigarettes, do not pay the fee.
- Most of these retailers are small convenience stores or gasoline stations that sell fewer than 20 packs of cigarettes per day. We have no information on how many sell flavored cigarettes that would be subject to the ban, though in general, the California Department of Public Health reports that 35% of cigarettes sold are menthol-flavored, and thus would be covered by the ban.
- Because the City does not levy a fee on the sales of electronic cigarettes or nicotine-based liquids, we do not have any information on the sales of those products by San Francisco retailers.



## Economic Impact Factors and Assessment

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- The proposed ban on flavored tobacco products can be expected to have three primary effects on the local economy:
  1. Reduction in tobacco product use: By reducing access to flavored tobacco products that are particularly appealing to young people, it may reduce the future use of cigarettes and other affected tobacco products. The reduction of cigarette smoking, in particular, would lead to long-term health benefits. In this event, tobacco retailers would be harmed by reduced sales, but consumers, other retailers, and the public sector would benefit from replaced retail sales, improved health, and lower health care costs in the future.
  2. Switching from affected to unaffected tobacco products: Because some nicotine products are affected by the proposed ban, while others are not, existing users of flavored tobacco may replace the consumption of flavored tobacco products with unflavored. This switching behavior would likely occur most with cigarettes, since essentially all electronic cigarettes are affected. In this event, there will be essentially no impact on either consumers or retailers, since sales of one type of tobacco product would be replaced by another.
  3. Switching from affected retailers to online or out-of-town retailers: Electronic cigarettes, are widely available online, and our research suggests prices are roughly comparable to local retailers. If consumers choose to buy online, there would be a net loss to local retailers and the city's economy, without any countervailing benefit.
- Owing to an absence of detailed data on tobacco consumption in the city, we are unable to estimate the relative importance of these three responses to the legislation.



## Staff Contact

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(415) 554-5268





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**From:** Reports, Controller (CON)  
**Sent:** Thursday, June 15, 2017 10:03 AM  
**To:** Calvillo, Angela (BOS); Mchugh, Eileen (BOS); BOS-Supervisors; BOS-Legislative Aides; Kawa, Steve (MYR); Leung, Sally (MYR); Hussey, Deirdre (MYR); Canale, Ellen (MYR); Tugbenyoh, Mawuli (MYR); Steeves, Asja (CON); Campbell, Severin (BUD); Newman, Debra (BUD); Rose, Harvey (BUD); Docs, SF (LIB); CON-EVERYONE; Nuru, Mohammed (DPW); Lopez, Edgar (DPW); Dawson, Julia (DPW); Robertson, Bruce (DPW); Higuera, Charles (DPW); Chui, Samuel (DPW); King, Nicolas (DPW)  
**Subject:** Issued: Field Follow-up of the 2014 Audit of the Department of Public Works' Public Safety Building

The Office of the Controller's City Services Auditor Division (CSA) today issued a memorandum on its assessment of corrective actions that the Department of Public Works has taken in response to CSA's 2014 audit report, *Department of Public Works: Controls Over the Public Safety Building Project Should Be Strengthened to Improve Project Scheduling and the Change Management Process*. The results show that all 11 recommendations in the 2014 report have been fully implemented or are no longer applicable and are considered closed.

To view the full memorandum, please visit our website at:  
<http://openbook.sfgov.org/webreports/details3.aspx?id=2464>

This is a send-only e-mail address. For questions about the memorandum, please contact Director of City Audits Tonia Lediju at [tonia.lediju@sfgov.org](mailto:tonia.lediju@sfgov.org) or 415-554-5393 or the CSA Audits Unit at 415-554-7469.

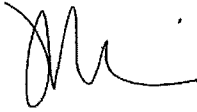
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## FIELD FOLLOW-UP MEMORANDUM

TO: Mohammed Nuru, Director  
Department of Public Works

FROM: Tonia Lediju, Director of City Audits  
City Services Auditor Division 

DATE: June 15, 2017

SUBJECT: Field Follow-up of the 2014 Audit of the Department of Public Works' Public Safety Building Project

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### EXECUTIVE SUMMARY

A field follow-up found that the Department of Public Works (Public Works) has taken corrective actions to fully implement 6 of the 11 recommendations in the 2014 report, *Department of Public Works: Controls Over the Public Safety Building Project Should Be Strengthened to Improve Project Scheduling and the Change Management Process*, issued by the Office of the Controller's City Services Auditor Division (CSA). The remaining 5 recommendations were deemed no longer applicable. All 11 recommendations are now closed.

### BACKGROUND, OBJECTIVES & METHODOLOGY

#### Background

In 2014 CSA audited the adequacy of Public Works' construction management, oversight, and project controls related to its contract with Charles Pankow Builders, Ltd., (Pankow), the construction manager/general contractor (CM/GC) for the Public Safety Building project financed by the City and County of San Francisco's 2010 Earthquake Safety and Emergency Bond Program. The audit also evaluated whether Pankow complied with the terms of its contract regarding change orders, progress payment applications, schedule submittals, and project status reports.

The audit found that Public Works needed to improve its oversight and controls over the Public Safety Building project to ensure that Pankow adhered to contract requirements and that all applicable Public Works procedures and requirements were followed. The audit report made 11 recommendations related to change orders, schedule submissions, and project status reports.

## **Objectives**

The objective of this field follow-up was to determine whether Public Works has taken the corrective actions recommended in CSA's April 16, 2014, audit report. Consistent with Government Auditing Standards, Section 7.05, promulgated by the U.S. Government Accountability Office, the purposes of audit reports include facilitating follow-up to determine whether appropriate corrective actions have been taken.

This field follow-up is a nonaudit service. Government Auditing Standards do not cover nonaudit services, which are defined as professional services other than audits or attestation engagements. Therefore, Public Works is responsible for the substantive outcomes of the work performed during this follow-up and is responsible to be in a position, in fact and appearance, to make an informed judgment on the results of the nonaudit service.

## **Methodology**

To conduct this field follow-up, CSA:

- Obtained documentary evidence from Public Works.
- Interviewed Public Works staff to understand and verify the status and nature of the corrective actions taken.
- Verified the status of the recommendations that Public Works had reported as implemented.

## **RESULTS**

Public Works has fulfilled the intent of 6 of the 11 recommendations made in CSA's April 2014 report, which, consequently, are now considered closed. CSA has determined that the remaining five recommendations are no longer applicable, and Public Works has taken satisfactory alternative steps to fulfill the intent of those recommendations. The following exhibit summarizes the status of the recommendations.

**RECOMMENDATIONS CLOSED AND IMPLEMENTED**

Recommendation	Field Follow-up Results
<p>1. For all proposed change orders exceeding \$20,000, adequately summarize the scope and price negotiations by preparing a detailed itemization of the final cost items included in the change and preparing a record of negotiations on a standard departmental form. Alternatively, in situations where this requirement may not apply because of the project delivery method being used or may be cost prohibitive because of the resources involved in documenting the negotiations on a standard form, the department should revise its procedures to ensure that the departmental requirements add value and consider the project scope and size as well as type of construction contract.</p>	<p>Public Works adopted procedures for the integrated project delivery approach, which requires that all change orders include sufficient detail to allow for review of the necessity and reasonableness of the cost and amounts proposed. All change orders are prepared on standard proposed change order memorandum forms. The procedures require independent cost reviews on proposed change orders based on the construction contract value. The procedures require independent cost reviews for change orders valued at \$50,000 or more.</p>
<p>2. Adhere to its procedures requiring independent cost estimates on proposed contract changes exceeding \$20,000 to prevent overpayment and to support the justification for payment of a change order of significant value. Alternatively, if the department considers the preparation of independent estimates to be overly burdensome and of limited value, it should raise the \$20,000 threshold requiring independent estimates and/or modify its procedures to reflect actual practices used on a given project. In this case, project scope and size as well as type of construction contract would be the determining factors.</p>	<p>CSA reviewed three sample change orders to ensure that supporting documentation was included to justify the payments remitted. The amount of one of these change orders required an independent review, according to Public Works' procedures. CSA verified that this change order received an independent cost review to prevent overpayment and support the justification for payment.</p>
<p>6. Revise its contract change order provisions to include language that limits the construction manager/general contractor's ability to recover additional costs or time for work performed related to an approved, completed change order.</p>	<p>Public Works added language to its electronic change order system (eCO), a platform to track and manage approvals, that limits the CM/GC's ability to recover additional costs or time for work performed related to an approved and completed change order. CSA reviewed two sample change orders and verified that their provisions were included in eCO.</p>

Recommendation	Field Follow-up Results
<p>9. On all future projects, require the general contractor to formally submit a baseline schedule that meets the contract's requirements and document the department's acceptance in accordance with its procedures.</p>	<p>Public Works has added a specification to its new contracts that requires development of the construction schedule in all CM/GC projects. The specification requires a Critical Path Method (CPM) schedule to be submitted for approval within 15 calendar days after the Notice to Proceed. The CPM schedule represents the practical plan to complete the work. Also, the specification includes criteria to be used to evaluate the schedule.</p> <p>CSA reviewed a sample contract executed since Public Works changed its contract template and verified that the new specification is included.</p>
<p>10. Develop and implement criteria based on standard industry practices to be used to evaluate future project baseline schedule submissions and, when found acceptable, formally accept all construction baseline schedules on future projects.</p>	<p>Public Works adopted procedures for CM/GC projects that establish the steps and data sources needed for the department's monthly cost control reports.</p> <p>CSA reviewed a sample monthly financial status report and verified that Public Works followed the steps and included all data sources outlined in the new procedure.</p>
<p>11. Design and document written procedures regarding the department's monthly cost control report that, at a minimum, describe the specific steps and data sources used to develop the report. The department should require that all staff adhere to the procedures to ensure that the report contains all required information.</p>	<p>Public Works adopted procedures for CM/GC projects that establish the steps and data sources needed for the department's monthly cost control reports.</p> <p>CSA reviewed a sample monthly financial status report and verified that Public Works followed the steps and included all data sources outlined in the new procedure.</p>

**CLOSED AND NO LONGER APPLICABLE RECOMMENDATIONS**

Recommendations	Field Follow-up Results
<p>3. For any time extension Pankow requests, require it to provide the contract-required time adjustment proposal, which should include an analysis of the time impact on the project schedule. This should include a narrative demonstrating the delay and its impact on the critical path and project completion date, providing sufficient support for the claim that a time extension is warranted.</p>	<p>Public Works had an independent construction management company, Vanir/CM Pros, conduct analysis of the time impact on the project schedules. CSA reviewed a sample change order and verified that the time impact on the project schedule was analyzed by Vanir/CM Pros for merit and entitlement.</p> <p>CSA reviewed two sample weekly meeting agendas that detailed project delays to support that Public Works and its contractors discussed schedule impacts to the project.</p> <p>Also, CSA reviewed a narrative prepared by Pankow, which included a detailed list of delayed activities and their impact on the critical path and project completion.</p>
<p>4. Require Pankow and its trade subcontractors to submit labor rate breakdowns to show hourly payroll rates, labor burden, and labor surcharges, without overhead and profit, as required by the contract. These breakdowns should be submitted within 30 days of the notice to proceed, or in the case of a subcontractor brought on during the project, within 30 days of the contract award date. The department should evaluate these rates for compliance with the contract and use them to evaluate the pricing of proposed change order work.</p>	<p>Public Works stated that labor rate breakdowns were not provided within 30 days because this was not required when the Invitation to Bid for the CM/GC was issued. Thus, Public Works did not have the labor rate or base contract to use to compare against change orders.</p> <p>However, Public Works provided a schedule of labor breakdowns, which was reviewed by its independent management construction company, Vanir/CM Pros, for evaluating change orders. CSA reviewed the schedule of labor breakdowns, which shows that Vanir/CM Pros evaluated the rates.</p>
<p>5. Verify that the labor rates provided in change order cost proposals comply with the contract.</p>	<p>CSA also reviewed two sample change orders and verified that Public Works compared the labor rates in them against the schedule of labor breakdowns to assess reasonableness.</p>
<p>7. Evaluate the need to re-baseline the construction schedule, taking into consideration the progress of the project and whether it is on schedule to meet the current milestone dates. If the department determines that a re-baseline is beneficial to the project, the construction schedule for the Public Safety Building project should be re-baselined to depict the full scope of</p>	<p>According to Public Works, the re-baseline of the construction schedule would not be cost-effective. Rather than seek the advice of the City Attorney for appropriate language to include in the new baseline schedule agreement, as CSA recommended, Public Works relied on an independent construction management company, Vanir/CM Pros—</p>

Recommendations	Field Follow-up Results
<p>construction work with an agreed upon contract substantial completion date. The department should use this schedule to track progress and evaluate future delays and time-extension requests. The agreement documenting the new baseline schedule should include, at a minimum, a statement that all known impacts and delays through the schedule's data date have been incorporated into the schedule and that no outstanding time-related impacts or assertions of compensable delays exist.</p>	<p>which, according to Public Works, has expertise in this area—to evaluate the monthly schedules submitted by Pankow.</p> <p>CSA reviewed two sample monthly schedules to verify that Vanir/CM Pros reviewed the monthly schedules. In both reviews, Vanir/CM Pros recommended additions to the schedule narrative.</p> <p>CSA also reviewed a sample change order that extended the construction schedule by 136 working days and verified that Vanir/CM Pros evaluated the change order for merit and entitlement.</p>
<p>8. Seek and implement the advice of the Office of the City Attorney for the appropriate language to include in the new baseline schedule agreement to limit Pankow's ability to claim additional time and money for prior events.</p>	

CSA extends its appreciation to you and your staff who assisted with this review. If you have any questions or concerns, please call me at (415) 554-5393 or e-mail me at [Tonia.Lediju@sfgov.org](mailto:Tonia.Lediju@sfgov.org).

cc: Public Works  
 Edgar Lopez  
 Julia Dawson  
 Bruce Robertson  
 Charles Higuera  
 Samuel Chui  
 Nicolas King

Controller  
 Ben Rosenfield  
 Todd Rydstrom  
 Mark de la Rosa  
 Nicole Kelley  
 Salem Chuah

Board of Supervisors  
 Budget Analyst  
 Citizens Audit Review Board  
 City Attorney  
 Civil Grand Jury  
 Mayor  
 Public Library



## ATTACHMENT: DEPARTMENT RESPONSE

---



Edwin M. Lee  
Mayor

Mohammed Nuru  
Director

San Francisco Public Works  
1 Dr. Carlton B. Goodlett Pl.  
Room 348  
San Francisco, CA 94102  
tel 415-554-6920

[sfpublicworks.org](http://sfpublicworks.org)  
[facebook.com/sfpublicworks](https://facebook.com/sfpublicworks)  
[twitter.com/sfpublicworks](https://twitter.com/sfpublicworks)

June 8, 2017

Tonia Lediju  
Director of City Audits  
Office of the Controller, City Services Auditor Division  
1 Dr. Carlton B. Goodlett Place, room 476  
San Francisco, CA 94102

Re: Field Follow-up of the 2014 Audit of Public Works' Public Safety Building Project

Dear Ms. Lediju:

Thank you for sharing the field follow-up memorandum to the 2014 Audit of the Public Works' Public Safety Building Project.

The Public Safety Building, part of the 2010 Earthquake Safety and Emergency Response bond program, was a complex construction project that included building a new SFPD headquarters, a new police station (relocating Southern District station), a new SFPD fire station, and installing two major public art projects. Public Works provided overall project and construction management, and Pankow Builders was the construction manager and general contractor (CM/GC).

All 11 of CSA's audit recommendations are now closed. Still, the insights delivered by your recommendations, and from detailed conversations with your staff, have been useful as we refine our construction management, oversight, contract documents, and project controls. Since the initial audit report, Public Works has undertaken more new complex construction projects delivered by CM/GC. With every new project, we have made improvements to our processes based on lessons learned through the collaboration with your staff, and our ever-vigilant awareness and adherence to industry standards.

We take your insights and audit recommendations seriously, and are grateful to your office for highlighting better practices and urging Public Works to champion them.

Sincerely,

A handwritten signature in black ink, appearing to read "Mohammed Nuru", written over a horizontal line.

Mohammed Nuru



---

**From:** Reports, Controller (CON)  
**Sent:** Tuesday, June 20, 2017 11:02 AM  
**To:** Calvillo, Angela (BOS); Mchugh, Eileen (BOS); BOS-Supervisors; BOS-Legislative Aides; Howard, Kate (MYR); Whitehouse, Melissa (MYR); Hussey, Deirdre (MYR); Steeves, Asja (CON); Campbell, Severin (BUD); Newman, Debra (BUD); Rose, Harvey (BUD); Docs, SF (LIB); CON-EVERYONE; Garcia, Barbara (DPH); Wagner, Greg (DPH); Ehrlich, Susan (DPH); Sangha, Baljeet (DPH); Aguallo, Daisy (DPH); Pickens, Roland (DPH); Chen, Alice (DPH)  
**Subject:** Issued: Field Follow-up of 2014 Audit of San Francisco General Hospital's Materials Management Department

The Office of the Controller's City Services Auditor Division (CSA) today issued a memorandum on its field follow-up of the 2014 audit of San Francisco General Hospital's Materials Management Department. The field follow-up found that all recommendations in the 2014 audit report were fully implemented by the department or deemed no longer applicable by CSA and are now closed.

To view the full memorandum, please visit our website at:  
<http://openbook.sfgov.org/webreports/details3.aspx?id=2466>

This is a send-only e-mail address. For questions about the memorandum, please contact Director of City Audits Tonia Lediju at [tonia.lediju@sfgov.org](mailto:tonia.lediju@sfgov.org) or 415-554-5393 or the CSA Audits Unit at 415-554-7469.

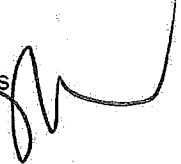
Follow us on Twitter @SFController





## FIELD FOLLOW-UP MEMORANDUM

TO: Barbara A. Garcia, Director of Health  
Department of Public Health

FROM: Tonia Lediju, Director of City Audits  
City Services Auditor Division 

DATE: June 20, 2017

SUBJECT: Field Follow-up of 2014 Audit of San Francisco General Hospital's Materials Management Department

### EXECUTIVE SUMMARY

The City Services Auditor Division (CSA) of the Office of the Controller (Controller) issued a report in June 2014, *Department of Public Health: San Francisco General Hospital's Materials Management Department Must Improve Controls to Better Manage Assets*. CSA has completed a field follow-up to determine the corrective actions that the Department of Public Health (Public Health) has taken in response to the report. The report contains 23 recommendations, of which:

- 22 have been fully implemented and have been closed by CSA.
- 1 is deemed no longer applicable by CSA and is closed.

### BACKGROUND, OBJECTIVES & METHODOLOGY

#### Background

In 2014 CSA performed an inventory audit at the Materials Management Department (Materials Management) of San Francisco General Hospital and Trauma Center (General Hospital).<sup>1</sup> This audit was part of a series of planned inventory audits of various departments across the City and County of San Francisco (City). The audit determined whether adequate inventory processes and controls exist to ensure that all materials and supplies are accurately accounted for, adequately organized, and properly secured, and whether inventory purchase orders were properly approved and recorded accurately and in a timely manner. CSA analyzed all items Materials Management inventoried from July 1, 2012, through June 30, 2013.

<sup>1</sup> Name was officially changed in 2015 to Priscilla Chan and Mark Zuckerberg San Francisco General Hospital and Trauma Center.

General Hospital is an essential part of San Francisco's healthcare system, serving some 100,000 patients each year and providing 20 percent of the City's inpatient care. Materials Management's mission is to provide the right items at the right time and place in the most cost-effective manner so General Hospital can meet its mission of providing quality healthcare and trauma services with compassion and respect.

### **Objectives**

The objective of this field follow-up was to determine whether Public Health has taken the corrective actions recommended in CSA's June 3, 2014, audit report. Consistent with Government Auditing Standards, Section 7.05, promulgated by the U.S. Government Accountability Office, the purpose of audit reports include facilitating follow-up to determine whether appropriate corrective actions have been taken.

This field follow-up is a nonaudit service. Government Auditing Standards do not cover nonaudit services, which are defined as professional services other than audits or attestation engagements. Therefore, Public Health is responsible for the substantive outcomes of the work performed during this field follow-up and is responsible to be in a position, in fact and appearance, to make an informed judgment on the results of the nonaudit service.

### **Methodology**

To conduct the field follow-up, CSA:

- Obtained documentary evidence from Public Health.
- Interviewed Materials Management staff and visited General Hospital to understand and verify the status and nature of the corrective actions taken.
- Verified the status of the recommendations that Public Health had reported as implemented.

## **RESULTS**

Public Health has fulfilled the intent of 22 of the 23 recommendations made in CSA's June 2014 audit report. The remaining recommendation is no longer applicable because CSA has determined that the action recommended is not warranted. The follow exhibit summarizes the status of the 23 recommendations.

<b>EXHIBIT</b> Status of Recommendations in the 2014 Report, <i>Department of Public Health: San Francisco General Hospital's Materials Management Department Must Improve Controls to Better Manage Assets</i>	
Recommendation Status	Number of Recommendations
Closed	
CSA determined were implemented	22
CSA determined is no longer applicable	1
<b>Total Original Recommendations</b>	<b>23</b>

The following table presents the status of each recommendation, by its number in the report. The 23 recommendations are grouped into two categories:

- Closed and implemented
- Closed and no longer applicable

#### **CLOSED AND IMPLEMENTED RECOMMENDATIONS**

Recommendations	Field Follow-up Results
The Department of Public Health should ensure that San Francisco General Hospital and Trauma Center's Materials Management Department:	
1. Conducts a 100 percent physical count of inventory and reconcile discrepancies to establish a new inventory baseline prior to the year-end count.	In July 2014 Materials Management performed the 100 percent physical count of inventory to reconcile discrepancies to establish a new baseline. Subsequent counts were performed in July 2015 and July 2016.
2. Establishes performance goals for the physical count and develop employee/supervisor performance measurement systems to hold appropriate personnel accountable for accomplishing a consistent, accurate physical count of inventory.	Materials Management established employee and supervisor performance goals for physical counts of inventory. The goals are in written policies and procedures, updated in December 2016.
3. Separates incompatible duties so that staff responsible for counting inventory cannot adjust quantities in the Pathways system. Differences between inventory records and quantities on hand should be adjusted only after review and approval by management.	Materials Management developed and implemented written policies and procedures, updated in December 2016, requiring management to review and approve inventory adjustments. Requisitions require approval from personnel at multiple levels to ensure that requesters cannot approve requisitions for items they requested.

June 20, 2017

Recommendations	Field Follow-up Results
4. Identifies and trains other staff to perform daily cycle counts in the event the inventory clerk is unavailable.	Materials Management identified employees in the 1932 Assistant Storekeeper classification and the sections for which each is responsible to perform daily cycle counts. A 1920 Inventory Clerk backs up the assistant storekeepers, who are subject to a standardized training timeline and checklist and must demonstrate satisfactory completion to receive management's approval.
5. Develops a record retention policy for files supporting the inventory cycle counts.	Materials Management developed and implemented written policies and procedures, updated in December 2016, on record retention for all of its divisions. The policies state that all documentation is to be retained for not less than five years.
6. Establishes policies and procedures that guide staff on how to formally report inventory discrepancies to management for approval and on the required documentation and retention period for the research and adjustment of inventory records.	Materials Management developed and implemented written policies and procedures, updated in December 2016, on researching and adjusting inventory discrepancies. A log of inventory adjustments and justifications is to be kept for not less than five years.
7. Develops in writing a research process, such as procedures for reviewing movement of items during the count, transaction histories, and shipping and receiving documents.	Materials Management developed and implemented written policies and procedures, updated in December 2016, on handling and reviewing inventory movements.
8. Develops a control that requires management to monitor and review all entries entered by the Materials Management Information Systems team during the year.	The New/Replacement Item Form is to be processed and approved for each new or replacement item before the information is entered in the Pathways Materials Management system.
9. Properly selects and implements an inventory valuation method and communicates the method to the Accounting unit so it can update accounting policies and procedures.	Materials Management's written policies and procedures, updated in December 2016, and Public Health's accounting policy, updated in May 2016, include the same inventory valuation method, which is based on the last price invoiced.



Recommendations	Field Follow-up Results
10. Consistently follows the inventory valuation method in accordance with the accounting policy.	Materials Management's written policies and procedures, updated in December 2016, and Public Health's accounting policy, updated in May 2016, include the same inventory valuation method, which is based on the last price invoiced. CSA found that Materials Management used the same valuation method in inventory valuations generated on three sample days.
11. Complies with the City's Prompt Payment Program and General Hospital's accounting policies to pay invoices within 30 days of the date on which they are received and accepted.	Public Health's accounting policy, updated in May 2016, includes a provision requiring invoices to be paid within 30 days of the date on which they are received. Justifications are required for payments processed after the 30-day period. CSA reviewed two sample invoices Materials Management received in December 2016, both of which were paid within 30 days of receipt.
12. Retains purchasing documents for a minimum of five years.	Materials Management established a document archive that is intended to retain all purchasing documentation for at least five years. Logs listing documents to be disposed of are to be reviewed during annual Materials Management Accountability and Compliance Review meetings, and the director of Materials Management is to approve each log after the review.
13. Sets periodic automatic replenishment values or minimum/maximum levels for all inventory items and implements them in the inventory ordering process.	Materials Management established and uses minimum and maximum levels for all inventory items during the ordering process.
14. Periodically reviews user access to the Pathways Materials Management system, adequately documents the process, and ensures that the system access rights of users who no longer need access are immediately terminated.	Quarterly Materials Management Accountability and Compliance Review meetings are to include review and enforcement of system user access rights.
15. Periodically reviews user access to the Pathways Materials Management system to ensure that the assignment of responsibilities in Pathways is consistent with each employee's job description and that incompatible duties are separated.	Quarterly Materials Management Accountability and Compliance Review meetings are held and are to include review and enforcement of system user access rights.

June 20, 2017

Recommendations	Field Follow-up Results
<p>16. Ensures that all inventory items have the correct location indicated in the Pathways Materials Management system and on the inventory shelf in the Central Distribution room.</p>	<p>Materials Management approves and processes a New/Replacement Item Form for each new or replacement item. New items are assigned new item numbers, and replacement items retain the item numbers of the replaced items.</p>
<p>18. Establishes written policies and procedures for the daily cycle count process at the Central Distribution storeroom. The written procedures should provide formal instructions for all aspects of the cycle count processes, including:</p> <ul style="list-style-type: none"> <li>• The objective of the cycle inventory count.</li> <li>• The period in which the inventory count should be conducted.</li> <li>• The employees that should be involved and their roles and responsibilities.</li> <li>• Provisions for handling inventory movements.</li> <li>• Instructions for use of inventory count sheets (including their distribution, collection, and control), including segregation of duties among those responsible for count sheet control, counting inventory, and inputting completed count sheets to inventory records.</li> <li>• Instructions for researching and adjusting variances.</li> </ul>	<p>Materials Management developed and implemented written policies and procedures, updated in December 2016, for the daily cycle count process at the Central Distribution storeroom.</p>
<p>19. Regularly reviews and revises policies and procedures for any changes in the cycle count process and individual tasks.</p>	<p>Materials Management reviews policies and procedures and tracks revisions made. Annual Materials Management Accountability and Compliance Review meetings are to include reviews of policies and procedures.</p>

Recommendations	Field Follow-up Results
20. Establishes written policies and procedures for the identification, segregation, and disposal of expired and obsolete items from the inventory. At a minimum, these policies and procedures should define obsolescence and establish clear responsibilities for the enforcement of those policies and the ultimate disposition of the obsolete items.	Materials Management developed and implemented written policies and procedures, updated in December 2016, that define obsolete items and includes them in monthly logs of expired, obsolete, and surplus items. Obsolete items are to be set aside for donation pick-up.
21. Researches the use of expired products that could put lives at risk so should be disposed of, not donated. Establishes a procedure on how to identify expired products that are not to be donated and how to properly dispose of them.	Materials Management developed and implemented written policies and procedures, updated in December 2016, to identify expired products that are to be disposed of, not donated, as appropriate.
22. Establishes a schedule for regular reviews on expired and obsolete inventory.	Materials Management leadership is to review lists of expired and obsolete inventory during monthly and quarterly Materials Management Accountability and Compliance Review meetings.
23. Creates a procedure by which management reviews and signs the list of obsolete/expired items before disposal or donation of items.	After reviewing the list of obsolete and expired items, Materials Management leadership recommends actions to be taken to process the obsolete and expired items.

**CLOSED AND NO LONGER APPLICABLE RECOMMENDATIONS**

Recommendation	Field Follow-up Results
17. The Department of Public Health should ensure that San Francisco General Hospital and Trauma Center's Materials Management Department permanently clears the "H" area and stores inventory in the labeled location in the overflow warehouse and/or Central Distribution room.	CSA now deems the recommended action infeasible. According to Public Health's management, the "H" Area is a staging area used only for temporary storage of in-transit items that are pending processing through inventory. Thus, it would not be efficient or advisable to clear this area.

CSA extends its appreciation to you and your staff who assisted with this review. If you have any questions or concerns, please contact me at (415) 554-5393 or [tonia.lediju@sfgov.org](mailto:tonia.lediju@sfgov.org).

cc: Public Health

Greg Wagner

Susan Ehrlich

Roland Pickens

Alice Chen

Baljeet Sangha

Daisy Aguallo

Controller

Ben Rosenfield

Todd Rydstrom

Mark de la Rosa

Massanda D'Johns

Mark Tipton

Calvin Quock

Board of Supervisors

Budget Analyst

Citizens Audit Review Board

City Attorney

Civil Grand Jury

Mayor

Public Library

## ATTACHMENT: DEPARTMENT RESPONSE

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City and County of San Francisco  
Edwin M. Lee, Mayor

Department of Public Health  
Barbara A. Garcia, MPA  
Director of Health

June 9<sup>th</sup> 2017

Tonia Lediju  
Director of City Audits  
City Hall, Room 476  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102

Subject: San Francisco Department of Public Health Acknowledgment of Field Follow-up Memorandum Regarding 2014 Audit of San Francisco General Hospital's Materials Management Department

Dear Ms. Lediju,

Thank you for providing us the opportunity to respond to your field follow-up audit of your June 2014 report titled "*Department of Public Health: San Francisco General Hospital's Materials Management Department Must Improve Controls to Better Manage Assets*". We acknowledge that all 23 of the recommendations are now considered closed with 22 having been fully implemented and 1 no longer applicable.

We appreciate the time spent by your staff to partner with the DPH through the entire process, dating back to reviews that took place for the original June 2014 report through this current Field Audit Follow up. Their efforts have supported the continuing DPH efforts to establish an efficient and high functioning asset and inventory management structure.

If you have any questions or need additional information, please do not hesitate to contact me at [Barbara.Garcia@sfdph.org](mailto:Barbara.Garcia@sfdph.org) or DPH Associate Administrator, Baljeet S. Sangha at [Baljeet.Sangha@sfdph.org](mailto:Baljeet.Sangha@sfdph.org).

Sincerely,

A handwritten signature in black ink, appearing to read "Barbara A. Garcia".

Barbara A. Garcia, MPA  
Director, Department of Public Health





# Capital Planning Committee

BOS-11  
BPF Clerk,  
c-pag

Naomi M. Kelly, City Administrator, Chair

## MEMORANDUM

June 12, 2017

**To:** Members of the Board of Supervisors *nkelly*

**From:** Naomi Kelly, City Administrator and Capital Planning Committee Chair

**Copy:** Angela Calvillo, Clerk of the Board  
Capital Planning Committee

**Regarding:** (1) Approval of San Francisco Public Utilities Commission supplemental appropriation ordinance and the associated amendment to financing ordinance.

2017 JUN 12 PM 4:11  
BOS-11  
BPF Clerk,  
c-pag

In accordance with Section 3.21 of the Administrative Code, on June 12, 2017, the Capital Planning Committee (CPC) approved the following action item to be considered by the Board of Supervisors. The CPC's recommendations are set forth below.

**1. Board File Number: TBD**      **Approval of the supplemental appropriation ordinance for the purchase of 1657-1663 Rollins Road by the San Francisco Public Utilities Commission for an amount not to exceed \$9.2 million and approval of the associated amendment to financing ordinance to increase the issuance and sale of tax-exempt or taxable Water Revenue Bonds and related forms of indebtedness by the San Francisco Public Utilities Commission to an aggregate principal amount not to exceed \$275,000,000 in order to purchase the property.**

**Recommendation:** Recommend the Board of Supervisors approve the supplemental appropriation ordinance and the associated amendment to financing ordinance.

**Comments:** The CPC recommends approval of this item by a vote of 11-0.

Committee members or representatives in favor include: Ken Bukowski, City Administrator's Office; Michael Howerton, Board President London Breed's Office; Ben Rosenfield, Controller; Theodore Conrad, Mayor's Budget Office; Mohammed Nuru, Director, Public Works; Kaitlyn Connors, San Francisco International Airport; Phil Ginsburg, General Manager, Recreation and Parks Department; Ed Reiskin, Director, SFMTA; Elaine Forbes, Director, Port of San Francisco; John Rahaim, Director, Planning Department; and Kathy How, San Francisco Public Utilities Commission.

11/11/11





CITY AND COUNTY OF SAN FRANCISCO
CONTRACT MONITORING DIVISION

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO

2017 JUN 19 AM 10:58

S.F. ADMINISTRATIVE CODE CHAPTERS 12B and 14B
WAIVER REQUEST FORM
(CMD-201)

Send completed waiver requests to:
cmd.waiverrequest@sfgov.org or
CMD, 30 Van Ness Avenue, Suite 200, San Francisco, CA
94102

FOR CMD USE ONLY
Request Number:

Section 1. Department Information

Department Head Signature: [Signature]
Name of Department: San Francisco Police Department
Department Address: 1245 3rd Street, San Francisco, CA 94158
Contact Person: Wendy Chan
Phone Number: (415) 837-7203 E-mail: wendy.chan@sfgov.org

Section 2. Contractor Information

Contractor Name: Fleetcor technologies dba Chevron Vendor No.: 76065
Contractor Address: 655 Engineering Dr, Suite 300, Norcross, GA 30092
Contact Person: Contact Phone No.: (866) 435-3201

Section 3. Transaction Information

Date Waiver Request Submitted: 6/12/17 Type of Contract: Commodity
Contract Start Date: 7/1/17 End Date: 6/30/18 Dollar Amount of Contract: \$ 30,000.00

Section 4. Administrative Code Chapter to be Waived (please check all that apply)

[X] Chapter 12B
Chapter 14B Note: Employment and LBE subcontracting requirements may still be in force even when a
14B waiver (type A or B) is granted.

Section 5. Waiver Type (Letter of Justification must be attached, see Check List on back of page.)

[X] A. Sole Source
B. Emergency (pursuant to Administrative Code §6.60 or 21.15)
C. Public Entity
[X] D. No Potential Contractors Comply (Required) Copy of waiver request sent to Board of Supervisors on: 6/12/17
E. Government Bulk Purchasing Arrangement (Required) Copy of waiver request sent to Board of Supervisors on:
F. Sham/Shell Entity (Required) Copy of waiver request sent to Board of Supervisors on:
G. Subcontracting Goals
H. Local Business Enterprise (LBE)

CMD/HRC ACTION
12B Waiver Granted: 14B Waiver Granted:
12B Waiver Denied: 14B Waiver Denied:
Reason for Action:
CMD Staff: Date:
CMD Director: Date:
HRC Director (12B Only): Date:



---

**From:** Board of Supervisors, (BOS)  
**Sent:** Wednesday, June 21, 2017 11:04 AM  
**To:** BOS-Supervisors  
**Subject:** FW: CCSF Monthly Pooled Investment Report for May 2017  
**Attachments:** CCSF Monthly Pooled Investment Report for May 2017.pdf

**From:** Dion, Ichieh (TTX)  
**Sent:** Thursday, June 15, 2017 11:32 AM  
**Subject:** CCSF Monthly Pooled Investment Report for May 2017

Hello All -

Please find the CCSF Pooled Investment Report for the month of April attached for your use.

Regards,

Ichieh Dion  
City and County of San Francisco  
1 Dr. Carlton B. Goodlett Place, Room 140  
San Francisco, CA 94102  
415-554-5433



Office of the Treasurer & Tax Collector  
City and County of San Francisco



José Cisneros, Treasurer

Pauline Marx, Chief Assistant Treasurer

Investment Report for the month of May 2017

June 15, 2017

The Honorable Edwin M. Lee  
Mayor of San Francisco  
City Hall, Room 200  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4638

The Honorable Board of Supervisors  
City and County of San Francisco  
City Hall, Room 244  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4638

Ladies and Gentlemen,

In accordance with the provisions of California State Government Code, Section 53646, we forward this report detailing the City's pooled fund portfolio as of May 31, 2017. These investments provide sufficient liquidity to meet expenditure requirements for the next six months and are in compliance with our statement of investment policy and California Code.

This correspondence and its attachments show the investment activity for the month of May 2017 for the portfolios under the Treasurer's management. All pricing and valuation data is obtained from Interactive Data Corporation.

**CCSF Pooled Fund Investment Earnings Statistics \***

<i>(in \$ million)</i>	Current Month		Prior Month	
	Fiscal YTD	May 2017	Fiscal YTD	April 2017
Average Daily Balance	\$ 7,872	\$ 9,253	\$ 7,731	\$ 8,921
Net Earnings	64.94	8.41	56.53	7.72
Earned Income Yield	0.90%	1.07%	0.88%	1.05%

**CCSF Pooled Fund Statistics \***

<i>(in \$ million)</i>	% of Portfolio	Book Value	Market Value	Wtd. Avg. Coupon	Wtd. Avg. YTM	WAM
U.S. Treasuries	16.06%	\$ 1,470.4	\$ 1,472.7	0.29%	0.92%	221
Federal Agencies	52.92%	4,853.5	4,853.6	0.99%	1.10%	590
State & Local Government						
Agency Obligations	3.66%	337.7	335.5	1.74%	1.24%	460
Public Time Deposits	0.01%	1.2	1.2	1.22%	1.22%	251
Negotiable CDs	11.10%	1,017.8	1,018.4	1.27%	1.27%	135
Commercial Paper	10.50%	960.4	963.4	0.00%	1.07%	38
Medium Term Notes	0.98%	89.9	89.9	1.51%	1.40%	386
Money Market Funds	2.53%	231.7	231.7	0.66%	0.66%	1
Supranationals	2.24%	204.8	205.3	1.17%	1.37%	583
<b>Totals</b>	<b>100.0%</b>	<b>\$ 9,167.6</b>	<b>\$ 9,171.8</b>	<b>0.84%</b>	<b>1.09%</b>	<b>400</b>

In the remainder of this report, we provide additional information and analytics at the security-level and portfolio-level, as recommended by the California Debt and Investment Advisory Commission.

Very truly yours,

José Cisneros  
Treasurer

cc: Treasury Oversight Committee: Aimee Brown, Ron Gerhard, Reeta Madhavan, Charles Perl  
Ben Rosenfield, Controller, Office of the Controller  
Tonia Lediju, Internal Audit, Office of the Controller  
Mayor's Office of Public Policy and Finance  
San Francisco County Transportation Authority  
San Francisco Public Library  
San Francisco Health Service System

## Portfolio Summary Pooled Fund

As of May 31, 2017

<i>(in \$ million)</i>							
<b>Security Type</b>	<b>Par Value</b>	<b>Book Value</b>	<b>Market Value</b>	<b>Market/Book Price</b>	<b>Current % Allocation</b>	<b>Max. Policy Allocation</b>	<b>Compliant?</b>
U.S. Treasuries	\$ 1,475.0	\$ 1,470.4	\$ 1,472.7	100.15	16.06%	100%	Yes
Federal Agencies	4,855.6	4,853.5	4,853.6	100.00	52.92%	100%	Yes
State & Local Government							
Agency Obligations	334.3	337.7	335.5	99.36	3.66%	20%	Yes
Public Time Deposits	1.2	1.2	1.2	100.00	0.01%	100%	Yes
Negotiable CDs	1,017.8	1,017.8	1,018.4	100.06	11.10%	30%	Yes
Bankers Acceptances	-	-	-	-	0.00%	40%	Yes
Commercial Paper	964.4	960.4	963.4	100.31	10.50%	25%	Yes
Medium Term Notes	89.8	89.9	89.9	100.00	0.98%	25%	Yes
Repurchase Agreements	-	-	-	-	0.00%	10%	Yes
Reverse Repurchase/ Securities Lending Agreements	-	-	-	-	0.00%	\$75mm	Yes
Money Market Funds - Government	231.7	231.7	231.7	100.00	2.53%	10%	Yes
Money Market Funds - Prime	-	-	-	-	0.00%	5%	Yes
LAIF	-	-	-	-	0.00%	\$50mm	Yes
Supranationals	205.0	204.8	205.3	100.23	2.24%	5%	Yes
<b>TOTAL</b>	<b>\$ 9,174.8</b>	<b>\$ 9,167.6</b>	<b>\$ 9,171.8</b>	<b>100.05</b>	<b>100.00%</b>	<b>-</b>	<b>Yes</b>

The City and County of San Francisco uses the following methodology to determine compliance: Compliance is pre-trade and calculated on both a par and market value basis, using the result with the lowest percentage of the overall portfolio value. Cash balances are included in the City's compliance calculations.

Please note the information in this report does not include cash balances. Due to fluctuations in the market value of the securities held in the Pooled Fund and changes in the City's cash position, the allocation limits may be exceeded on a post-trade compliance basis. In these instances, no compliance violation has occurred, as the policy limits were not exceeded prior to trade execution.

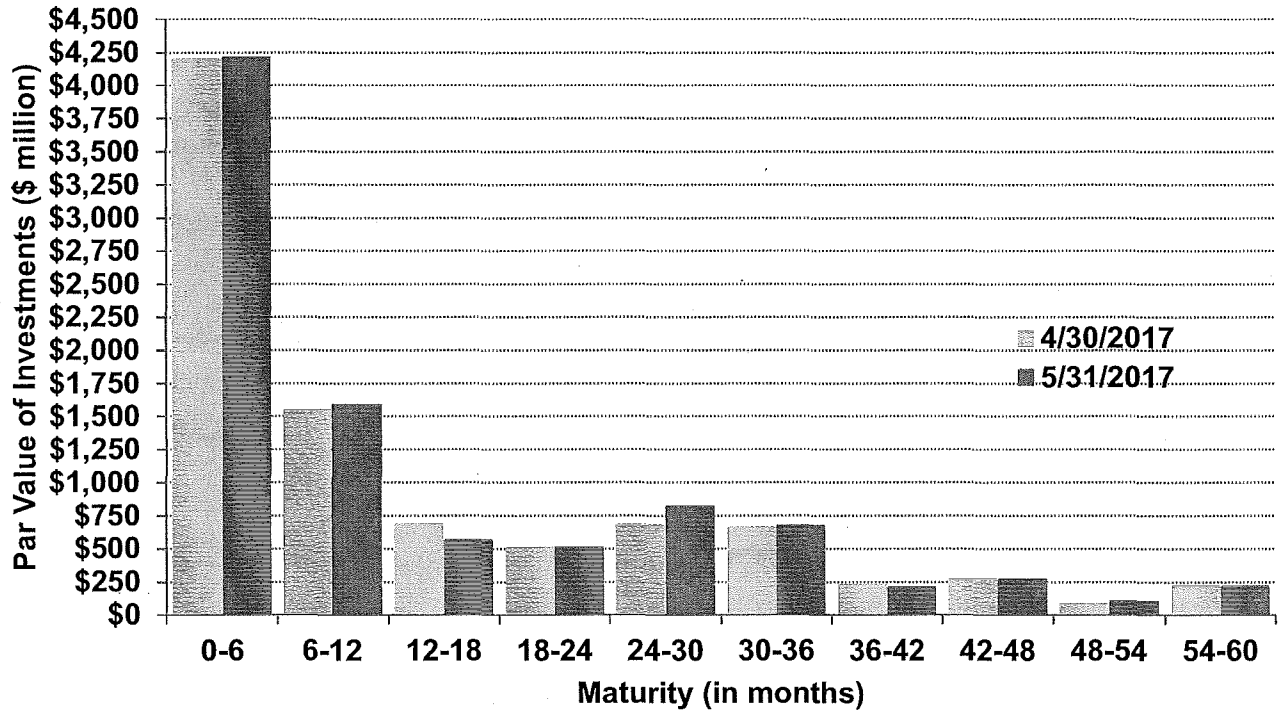
The full Investment Policy can be found at <http://www.sftreasurer.org/>, in the Reports & Plans section of the About menu.

Totals may not add due to rounding.

# Portfolio Analysis

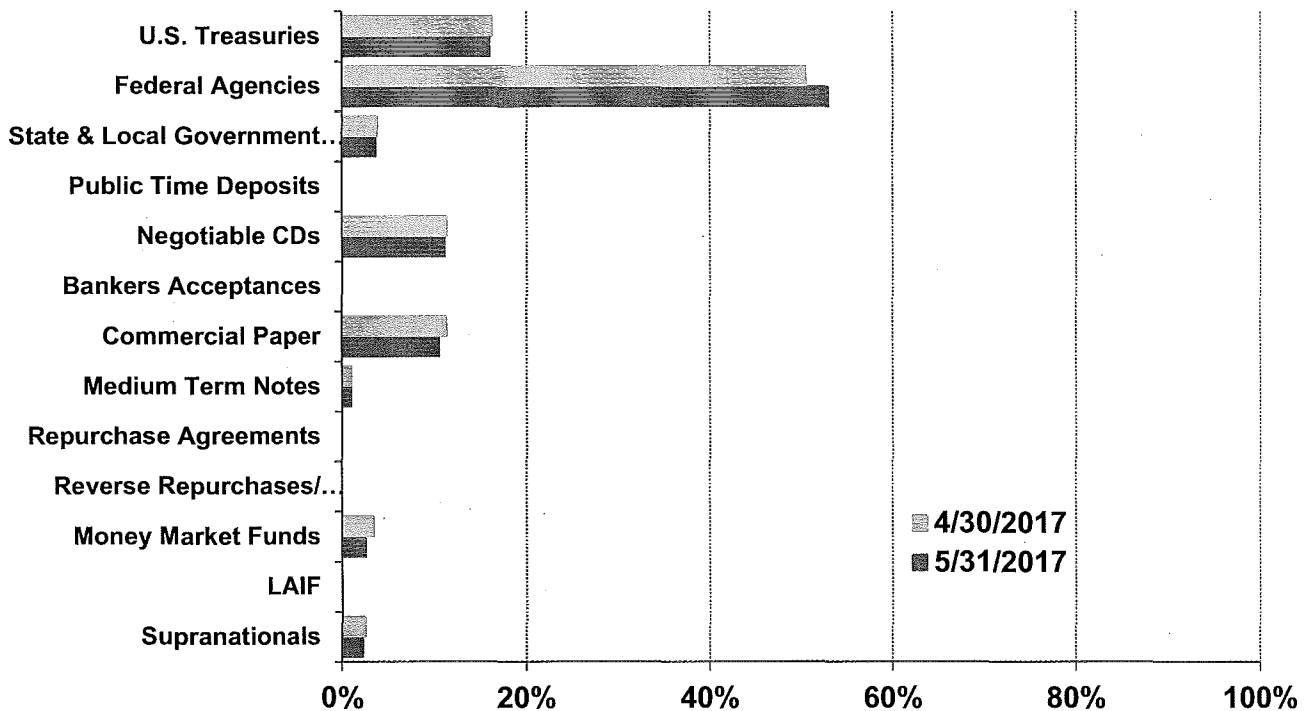
## Pooled Fund

### Par Value of Investments by Maturity

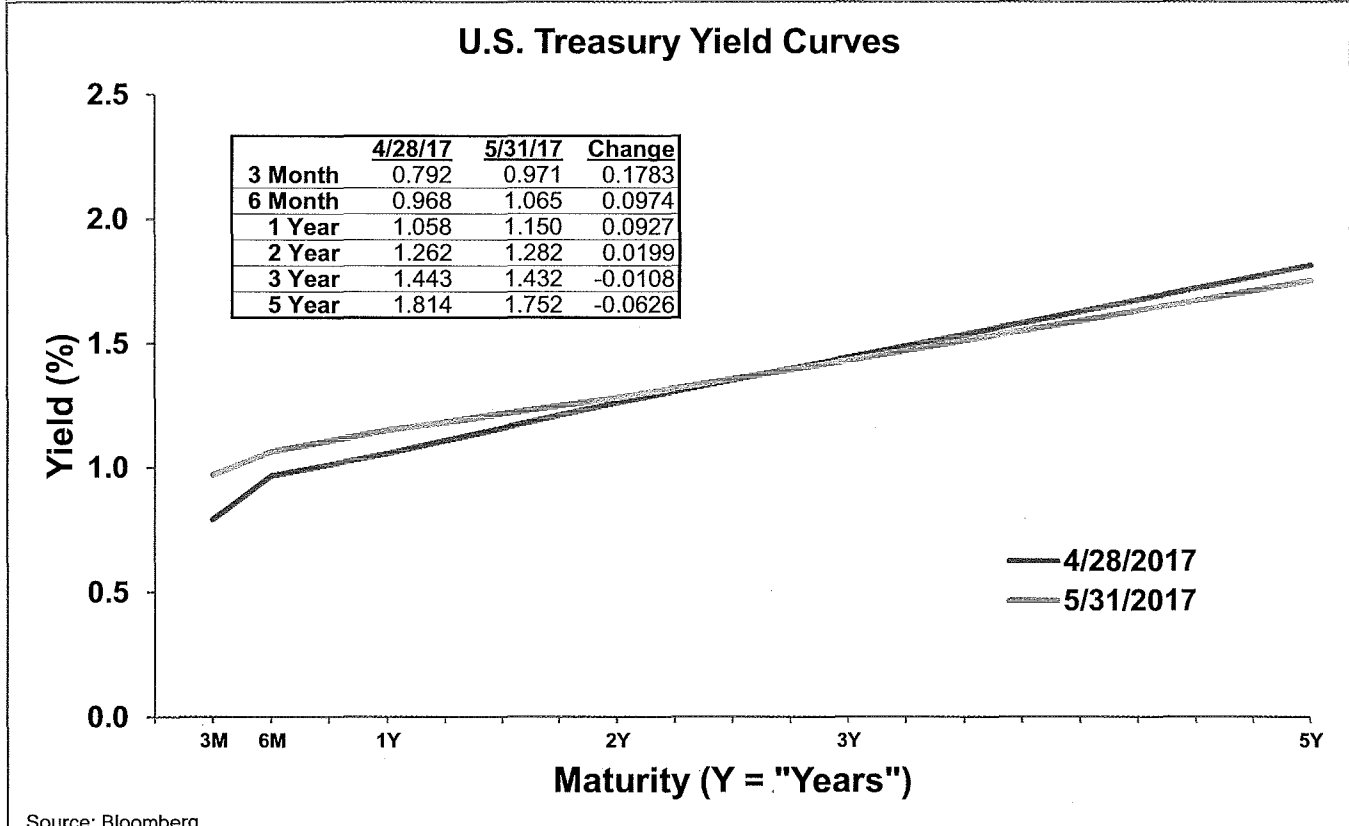
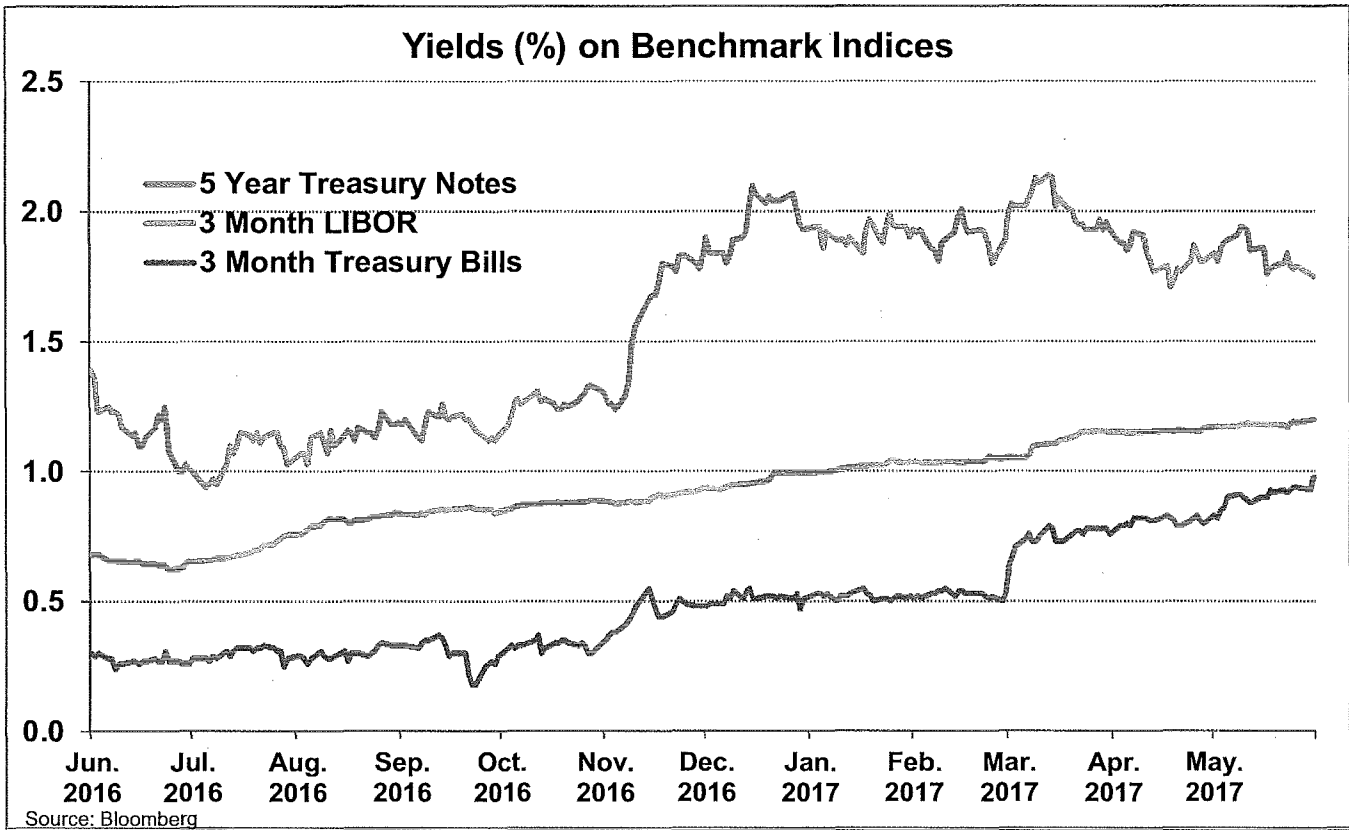


Callable bonds shown at maturity date.

### Asset Allocation by Market Value



# Yield Curves





## Investment Inventory Pooled Fund

As of May 31, 2017

Type of Investment	CUSIP	Issuer Name	Maturity		Coupon	Par Value	Book Value	Amortized		
			Settle Date	Date				Book Value	Market Value	
U.S. Treasuries	912796LE7	TREASURY BILL	3/7/2017	6/15/2017	0.00	\$ 25,000,000	\$ 24,949,236	\$ 24,949,236	\$ 24,992,750	
U.S. Treasuries	912796LE7	TREASURY BILL	3/16/2017	6/15/2017	0.00	175,000,000	174,654,958	174,654,958	174,949,250	
U.S. Treasuries	912828WP1	US TSY NT	2/3/2017	6/15/2017	0.88	50,000,000	50,118,690	50,006,214	50,002,500	
U.S. Treasuries	912796JX8	TREASURY BILL	3/23/2017	6/22/2017	0.00	125,000,000	124,759,861	124,759,861	124,947,500	
U.S. Treasuries	912796LF4	TREASURY BILL	3/30/2017	6/29/2017	0.00	300,000,000	299,408,500	299,408,500	299,802,000	
U.S. Treasuries	912796LG2	TREASURY BILL	4/6/2017	7/6/2017	0.00	150,000,000	149,700,459	149,700,459	149,892,000	
U.S. Treasuries	912796LK3	TREASURY BILL	4/13/2017	7/13/2017	0.00	125,000,000	124,739,323	124,739,323	124,880,000	
U.S. Treasuries	912828TM2	US TSY NT	12/15/2015	8/31/2017	0.63	100,000,000	99,433,594	99,917,531	99,922,000	
U.S. Treasuries	912796LW7	TREASURY BILL	4/6/2017	10/5/2017	0.00	75,000,000	74,654,958	74,654,958	74,742,750	
U.S. Treasuries	912796KR9	TREASURY BILL	4/13/2017	10/12/2017	0.00	75,000,000	74,639,792	74,639,792	74,729,250	
U.S. Treasuries	912828M72	US TSY NT	12/17/2015	11/30/2017	0.88	50,000,000	49,882,813	49,970,129	49,933,500	
U.S. Treasuries	912828M72	US TSY NT	12/17/2015	11/30/2017	0.88	50,000,000	49,878,906	49,969,133	49,933,500	
U.S. Treasuries	912796LX5	TREASURY BILL	4/27/2017	4/26/2018	0.00	25,000,000	24,732,056	24,732,056	24,746,250	
U.S. Treasuries	912828T67	US TSY NT	11/10/2016	10/31/2021	1.25	50,000,000	49,574,219	49,621,814	49,043,000	
U.S. Treasuries	912828U65	US TSY NT	12/13/2016	11/30/2021	1.75	100,000,000	99,312,500	99,376,965	100,195,000	
<b>Subtotals</b>						<b>0.29</b>	<b>\$ 1,475,000,000</b>	<b>\$ 1,470,439,864</b>	<b>\$ 1,471,100,929</b>	<b>\$ 1,472,711,250</b>
Federal Agencies	313589GH0	FANNIE DISCOUNT NOTE	5/31/2017	6/1/2017	0.00	\$ 50,000,000	\$ 49,999,028	\$ 49,999,028	\$ 50,000,000	
Federal Agencies	313385GJ9	FED HOME LN DISCOUNT NT	3/3/2017	6/2/2017	0.00	50,000,000	49,907,420	49,907,420	49,999,000	
Federal Agencies	31315PZQ5	FARMER MAC	12/28/2012	6/5/2017	1.11	9,000,000	9,122,130	9,000,302	9,000,360	
Federal Agencies	313385GM2	FED HOME LN DISCOUNT NT	2/28/2017	6/5/2017	0.00	50,000,000	49,925,229	49,925,229	49,995,500	
Federal Agencies	313385GQ3	FED HOME LN DISCOUNT NT	5/26/2017	6/8/2017	0.00	55,000,000	54,985,501	54,985,501	54,991,750	
Federal Agencies	313379FW4	FEDERAL HOME LOAN BANK	12/19/2014	6/9/2017	1.00	12,000,000	12,020,760	12,000,184	12,000,240	
Federal Agencies	313379FW4	FEDERAL HOME LOAN BANK	12/29/2015	6/9/2017	1.00	20,600,000	20,594,026	20,599,909	20,600,412	
Federal Agencies	3130A3SL9	FEDERAL HOME LOAN BANK	12/30/2014	6/15/2017	0.95	25,000,000	24,959,750	24,999,372	25,000,500	
Federal Agencies	3133EAUW6	FEDERAL FARM CREDIT BANK	6/19/2012	6/19/2017	1.13	50,000,000	50,000,000	50,000,000	50,000,000	
Federal Agencies	313385HJ8	FED HOME LN DISCOUNT NT	5/8/2017	6/26/2017	0.00	17,435,000	17,416,134	17,416,134	17,425,411	
Federal Agencies	313385HJ8	FED HOME LN DISCOUNT NT	4/25/2017	6/26/2017	0.00	25,000,000	24,965,986	24,965,986	24,986,250	
Federal Agencies	3133EEGH7	FEDERAL FARM CREDIT BANK	12/26/2014	6/26/2017	0.93	8,400,000	8,397,312	8,399,926	8,399,916	
Federal Agencies	3137EADH9	FREDDIE MAC	5/25/2016	6/29/2017	1.00	15,000,000	15,035,850	15,002,510	15,001,650	
Federal Agencies	3137EADH9	FREDDIE MAC	3/25/2014	6/29/2017	1.00	25,000,000	24,920,625	24,998,135	25,002,750	
Federal Agencies	313385HN9	FED HOME LN DISCOUNT NT	5/8/2017	6/30/2017	0.00	50,000,000	49,938,903	49,938,903	49,968,000	
Federal Agencies	3134G5W50	FREDDIE MAC	12/30/2014	6/30/2017	1.00	50,000,000	50,000,000	50,000,000	50,005,000	
Federal Agencies	313385HR0	FED HOME LN DISCOUNT NT	3/2/2017	7/3/2017	0.00	50,000,000	49,904,333	49,904,333	49,959,000	
Federal Agencies	313385HT6	FED HOME LN DISCOUNT NT	5/10/2017	7/5/2017	0.00	50,000,000	49,933,889	49,933,889	49,956,500	
Federal Agencies	313385JA5	FED HOME LN DISCOUNT NT	5/22/2017	7/12/2017	0.00	25,000,000	24,969,365	24,969,365	24,973,750	
Federal Agencies	313385JK3	FED HOME LN DISCOUNT NT	5/30/2017	7/21/2017	0.00	50,000,000	49,932,833	49,932,833	49,936,000	
Federal Agencies	3133ECV92	FEDERAL FARM CREDIT BANK	7/24/2013	7/24/2017	1.07	50,000,000	50,000,000	50,000,000	50,020,000	
Federal Agencies	3133ECV92	FEDERAL FARM CREDIT BANK	8/5/2013	7/26/2017	1.17	23,520,000	23,520,000	23,520,000	23,532,466	
Federal Agencies	3135G0F24	FANNIE MAE	9/16/2015	8/16/2017	1.00	25,000,000	24,995,153	24,999,474	25,009,500	
Federal Agencies	3133EEFX3	FEDERAL FARM CREDIT BANK	12/23/2014	8/23/2017	1.07	50,000,000	50,000,000	50,000,000	50,031,000	
Federal Agencies	3135G0MZ3	FANNIE MAE	5/8/2017	8/28/2017	0.88	14,000,000	14,021,159	13,997,910	13,999,980	
Federal Agencies	313370SZ2	FEDERAL HOME LOAN BANK	4/7/2017	9/8/2017	2.25	3,470,000	3,495,201	3,482,157	3,479,612	
Federal Agencies	3137EADL0	FREDDIE MAC	3/25/2014	9/29/2017	1.00	25,000,000	24,808,175	24,982,072	24,995,250	
Federal Agencies	3135G0F57	FANNIE MAE	10/5/2015	10/5/2017	1.00	25,000,000	24,992,356	24,998,682	25,013,250	
Federal Agencies	3133EETS9	FEDERAL FARM CREDIT BANK	9/25/2015	10/19/2017	1.03	30,000,000	30,000,600	30,000,111	30,026,700	
Federal Agencies	3130A6LZ8	FEDERAL HOME LOAN BANK	4/28/2016	10/26/2017	0.63	25,000,000	24,929,500	24,981,019	24,959,000	
Federal Agencies	3133EEBR0	FEDERAL FARM CREDIT BANK	11/18/2014	11/13/2017	1.02	25,000,000	24,988,794	24,998,305	25,025,500	
Federal Agencies	3133EEJ76	FEDERAL FARM CREDIT BANK	8/20/2015	11/13/2017	1.14	25,000,000	24,991,500	24,998,281	25,005,250	

May 31, 2017

City and County of San Francisco

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## Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Maturity			Par Value	Book Value	Amortized	
			Settle Date	Date	Coupon			Book Value	Market Value
Federal Agencies	3134G44F2	FREDDIE MAC	5/21/2013	11/21/2017	0.80	50,000,000	50,000,000	50,000,000	49,976,000
Federal Agencies	3130A3HF4	FEDERAL HOME LOAN BANK	12/22/2014	12/8/2017	1.13	25,000,000	24,955,500	24,992,186	24,996,750
Federal Agencies	313385QF6	FED HOME LN DISCOUNT NT	4/7/2017	12/8/2017	0.00	50,000,000	49,659,722	49,659,722	49,725,500
Federal Agencies	3137EADX4	FREDDIE MAC	12/11/2015	12/15/2017	1.00	25,000,000	24,969,000	24,991,691	24,980,750
Federal Agencies	3133EEFE5	FEDERAL FARM CREDIT BANK	12/19/2014	12/18/2017	1.13	50,000,000	49,914,500	49,984,384	49,990,500
Federal Agencies	3133EEMH0	FEDERAL FARM CREDIT BANK	5/27/2015	2/2/2018	1.05	4,000,000	3,999,480	3,999,870	4,005,240
Federal Agencies	3133EEMH0	FEDERAL FARM CREDIT BANK	2/2/2015	2/2/2018	1.05	35,000,000	34,978,893	34,995,262	35,045,850
Federal Agencies	3133EEAN0	FEDERAL FARM CREDIT BANK	11/5/2014	2/5/2018	1.03	25,000,000	25,000,000	25,000,000	25,037,000
Federal Agencies	3133EEAN0	FEDERAL FARM CREDIT BANK	11/5/2014	2/5/2018	1.03	25,000,000	24,991,750	24,998,271	25,037,000
Federal Agencies	3133EEAN0	FEDERAL FARM CREDIT BANK	11/5/2014	2/5/2018	1.03	50,000,000	49,983,560	49,996,554	50,074,000
Federal Agencies	3133EFNK9	FEDERAL FARM CREDIT BANK	11/9/2015	2/9/2018	1.07	25,000,000	24,994,315	24,998,252	25,044,250
Federal Agencies	3132X0JL6	FARMER MAC	9/1/2016	3/1/2018	0.88	50,000,000	50,000,000	50,000,000	49,906,000
Federal Agencies	313313TY4	FED FARM CRD DISCOUNT NT	4/18/2017	3/7/2018	0.00	25,000,000	24,759,993	24,759,993	24,788,750
Federal Agencies	313313TY4	FED FARM CRD DISCOUNT NT	4/18/2017	3/7/2018	0.00	25,000,000	24,759,993	24,759,993	24,788,750
Federal Agencies	3133EEN71	FEDERAL FARM CREDIT BANK	5/22/2015	3/22/2018	1.04	50,000,000	49,992,500	49,997,870	50,081,500
Federal Agencies	3133EEQ86	FEDERAL FARM CREDIT BANK	5/27/2015	3/26/2018	1.01	50,000,000	49,978,500	49,993,804	49,979,500
Federal Agencies	3133EEQ86	FEDERAL FARM CREDIT BANK	5/29/2015	3/26/2018	1.01	50,000,000	49,978,500	49,993,792	49,979,500
Federal Agencies	3133EFVW8	FEDERAL FARM CREDIT BANK	1/26/2016	3/26/2018	1.19	25,000,000	24,997,200	24,998,944	25,062,000
Federal Agencies	3137EAEA3	FREDDIE MAC	2/8/2017	4/9/2018	0.75	25,000,000	24,944,750	24,959,440	24,907,250
Federal Agencies	3133EEZC7	FEDERAL FARM CREDIT BANK	4/16/2015	4/16/2018	1.04	50,000,000	49,992,422	49,997,794	50,084,000
Federal Agencies	3132X0SB8	FARMER MAC	4/19/2017	4/19/2018	1.25	50,000,000	50,000,000	50,000,000	49,957,000
Federal Agencies	31331KJB7	FEDERAL FARM CREDIT BANK	2/2/2016	4/25/2018	3.00	14,230,000	14,876,184	14,490,699	14,467,641
Federal Agencies	3133EEU40	FEDERAL FARM CREDIT BANK	6/3/2015	5/3/2018	1.04	69,000,000	68,994,894	68,998,389	69,126,270
Federal Agencies	3135G0WJ8	FANNIE MAE	5/23/2013	5/21/2018	0.88	25,000,000	24,786,500	24,958,564	24,912,000
Federal Agencies	3130A8VL4	FEDERAL HOME LOAN BANK	8/24/2016	5/24/2018	1.00	10,000,000	10,000,000	10,000,000	9,951,000
Federal Agencies	3130A8VL4	FEDERAL HOME LOAN BANK	8/24/2016	5/24/2018	1.00	25,000,000	25,000,000	25,000,000	24,877,500
Federal Agencies	3134G9HC4	FREDDIE MAC	5/25/2016	5/25/2018	1.00	10,000,000	9,995,000	9,997,548	9,975,000
Federal Agencies	313385XL5	FED HOME LN DISCOUNT NT	5/30/2017	5/30/2018	0.00	50,000,000	49,376,458	49,376,458	49,440,500
Federal Agencies	3133EFCT2	FEDERAL FARM CREDIT BANK	9/8/2015	6/8/2018	1.05	25,000,000	25,000,000	25,000,000	25,048,000
Federal Agencies	3133EFCT2	FEDERAL FARM CREDIT BANK	9/8/2015	6/8/2018	1.05	50,000,000	50,000,000	50,000,000	50,096,000
Federal Agencies	3133EEW48	FEDERAL FARM CREDIT BANK	6/11/2015	6/1/2018	1.03	50,000,000	49,996,000	49,998,631	50,102,500
Federal Agencies	3133EFSH1	FEDERAL FARM CREDIT BANK	12/18/2015	6/14/2018	1.17	25,000,000	24,952,250	24,980,144	24,982,750
Federal Agencies	3133EGGC3	FEDERAL FARM CREDIT BANK	6/20/2016	6/20/2018	1.13	25,000,000	25,000,000	25,000,000	25,063,000
Federal Agencies	3132X0LZ2	FARMER MAC	12/22/2016	6/22/2018	1.07	25,000,000	25,000,000	25,000,000	25,056,250
Federal Agencies	3134G9RZ2	FREDDIE MAC	6/22/2016	6/22/2018	1.00	8,950,000	8,950,000	8,950,000	8,948,479
Federal Agencies	3134G9UY1	FREDDIE MAC	6/29/2016	6/29/2018	1.00	25,000,000	25,000,000	25,000,000	24,937,250
Federal Agencies	3134G9UY1	FREDDIE MAC	6/29/2016	6/29/2018	1.00	25,000,000	25,000,000	25,000,000	24,937,250
Federal Agencies	3133EGBQ7	FEDERAL FARM CREDIT BANK	5/19/2016	7/19/2018	1.13	25,000,000	25,000,000	25,000,000	25,074,250
Federal Agencies	3133EGBQ7	FEDERAL FARM CREDIT BANK	5/19/2016	7/19/2018	1.13	25,000,000	25,000,000	25,000,000	25,074,250
Federal Agencies	3130A8U50	FEDERAL HOME LOAN BANK	7/29/2016	7/25/2018	0.83	22,250,000	22,223,211	22,234,539	22,145,870
Federal Agencies	3134G9Q67	FREDDIE MAC	7/27/2016	7/27/2018	1.05	25,000,000	25,000,000	25,000,000	24,938,750
Federal Agencies	3134G9Q67	FREDDIE MAC	7/27/2016	7/27/2018	1.05	25,000,000	24,993,750	24,996,396	24,938,750
Federal Agencies	3133EGFQ3	FEDERAL FARM CREDIT BANK	9/21/2016	9/14/2018	0.88	25,000,000	24,981,000	24,987,649	24,875,250
Federal Agencies	3130A9C90	FEDERAL HOME LOAN BANK	9/28/2016	9/28/2018	1.05	25,000,000	25,000,000	25,000,000	24,930,250
Federal Agencies	3133EGFK6	FEDERAL FARM CREDIT BANK	6/17/2016	10/17/2018	1.13	25,000,000	25,000,000	25,000,000	25,116,500
Federal Agencies	3133EGFK6	FEDERAL FARM CREDIT BANK	6/17/2016	10/17/2018	1.13	25,000,000	25,000,000	25,000,000	25,116,500
Federal Agencies	313376BR5	FEDERAL HOME LOAN BANK	12/20/2016	12/14/2018	1.75	15,000,000	15,131,725	15,098,679	15,103,200
Federal Agencies	3133EGDM4	FEDERAL FARM CREDIT BANK	6/2/2016	1/2/2019	1.16	25,000,000	25,000,000	25,000,000	25,108,000
Federal Agencies	3133EGV26	FEDERAL FARM CREDIT BANK	1/3/2017	1/3/2019	1.05	25,000,000	25,000,000	25,000,000	25,065,000
Federal Agencies	3134GAH23	FREDDIE MAC	1/17/2017	1/17/2019	1.00	25,000,000	25,000,000	25,000,000	24,995,250

## Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Maturity			Par Value	Book Value	Amortized	
			Settle Date	Date	Coupon			Book Value	Market Value
Federal Agencies	3130A8VZ3	FEDERAL HOME LOAN BANK	7/28/2016	1/25/2019	1.05	25,000,000	25,000,000	25,000,000	24,871,500
Federal Agencies	3132X0EK3	FARMER MAC	1/25/2016	1/25/2019	1.26	25,000,000	25,000,000	25,000,000	25,130,750
Federal Agencies	3134GAS39	FREDDIE MAC	2/1/2017	2/1/2019	1.00	25,000,000	25,000,000	25,000,000	24,996,750
Federal Agencies	3130AANW4	FEDERAL HOME LOAN BANK	2/14/2017	2/14/2019	0.63	25,000,000	25,000,000	25,000,000	24,992,250
Federal Agencies	3133EGBU8	FEDERAL FARM CREDIT BANK	5/25/2016	2/25/2019	1.20	50,000,000	50,000,000	50,000,000	50,249,000
Federal Agencies	3132X0ED9	FARMER MAC	1/19/2016	3/19/2019	1.22	40,000,000	40,000,000	40,000,000	40,199,600
Federal Agencies	3134GBAK8	FREDDIE MAC	3/20/2017	3/20/2019	1.05	25,000,000	25,000,000	25,000,000	24,996,000
Federal Agencies	3136G3FC4	FANNIE MAE	3/29/2016	3/29/2019	1.00	6,250,000	6,250,000	6,250,000	6,241,563
Federal Agencies	3134GBFR8	FREDDIE MAC	4/5/2017	4/5/2019	1.40	25,000,000	25,000,000	25,000,000	24,972,000
Federal Agencies	3136G3QP3	FANNIE MAE	5/24/2016	5/24/2019	1.25	10,000,000	10,000,000	10,000,000	9,923,300
Federal Agencies	3130ABF92	FEDERAL HOME LOAN BANK	5/12/2017	5/28/2019	1.38	30,000,000	29,943,300	29,944,820	30,018,000
Federal Agencies	3133EHLG6	FEDERAL FARM CREDIT BANK	5/30/2017	5/30/2019	1.32	27,000,000	26,983,800	26,983,844	26,979,750
Federal Agencies	3134G9LF2	FREDDIE MAC	6/7/2016	6/7/2019	0.75	75,000,000	75,000,000	75,000,000	74,990,250
Federal Agencies	3136G3NK7	FANNIE MAE	6/7/2016	6/7/2019	1.00	25,000,000	24,996,250	24,997,479	24,997,250
Federal Agencies	3136G3NM3	FANNIE MAE	6/7/2016	6/7/2019	0.75	50,000,000	50,000,000	50,000,000	49,992,000
Federal Agencies	3134G9QN0	FREDDIE MAC	6/14/2016	6/14/2019	0.88	12,500,000	12,500,000	12,500,000	12,496,500
Federal Agencies	3134G9QW0	FREDDIE MAC	6/14/2016	6/14/2019	1.28	50,000,000	50,000,000	50,000,000	49,568,000
Federal Agencies	3134G9YR2	FREDDIE MAC	7/12/2016	7/12/2019	1.00	50,000,000	50,000,000	50,000,000	49,793,500
Federal Agencies	3133EGED3	FEDERAL FARM CREDIT BANK	6/9/2016	8/9/2019	1.18	25,000,000	25,000,000	25,000,000	25,136,250
Federal Agencies	3133EGED3	FEDERAL FARM CREDIT BANK	6/9/2016	8/9/2019	1.18	25,000,000	25,000,000	25,000,000	25,136,250
Federal Agencies	3134G94F1	FREDDIE MAC	8/15/2016	8/15/2019	1.00	25,000,000	25,000,000	25,000,000	24,799,000
Federal Agencies	3133EGX67	FEDERAL FARM CREDIT BANK	12/20/2016	8/20/2019	1.13	50,000,000	50,000,000	50,000,000	50,202,500
Federal Agencies	3135G0P23	FANNIE MAE	8/30/2016	8/23/2019	1.25	20,000,000	20,000,000	20,000,000	19,884,400
Federal Agencies	3136G3X59	FANNIE MAE	8/23/2016	8/23/2019	1.10	25,000,000	25,000,000	25,000,000	24,669,250
Federal Agencies	3134G9GS0	FREDDIE MAC	5/26/2016	8/26/2019	1.25	25,000,000	25,000,000	25,000,000	24,746,000
Federal Agencies	3134GAHR8	FREDDIE MAC	9/23/2016	9/23/2019	1.00	25,000,000	25,000,000	25,000,000	24,952,500
Federal Agencies	3135G0Q30	FANNIE MAE	10/21/2016	9/27/2019	1.18	50,000,000	50,000,000	50,000,000	49,621,000
Federal Agencies	3132X0KH3	FARMER MAC	10/6/2016	10/1/2019	1.16	50,000,000	50,000,000	50,000,000	50,202,000
Federal Agencies	3134G8TG4	FREDDIE MAC	4/11/2016	10/11/2019	1.50	15,000,000	15,000,000	15,000,000	14,946,900
Federal Agencies	3134GAPT5	FREDDIE MAC	10/18/2016	10/18/2019	1.00	10,000,000	10,000,000	10,000,000	9,983,400
Federal Agencies	3136G4FJ7	FANNIE MAE	10/25/2016	10/25/2019	1.20	25,000,000	25,000,000	25,000,000	24,660,250
Federal Agencies	3136G4E22	FANNIE MAE	10/28/2016	10/30/2019	1.13	50,000,000	49,950,000	49,959,845	49,412,000
Federal Agencies	3134GAVL5	FREDDIE MAC	11/4/2016	11/4/2019	1.17	100,000,000	100,000,000	100,000,000	99,257,000
Federal Agencies	3136G3LV5	FANNIE MAE	5/26/2016	11/26/2019	1.35	8,950,000	8,950,000	8,950,000	8,898,627
Federal Agencies	3133EGN43	FEDERAL FARM CREDIT BANK	12/2/2016	12/2/2019	1.16	50,000,000	50,000,000	50,000,000	50,249,000
Federal Agencies	3132X0PG0	FARMER MAC	2/10/2017	1/3/2020	1.07	50,000,000	50,000,000	50,000,000	50,134,500
Federal Agencies	3134G9VR5	FREDDIE MAC	7/6/2016	1/6/2020	1.15	25,000,000	25,000,000	25,000,000	24,881,000
Federal Agencies	3134GAT87	FREDDIE MAC	1/27/2017	1/27/2020	1.00	25,000,000	25,000,000	25,000,000	24,990,500
Federal Agencies	3133EG6Y6	FEDERAL FARM CREDIT BANK	2/10/2017	2/10/2020	1.04	25,000,000	25,000,000	25,000,000	25,050,750
Federal Agencies	3133EG6Y6	FEDERAL FARM CREDIT BANK	2/10/2017	2/10/2020	1.04	25,000,000	25,000,000	25,000,000	25,050,750
Federal Agencies	3134GAR22	FREDDIE MAC	2/10/2017	2/10/2020	1.00	25,000,000	24,995,000	24,995,507	24,987,750
Federal Agencies	3134GAY57	FREDDIE MAC	2/14/2017	2/14/2020	1.05	25,000,000	25,000,000	25,000,000	24,999,000
Federal Agencies	3134GAZ84	FREDDIE MAC	2/14/2017	2/14/2020	1.05	25,000,000	24,998,750	24,998,872	24,998,750
Federal Agencies	313378J77	FEDERAL HOME LOAN BANK	5/17/2017	3/13/2020	1.88	15,710,000	15,896,216	15,841,902	15,876,997
Federal Agencies	3134GA6R0	FREDDIE MAC	3/20/2017	3/20/2020	1.25	10,150,000	10,150,000	10,150,000	10,152,030
Federal Agencies	3134GBAH5	FREDDIE MAC	3/20/2017	3/20/2020	1.10	25,000,000	25,000,000	25,000,000	25,008,000
Federal Agencies	3134GBAZ5	FREDDIE MAC	4/21/2017	3/27/2020	1.25	1,375,000	1,376,008	1,374,868	1,374,739
Federal Agencies	3134GBAZ5	FREDDIE MAC	3/27/2017	3/27/2020	1.25	25,000,000	25,000,000	25,000,000	24,995,250
Federal Agencies	3134GBBR2	FREDDIE MAC	3/27/2017	3/27/2020	1.25	25,000,000	25,000,000	25,000,000	25,002,250
Federal Agencies	3136G3TK1	FANNIE MAE	7/6/2016	4/6/2020	1.00	25,000,000	25,000,000	25,000,000	24,944,000

## Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Maturity		Coupon	Par Value	Book Value	Amortized	
			Settle Date	Date				Book Value	Market Value
Federal Agencies	3136G4BL6	FANNIE MAE	10/17/2016	4/17/2020	1.25	15,000,000	15,000,000	15,000,000	14,819,400
Federal Agencies	3134GBFU1	FREDDIE MAC	4/27/2017	4/27/2020	1.75	50,000,000	50,000,000	50,000,000	50,091,500
Federal Agencies	3134GBKQ4	FREDDIE MAC	4/28/2017	5/8/2020	1.74	25,000,000	25,000,000	25,000,000	24,994,500
Federal Agencies	3134GBKW1	FREDDIE MAC	5/8/2017	5/8/2020	1.73	50,000,000	50,000,000	50,000,000	49,993,500
Federal Agencies	3134GBLY6	FREDDIE MAC	5/8/2017	5/8/2020	1.25	25,000,000	25,000,000	25,000,000	24,985,500
Federal Agencies	3134GBP2	FREDDIE MAC	5/30/2017	5/22/2020	1.70	15,750,000	15,750,000	15,750,000	15,755,985
Federal Agencies	3132X0AT8	FARMER MAC	6/5/2015	6/2/2020	1.14	41,000,000	41,000,000	41,000,000	41,157,440
Federal Agencies	3136G3TG0	FANNIE MAE	6/30/2016	6/30/2020	1.15	15,000,000	15,000,000	15,000,000	14,850,750
Federal Agencies	3130A9FR7	FEDERAL HOME LOAN BANK	9/29/2016	9/28/2020	1.19	103,500,000	103,500,000	103,500,000	103,671,810
Federal Agencies	3132X0KR1	FARMER MAC	11/2/2016	11/2/2020	1.20	25,000,000	25,000,000	25,000,000	25,125,750
Federal Agencies	3134GBLR1	FREDDIE MAC	5/25/2017	11/25/2020	1.75	24,715,000	24,712,529	24,712,542	24,730,323
Federal Agencies	3133EGX75	FEDERAL FARM CREDIT BANK	12/21/2016	12/21/2020	1.20	50,000,000	50,000,000	50,000,000	50,226,500
Federal Agencies	3133EFTX5	FEDERAL FARM CREDIT BANK	12/24/2015	12/24/2020	1.36	100,000,000	100,000,000	100,000,000	100,943,000
Federal Agencies	3133EG4T9	FEDERAL FARM CREDIT BANK	1/25/2017	1/25/2021	1.18	20,000,000	20,000,000	20,000,000	20,064,400
Federal Agencies	3133EG4T9	FEDERAL FARM CREDIT BANK	1/25/2017	1/25/2021	1.18	20,000,000	20,000,000	20,000,000	20,064,400
Federal Agencies	3132X0NQ0	FARMER MAC	2/3/2017	2/3/2021	1.12	50,000,000	50,000,000	50,000,000	50,084,000
Federal Agencies	3135G0Q89	FANNIE MAE	10/21/2016	10/7/2021	1.38	25,000,000	25,000,000	25,000,000	24,605,250
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	10/25/2016	10/25/2021	1.38	15,000,000	14,500,000	14,500,000	14,223,195
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	10/25/2016	10/25/2021	1.38	15,000,000	15,000,000	15,000,000	14,713,650
Federal Agencies	3133EGS97	FEDERAL FARM CREDIT BANK	12/8/2016	12/8/2021	1.26	25,000,000	25,000,000	25,000,000	25,183,500
Federal Agencies	3133EGS97	FEDERAL FARM CREDIT BANK	12/8/2016	12/8/2021	1.26	25,000,000	25,000,000	25,000,000	25,183,500
Federal Agencies	3134GAK52	FREDDIE MAC	1/26/2017	1/26/2022	1.13	17,300,000	17,300,000	17,300,000	17,293,426
Federal Agencies	3134GBQ60	FREDDIE MAC	5/25/2017	5/25/2022	2.18	50,000,000	50,000,000	50,000,000	50,072,000
<b>Subtotals</b>					<b>0.99</b>	<b>\$ 4,855,555,000</b>	<b>\$ 4,853,530,914</b>	<b>\$ 4,853,692,170</b>	<b>\$ 4,853,567,631</b>
State/Local Agencies	718814XY7	PHOENIX AZ	9/27/2016	7/1/2017	3.50	\$ 20,000,000	\$ 20,414,800	\$ 20,044,924	\$ 20,039,800
State/Local Agencies	0104105D6	ALABAMA ST	11/4/2016	8/1/2017	3.50	22,185,000	22,643,342	22,288,551	22,277,733
State/Local Agencies	91411SV49	UNIVERSITY OF CALIFORNIA	5/5/2017	8/4/2017	0.00	50,000,000	49,866,028	49,866,028	49,916,444
State/Local Agencies	13063CFC9	CALIFORNIA ST	11/5/2013	11/1/2017	1.75	16,500,000	16,558,905	16,506,186	16,531,680
State/Local Agencies	13063CPN4	CALIFORNIA ST	12/22/2014	11/1/2017	1.25	5,000,000	5,004,550	5,000,666	4,999,550
State/Local Agencies	13063CPN4	CALIFORNIA ST	11/25/2014	11/1/2017	1.25	50,000,000	50,121,500	50,017,341	49,995,500
State/Local Agencies	91412GL52	UNIV OF CALIFORNIA CA REVENUE	6/30/2016	5/15/2018	0.99	2,470,000	2,470,000	2,470,000	2,460,688
State/Local Agencies	546456CY8	LOUISIANA ST CITIZENS PROPERT	11/30/2016	6/1/2018	6.13	4,500,000	4,822,065	4,714,514	4,732,335
State/Local Agencies	646065QQ8	NEW JERSEY ST EDUCNTL FACS A	9/29/2016	7/1/2018	5.00	5,000,000	5,360,700	5,222,620	5,219,300
State/Local Agencies	603786GJ7	MINNEAPOLIS MN REVENUE	12/1/2016	8/1/2018	4.88	1,000,000	1,057,030	1,039,959	1,045,230
State/Local Agencies	13063C4V9	CALIFORNIA ST	11/3/2016	11/1/2018	1.05	50,000,000	50,147,500	50,104,952	49,770,500
State/Local Agencies	13063DAB4	CALIFORNIA ST	4/27/2017	4/1/2019	1.59	23,000,000	23,000,000	23,000,000	23,028,980
State/Local Agencies	13063CKL3	CALIFORNIA ST	10/27/2016	5/1/2019	2.25	4,750,000	4,879,058	4,848,484	4,808,140
State/Local Agencies	91412GL60	UNIV OF CALIFORNIA CA REVENUE	6/30/2016	5/15/2019	1.23	2,000,000	2,000,000	2,000,000	1,979,320
State/Local Agencies	91412GSB2	UNIV OF CALIFORNIA CA REVENUE	10/5/2015	7/1/2019	1.80	4,180,000	4,214,443	4,199,177	4,191,411
State/Local Agencies	91412GSB2	UNIV OF CALIFORNIA CA REVENUE	10/2/2015	7/1/2019	1.80	16,325,000	16,461,640	16,400,911	16,369,567
State/Local Agencies	6055804W6	MISSISSIPPI ST	4/23/2015	10/1/2019	6.09	8,500,000	10,217,510	9,402,169	9,380,515
State/Local Agencies	977100CW4	WISCONSIN ST GEN FUND ANNUAL	8/16/2016	5/1/2020	1.45	18,000,000	18,000,000	18,000,000	17,855,460
State/Local Agencies	13066TY5	CALIFORNIA ST DEPT OF WTR RES	2/6/2017	5/1/2021	1.71	29,139,823	28,646,777	28,683,477	29,176,248
State/Local Agencies	91412GF59	UNIV OF CALIFORNIA CA REVENUE	8/9/2016	5/15/2021	1.91	1,769,000	1,810,695	1,803,602	1,754,123
<b>Subtotals</b>					<b>1.74</b>	<b>\$ 334,318,823</b>	<b>\$ 337,696,544</b>	<b>\$ 335,613,561</b>	<b>\$ 335,532,525</b>

## Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Maturity		Coupon	Par Value	Book Value	Amortized	
			Settle Date	Date				Book Value	Market Value
Public Time Deposits	PP7C0E3S1	UMPQUA BANK	6/29/2016	6/29/2017	0.79	\$ 240,000	\$ 240,000	\$ 240,000	\$ 240,000
Public Time Deposits	PP9I2NRE9	MISSION NATIONAL BK SF	2/21/2017	2/21/2018	1.15	240,000	240,000	240,000	240,000
Public Time Deposits	PP9F2HFF8	TRANS-PAC NATIONAL BK	3/21/2017	3/21/2018	1.35	240,000	240,000	240,000	240,000
Public Time Deposits	PP302GIL3	BANK OF SAN FRANCISCO	4/11/2017	4/11/2018	1.37	240,000	240,000	240,000	240,000
Public Time Deposits	PPA01U877	PREFERRED BANK LA CALIF	5/16/2017	5/16/2018	1.44	240,000	240,000	240,000	240,000
<b>Subtotals</b>					<b>1.22</b>	<b>\$ 1,200,000</b>	<b>\$ 1,200,000</b>	<b>\$ 1,200,000</b>	<b>\$ 1,200,000</b>
Negotiable CDs	06427KWX1	BANK OF MONTREAL CHICAGO	4/11/2017	6/1/2017	1.02	\$ 50,000,000	\$ 50,000,000	\$ 50,000,000	\$ 50,000,179
Negotiable CDs	89113WM60	TORONTO DOMINION BANK NY	4/12/2017	6/1/2017	0.98	25,000,000	25,000,000	25,000,000	25,000,062
Negotiable CDs	06427KLG0	BANK OF MONTREAL CHICAGO	12/19/2016	6/15/2017	1.20	50,000,000	50,000,000	50,000,000	50,006,355
Negotiable CDs	89113WJJ6	TORONTO DOMINION BANK NY	9/9/2016	6/15/2017	1.32	40,000,000	40,000,000	40,000,000	40,007,020
Negotiable CDs	78009NP26	ROYAL BANK OF CANADA NY	1/3/2017	7/3/2017	1.38	50,000,000	50,000,000	50,000,000	50,022,207
Negotiable CDs	89113WD60	TORONTO DOMINION BANK NY	3/21/2017	7/3/2017	1.15	50,000,000	50,000,000	50,000,000	50,011,822
Negotiable CDs	89113WZH2	TORONTO DOMINION BANK NY	3/15/2017	7/3/2017	1.14	50,000,000	50,000,000	50,000,000	50,011,350
Negotiable CDs	06427KVL8	BANK OF MONTREAL CHICAGO	4/4/2017	7/6/2017	1.09	50,000,000	50,000,000	50,000,000	50,009,914
Negotiable CDs	89113WR65	TORONTO DOMINION BANK NY	5/3/2017	8/7/2017	1.06	50,000,000	50,000,000	50,000,000	50,015,959
Negotiable CDs	06427KWM5	BANK OF MONTREAL CHICAGO	4/7/2017	9/18/2017	1.20	50,000,000	50,000,000	50,000,000	50,019,503
Negotiable CDs	06417HUR5	BANK OF NOVA SCOTIA HOUS	9/25/2014	9/25/2017	1.42	50,000,000	50,000,000	50,000,000	50,057,081
Negotiable CDs	06427KW29	BANK OF MONTREAL CHICAGO	4/6/2017	10/16/2017	1.14	50,000,000	50,000,000	50,000,000	50,013,839
Negotiable CDs	89113WH25	TORONTO DOMINION BANK NY	4/6/2017	10/16/2017	1.22	50,000,000	50,000,000	50,000,000	50,028,252
Negotiable CDs	89113WQ99	TORONTO DOMINION BANK NY	12/6/2016	12/6/2017	1.40	50,000,000	50,000,000	50,000,000	50,039,151
Negotiable CDs	06427KJV0	BANK OF MONTREAL CHICAGO	12/6/2016	12/8/2017	1.41	50,000,000	50,000,000	50,000,000	50,041,196
Negotiable CDs	78009NL61	ROYAL BANK OF CANADA NY	12/8/2016	12/8/2017	1.41	50,000,000	50,000,000	50,000,000	50,041,196
Negotiable CDs	78009NM60	ROYAL BANK OF CANADA NY	12/19/2016	12/19/2017	1.45	50,000,000	50,000,000	50,000,000	50,056,234
Negotiable CDs	78009NS56	ROYAL BANK OF CANADA NY	3/20/2017	12/20/2017	1.27	50,000,000	50,000,000	50,000,000	50,005,588
Negotiable CDs	96121T2D9	WESTPAC BANKING CORP NY	12/28/2016	12/28/2017	1.55	50,000,000	50,000,000	50,000,000	50,088,665
Negotiable CDs	06427KY84	BANK OF MONTREAL CHICAGO	5/3/2017	1/29/2018	1.19	25,000,000	25,000,000	25,000,000	24,990,565
Negotiable CDs	78009NT63	ROYAL BANK OF CANADA NY	5/10/2017	5/10/2018	1.47	50,000,000	50,000,000	50,000,000	50,056,057
Negotiable CDs	06427KSW8	BANK OF MONTREAL CHICAGO	3/9/2017	3/8/2019	1.39	27,838,000	27,838,000	27,838,000	27,885,519
<b>Subtotals</b>					<b>1.27</b>	<b>\$ 1,017,838,000</b>	<b>\$ 1,017,838,000</b>	<b>\$ 1,017,838,000</b>	<b>\$ 1,018,407,717</b>
Commercial Paper	06538BT29	BANK TOKYO-MIT UFJ NY	9/7/2016	6/2/2017	0.00	\$ 40,000,000	\$ 39,592,044	\$ 39,592,044	\$ 39,998,989
Commercial Paper	89233GT63	TOYOTA MOTOR CREDIT CORP	9/9/2016	6/6/2017	0.00	25,000,000	24,767,500	24,767,500	24,996,840
Commercial Paper	58934AT97	MERCK & CO INC	5/3/2017	6/9/2017	0.00	50,000,000	49,956,833	49,956,833	49,989,889
Commercial Paper	06538BTC7	BANK TOKYO-MIT UFJ NY	12/15/2016	6/12/2017	0.00	25,000,000	24,839,646	24,839,646	24,993,049
Commercial Paper	06538BTC7	BANK TOKYO-MIT UFJ NY	12/16/2016	6/12/2017	0.00	25,000,000	24,840,542	24,840,542	24,993,049
Commercial Paper	36960LTC9	GENERAL ELECTRIC CO	5/2/2017	6/12/2017	0.00	50,000,000	49,952,736	49,952,736	49,986,097
Commercial Paper	89233GTE6	TOYOTA MOTOR CREDIT CORP	2/2/2017	6/14/2017	0.00	20,000,000	19,922,267	19,922,267	19,993,428
Commercial Paper	06538BTF0	BANK TOKYO-MIT UFJ NY	12/30/2016	6/15/2017	0.00	25,000,000	24,857,354	24,857,354	24,991,153
Commercial Paper	06538BTF0	BANK TOKYO-MIT UFJ NY	1/26/2017	6/15/2017	0.00	25,000,000	24,884,306	24,884,306	24,991,153
Commercial Paper	36164JTF1	GE CAPITAL TREASURY LLC	2/1/2017	6/15/2017	0.00	50,000,000	49,830,639	49,830,639	49,982,306
Commercial Paper	36164JTF1	GE CAPITAL TREASURY LLC	2/2/2017	6/15/2017	0.00	50,000,000	49,831,903	49,831,903	49,982,306
Commercial Paper	89233GTF3	TOYOTA MOTOR CREDIT CORP	2/2/2017	6/15/2017	0.00	30,000,000	29,882,517	29,882,517	29,989,383
Commercial Paper	58934ATL0	MERCK & CO INC	5/8/2017	6/20/2017	0.00	25,000,000	24,974,319	24,974,319	24,987,993
Commercial Paper	58934ATP1	MERCK & CO INC	5/8/2017	6/23/2017	0.00	10,000,000	9,989,011	9,989,011	9,994,439
Commercial Paper	58934ATP1	MERCK & CO INC	5/18/2017	6/23/2017	0.00	17,500,000	17,485,125	17,485,125	17,490,268

## Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Maturity		Coupon	Par Value	Book Value	Amortized	
			Settle Date	Date				Book Value	Market Value
Commercial Paper	89233GTS5	TOYOTA MOTOR CREDIT CORP	12/20/2016	6/26/2017	0.00	50,000,000	49,686,667	49,686,667	49,968,403
Commercial Paper	36164JTU8	GE CAPITAL TREASURY LLC	2/23/2017	6/28/2017	0.00	50,000,000	49,845,486	49,845,486	49,965,875
Commercial Paper	06538BU35	BANK TOKYO-MIT UFJ NY	3/20/2017	7/3/2017	0.00	25,000,000	24,915,417	24,915,417	24,979,778
Commercial Paper	06538BU35	BANK TOKYO-MIT UFJ NY	4/3/2017	7/3/2017	0.00	75,000,000	74,787,667	74,787,667	74,939,333
Commercial Paper	89233GU38	TOYOTA MOTOR CREDIT CORP	3/6/2017	7/3/2017	0.00	25,000,000	24,915,708	24,915,708	24,979,778
Commercial Paper	89233GU38	TOYOTA MOTOR CREDIT CORP	3/3/2017	7/3/2017	0.00	50,000,000	49,822,083	49,822,083	49,959,556
Commercial Paper	59515MU60	MICROSOFT CORP	5/15/2017	7/6/2017	0.00	50,000,000	49,939,333	49,939,333	49,955,764
Commercial Paper	36164JUA0	GE CAPITAL TREASURY LLC	3/27/2017	7/10/2017	0.00	50,000,000	49,858,542	49,858,542	49,950,708
Commercial Paper	71708EUC7	PFIZER INC	4/11/2017	7/12/2017	0.00	21,900,000	21,846,272	21,846,272	21,877,303
Commercial Paper	06538BXW8	BANK TOKYO-MIT UFJ NY	4/21/2017	10/30/2017	0.00	50,000,000	49,632,000	49,632,000	49,773,500
Commercial Paper	89233GZF6	TOYOTA MOTOR CREDIT CORP	4/7/2017	12/15/2017	0.00	50,000,000	49,538,000	49,538,000	49,671,667
<b>Subtotals</b>					<b>0.00</b>	<b>\$ 964,400,000</b>	<b>\$ 960,393,916</b>	<b>\$ 960,393,916</b>	<b>\$ 963,382,005</b>
Medium Term Notes	459200JD4	IBM CORP	2/19/2016	8/18/2017	1.63	\$ 25,000,000	\$ 25,000,000	\$ 25,000,000	\$ 25,027,750
Medium Term Notes	459200GJ4	IBM CORP	3/22/2016	9/14/2017	5.70	1,325,000	1,415,378	1,342,541	1,341,258
Medium Term Notes	911312AP1	UNITED PARCEL SERVICE	1/28/2016	10/1/2017	1.13	2,000,000	2,003,780	2,000,754	1,998,900
Medium Term Notes	459200HK0	IBM CORP	5/6/2016	2/8/2018	1.25	11,450,000	11,519,616	11,477,283	11,444,390
Medium Term Notes	89236TDN2	TOYOTA MOTOR CREDIT CORP	1/9/2017	1/9/2019	1.42	50,000,000	50,000,000	50,000,000	50,125,000
<b>Subtotals</b>					<b>1.49</b>	<b>\$ 89,775,000</b>	<b>\$ 89,938,774</b>	<b>\$ 89,820,578</b>	<b>\$ 89,937,297</b>
Money Market Funds	09248U718	BLACKROCK LIQ INST GOV FUND	5/31/2017	6/1/2017	0.65	\$ 5,025,037	\$ 5,025,037	\$ 5,025,037	\$ 5,025,037
Money Market Funds	31607A703	FIDELITY INST GOV FUND	5/31/2017	6/1/2017	0.67	151,201,105	151,201,105	151,201,105	151,201,105
Money Market Funds	61747C707	MORGAN STANLEY INST GOVT FUN	5/31/2017	6/1/2017	0.66	75,502,991	75,502,991	75,502,991	75,502,991
<b>Subtotals</b>					<b>0.66</b>	<b>\$ 231,729,132</b>	<b>\$ 231,729,132</b>	<b>\$ 231,729,132</b>	<b>\$ 231,729,132</b>
Supranationals	45905UXQ2	INTL BK RECON & DEVELOP	7/27/2016	1/26/2018	1.15	\$ 25,000,000	\$ 25,000,000	\$ 25,000,000	\$ 25,010,500
Supranationals	45950VFH4	INTL FINANCE CORP	11/15/2016	2/2/2018	1.01	30,000,000	29,967,600	29,982,049	29,994,300
Supranationals	45950VKP0	INTL FINANCE CORP	3/6/2017	3/6/2018	1.04	50,000,000	50,000,000	50,000,000	50,000,000
Supranationals	459058ER0	INTL BK RECON & DEVELOP	10/7/2015	10/5/2018	1.00	25,000,000	24,957,500	24,980,926	24,882,750
Supranationals	459058FZ1	INTL BK RECON & DEVELOP	3/21/2017	4/21/2020	1.88	50,000,000	49,956,500	49,959,279	50,396,000
Supranationals	4581X0CX4	INTER-AMERICAN DEVEL BK	4/12/2017	5/12/2020	1.63	25,000,000	24,940,750	24,943,381	25,011,500
<b>Subtotals</b>					<b>1.32</b>	<b>\$ 205,000,000</b>	<b>\$ 204,822,350</b>	<b>\$ 204,865,634</b>	<b>\$ 205,295,050</b>
<b>Grand Totals</b>					<b>0.33</b>	<b>\$ 9174,815,956</b>	<b>\$ 9,167,589,495</b>	<b>\$ 9,166,253,924</b>	<b>\$ 9,174,732,607</b>

## Monthly Investment Earnings Pooled Fund

For month ended May 31, 2017

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort Expense	Realized Gain/(Loss)	Earned/Net Earnings
U.S. Treasuries	912796LE7	TREASURY BILL	\$ 25,000,000	0.00	0.73	3/7/17	6/15/17	\$ 15,737	\$ -	\$ -	\$ 15,737
U.S. Treasuries	912796LE7	TREASURY BILL	175,000,000	0.00	0.78	3/16/17	6/15/17	117,542	-	-	117,542
U.S. Treasuries	912828WP1	US TSY NT	50,000,000	0.88	0.55	2/3/17	6/15/17	37,260	(13,761)	-	23,499
U.S. Treasuries	912796JX8	TREASURY BILL	125,000,000	0.00	0.76	3/23/17	6/22/17	81,806	-	-	81,806
U.S. Treasuries	912796LF4	TREASURY BILL	300,000,000	0.00	0.78	3/30/17	6/29/17	201,500	-	-	201,500
U.S. Treasuries	912796LG2	TREASURY BILL	150,000,000	0.00	0.79	4/6/17	7/6/17	102,041	-	-	102,041
U.S. Treasuries	912796LK3	TREASURY BILL	125,000,000	0.00	0.83	4/13/17	7/13/17	88,802	-	-	88,802
U.S. Treasuries	912828TM2	US TSY NT	100,000,000	0.63	0.96	12/15/15	8/31/17	52,649	28,094	-	80,743
U.S. Treasuries	912796LW7	TREASURY BILL	75,000,000	0.00	0.91	4/6/17	10/5/17	58,771	-	-	58,771
U.S. Treasuries	912796KR9	TREASURY BILL	75,000,000	0.00	0.95	4/13/17	10/12/17	61,354	-	-	61,354
U.S. Treasuries	912828M72	US TSY NT	50,000,000	0.88	1.00	12/17/15	11/30/17	37,253	5,258	-	42,511
U.S. Treasuries	912828M72	US TSY NT	50,000,000	0.88	1.00	12/17/15	11/30/17	37,253	5,088	-	42,341
U.S. Treasuries	912796LX5	TREASURY BILL	25,000,000	0.00	1.07	4/27/17	4/26/18	22,819	-	-	22,819
U.S. Treasuries	912828T67	US TSY NT	50,000,000	1.25	1.43	11/10/16	10/31/21	52,649	7,268	-	59,918
U.S. Treasuries	912828U65	US TSY NT	100,000,000	1.75	1.90	12/13/16	11/30/21	149,012	11,755	-	160,768
<b>Subtotals</b>			<b>\$1,475,000,000</b>					<b>\$ 1,116,449</b>	<b>\$ 43,702</b>	<b>\$ -</b>	<b>\$ 1,160,151</b>

Federal Agencies	313385FB7	FED HOME LN DISCOUNT NT	\$ -	0.00	0.75	5/1/17	5/2/17	\$ 1,250	\$ -	\$ -	\$ 1,250
Federal Agencies	313385FB7	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/1/17	5/2/17	1,042	-	-	1,042
Federal Agencies	313385FB7	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/1/17	5/2/17	1,042	-	-	1,042
Federal Agencies	313385FB7	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/1/17	5/2/17	1,042	-	-	1,042
Federal Agencies	313385FC5	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/2/17	5/3/17	1,042	-	-	1,042
Federal Agencies	313385FC5	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/2/17	5/3/17	1,042	-	-	1,042
Federal Agencies	313385FC5	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/2/17	5/3/17	1,042	-	-	1,042
Federal Agencies	313385FC5	FED HOME LN DISCOUNT NT	-	0.00	0.72	4/28/17	5/3/17	532	-	-	532
Federal Agencies	313385FD3	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/3/17	5/4/17	1,042	-	-	1,042
Federal Agencies	313385FD3	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/3/17	5/4/17	521	-	-	521
Federal Agencies	313385FE1	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/4/17	5/5/17	1,042	-	-	1,042
Federal Agencies	313385FE1	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/4/17	5/5/17	1,042	-	-	1,042
Federal Agencies	313385FH4	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/5/17	5/8/17	3,125	-	-	3,125
Federal Agencies	313385FH4	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/5/17	5/8/17	3,125	-	-	3,125
Federal Agencies	313385FH4	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/5/17	5/8/17	3,125	-	-	3,125
Federal Agencies	313385FJ0	FED HOME LN DISCOUNT NT	-	0.00	0.74	5/8/17	5/9/17	1,028	-	-	1,028
Federal Agencies	313385FJ0	FED HOME LN DISCOUNT NT	-	0.00	0.74	5/8/17	5/9/17	514	-	-	514
Federal Agencies	313385FK7	FED HOME LN DISCOUNT NT	-	0.00	0.74	4/27/17	5/10/17	7,978	-	-	7,978
Federal Agencies	313385FK7	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/9/17	5/10/17	1,042	-	-	1,042
Federal Agencies	3137EADF3	FREDDIE MAC	-	1.25	1.14	5/14/12	5/12/17	9,549	(802)	-	8,747
Federal Agencies	313385FQ4	FED HOME LN DISCOUNT NT	-	0.00	0.72	5/10/17	5/15/17	2,500	-	-	2,500
Federal Agencies	313385FR2	FED HOME LN DISCOUNT NT	-	0.00	0.75	4/27/17	5/16/17	8,750	-	-	8,750
Federal Agencies	313385FR2	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/15/17	5/16/17	1,042	-	-	1,042
Federal Agencies	313385FR2	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/15/17	5/16/17	865	-	-	865
Federal Agencies	313385FS0	FED HOME LN DISCOUNT NT	-	0.00	0.75	4/26/17	5/17/17	8,333	-	-	8,333
Federal Agencies	313385FS0	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/16/17	5/17/17	1,042	-	-	1,042
Federal Agencies	313385FS0	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/16/17	5/17/17	1,042	-	-	1,042
Federal Agencies	313385FT8	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/17/17	5/18/17	1,042	-	-	1,042
Federal Agencies	313385FT8	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/17/17	5/18/17	1,042	-	-	1,042
Federal Agencies	313385FU5	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/18/17	5/19/17	1,042	-	-	1,042
Federal Agencies	313385FU5	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/18/17	5/19/17	833	-	-	833
Federal Agencies	313385FX9	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/19/17	5/22/17	3,125	-	-	3,125

## Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Federal Agencies	313385FY7	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/22/17	5/23/17	1,042	-	-	1,042
Federal Agencies	3130A1NN4	FEDERAL HOME LOAN BANK	-	0.88	0.58	9/26/16	5/24/17	7,826	(2,610)	-	5,217
Federal Agencies	313385FZ4	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/23/17	5/24/17	521	-	-	521
Federal Agencies	313385GA8	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/24/17	5/25/17	1,042	-	-	1,042
Federal Agencies	313385GB6	FED HOME LN DISCOUNT NT	-	0.00	0.55	2/27/17	5/26/17	19,201	-	-	19,201
Federal Agencies	313385GF7	FED HOME LN DISCOUNT NT	-	0.00	0.73	5/26/17	5/30/17	4,056	-	-	4,056
Federal Agencies	313385GG5	FED HOME LN DISCOUNT NT	-	0.00	0.75	5/4/17	5/31/17	28,163	-	-	28,163
Federal Agencies	313589GH0	FANNIE DISCOUNT NOTE	50,000,000	0.00	0.70	5/31/17	6/1/17	972	-	-	972
Federal Agencies	313385GJ9	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.73	3/3/17	6/2/17	31,538	-	-	31,538
Federal Agencies	31315PZQ5	FARMER MAC	9,000,000	1.11	0.80	12/28/12	6/5/17	8,325	(2,337)	-	5,988
Federal Agencies	313385GM2	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.56	2/28/17	6/5/17	23,896	-	-	23,896
Federal Agencies	313385GQ3	FED HOME LN DISCOUNT NT	55,000,000	0.00	0.73	5/26/17	6/8/17	6,692	-	-	6,692
Federal Agencies	313379FW4	FEDERAL HOME LOAN BANK	12,000,000	1.00	0.93	12/19/14	6/9/17	10,000	(713)	-	9,287
Federal Agencies	313379FW4	FEDERAL HOME LOAN BANK	20,600,000	1.00	1.02	12/29/15	6/9/17	17,167	351	-	17,517
Federal Agencies	3130A3SL9	FEDERAL HOME LOAN BANK	25,000,000	0.95	1.02	12/30/14	6/15/17	19,792	1,389	-	21,181
Federal Agencies	3133EAUW6	FEDERAL FARM CREDIT BANK	50,000,000	1.13	1.13	6/19/12	6/19/17	48,542	-	-	48,542
Federal Agencies	313385HJ8	FED HOME LN DISCOUNT NT	17,435,000	0.00	0.80	5/8/17	6/26/17	9,241	-	-	9,241
Federal Agencies	313385HJ8	FED HOME LN DISCOUNT NT	25,000,000	0.00	0.79	4/25/17	6/26/17	17,007	-	-	17,007
Federal Agencies	3133EEGH7	FEDERAL FARM CREDIT BANK	8,400,000	0.93	0.94	12/26/14	6/26/17	6,510	91	-	6,601
Federal Agencies	3137EADH9	FREDDIE MAC	15,000,000	1.00	0.78	5/25/16	6/29/17	12,500	(2,778)	-	9,722
Federal Agencies	3137EADH9	FREDDIE MAC	25,000,000	1.00	1.10	3/25/14	6/29/17	20,833	2,064	-	22,898
Federal Agencies	313385HN9	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.83	5/8/17	6/30/17	27,667	-	-	27,667
Federal Agencies	3134G5W50	FREDDIE MAC	50,000,000	1.00	1.00	12/30/14	6/30/17	41,667	-	-	41,667
Federal Agencies	313385HR0	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.56	3/2/17	7/3/17	24,111	-	-	24,111
Federal Agencies	313385HT6	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.85	5/10/17	7/5/17	25,972	-	-	25,972
Federal Agencies	313385JA5	FED HOME LN DISCOUNT NT	25,000,000	0.00	0.87	5/22/17	7/12/17	6,007	-	-	6,007
Federal Agencies	313385JK3	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.93	5/30/17	7/21/17	2,583	-	-	2,583
Federal Agencies	3133ECV92	FEDERAL FARM CREDIT BANK	50,000,000	1.07	1.07	7/24/13	7/24/17	44,732	-	-	44,732
Federal Agencies	3133ECV92	FEDERAL FARM CREDIT BANK	23,520,000	1.17	1.17	8/5/13	7/26/17	23,626	-	-	23,626
Federal Agencies	3135G0F24	FANNIE MAE	25,000,000	1.00	1.08	9/16/15	8/16/17	21,595	215	-	21,810
Federal Agencies	3133EEFX3	FEDERAL FARM CREDIT BANK	50,000,000	1.07	1.07	12/23/14	8/23/17	45,066	-	-	45,066
Federal Agencies	3135G0MZ3	FANNIE MAE	14,000,000	0.88	0.94	5/8/17	8/28/17	7,826	570	-	8,396
Federal Agencies	313370S22	FEDERAL HOME LOAN BANK	3,470,000	2.25	0.94	4/7/17	9/8/17	6,506	(3,807)	-	2,699
Federal Agencies	3137EADL0	FREDDIE MAC	25,000,000	1.00	1.22	3/25/14	9/29/17	20,833	4,631	-	25,465
Federal Agencies	3135G0F57	FANNIE MAE	25,000,000	1.00	1.07	10/5/15	10/5/17	21,541	324	-	21,865
Federal Agencies	3133EETS9	FEDERAL FARM CREDIT BANK	30,000,000	1.03	1.03	9/25/15	10/19/17	26,564	(25)	-	26,539
Federal Agencies	3130A6LZ8	FEDERAL HOME LOAN BANK	25,000,000	0.63	0.82	4/28/16	10/26/17	13,021	4,003	-	17,024
Federal Agencies	3133EEBR0	FEDERAL FARM CREDIT BANK	25,000,000	1.02	1.11	11/18/14	11/13/17	21,947	318	-	22,265
Federal Agencies	3133EEJ76	FEDERAL FARM CREDIT BANK	25,000,000	1.14	1.21	8/20/15	11/13/17	24,101	323	-	24,424
Federal Agencies	3134G44F2	FREDDIE MAC	50,000,000	0.80	0.80	5/21/13	11/21/17	33,333	-	-	33,333
Federal Agencies	3130A3HF4	FEDERAL HOME LOAN BANK	25,000,000	1.13	1.19	12/22/14	12/8/17	23,438	1,275	-	24,712
Federal Agencies	313385QF6	FED HOME LN DISCOUNT NT	50,000,000	0.00	1.01	4/7/17	12/8/17	43,056	-	-	43,056
Federal Agencies	3137EADX4	FREDDIE MAC	25,000,000	1.00	1.06	12/11/15	12/15/17	20,833	1,307	-	22,141
Federal Agencies	3133EEFE5	FEDERAL FARM CREDIT BANK	50,000,000	1.13	1.18	12/19/14	12/18/17	46,875	2,421	-	49,296
Federal Agencies	3133EEMH0	FEDERAL FARM CREDIT BANK	4,000,000	1.05	1.06	5/27/15	2/2/18	3,598	16	-	3,615
Federal Agencies	3133EEMH0	FEDERAL FARM CREDIT BANK	35,000,000	1.05	1.13	2/2/15	2/2/18	31,483	597	-	32,080
Federal Agencies	3133EEAN0	FEDERAL FARM CREDIT BANK	25,000,000	1.03	1.08	11/5/14	2/5/18	22,186	215	-	22,402
Federal Agencies	3133EEAN0	FEDERAL FARM CREDIT BANK	25,000,000	1.03	1.03	11/5/14	2/5/18	22,186	-	-	22,186
Federal Agencies	3133EEAN0	FEDERAL FARM CREDIT BANK	50,000,000	1.03	1.08	11/5/14	2/5/18	44,373	429	-	44,802
Federal Agencies	3133EFNK9	FEDERAL FARM CREDIT BANK	25,000,000	1.07	1.10	11/9/15	2/9/18	23,103	214	-	23,317
Federal Agencies	3132X0JL6	FARMER MAC	50,000,000	0.88	0.88	9/1/16	3/1/18	36,458	-	-	36,458



## Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Federal Agencies	313313TY4	FED FARM CRD DISCOUNT NT	25,000,000	0.00	1.08	4/18/17	3/7/18	23,035	-	-	23,035
Federal Agencies	313313TY4	FED FARM CRD DISCOUNT NT	25,000,000	0.00	1.08	4/18/17	3/7/18	23,035	-	-	23,035
Federal Agencies	3133EEN71	FEDERAL FARM CREDIT BANK	50,000,000	1.04	1.06	5/22/15	3/22/18	44,360	225	-	44,585
Federal Agencies	3133EEQ86	FEDERAL FARM CREDIT BANK	50,000,000	1.01	1.06	5/29/15	3/26/18	43,375	646	-	44,021
Federal Agencies	3133EEQ86	FEDERAL FARM CREDIT BANK	50,000,000	1.01	1.06	5/27/15	3/26/18	43,375	645	-	44,020
Federal Agencies	3133EFW68	FEDERAL FARM CREDIT BANK	25,000,000	1.19	1.21	1/26/16	3/26/18	24,954	110	-	25,064
Federal Agencies	3137EAEA3	FREDDIE MAC	25,000,000	0.75	0.94	2/8/17	4/9/18	15,625	4,030	-	19,655
Federal Agencies	3133EEZC7	FEDERAL FARM CREDIT BANK	50,000,000	1.04	1.06	4/16/15	4/16/18	44,913	214	-	45,127
Federal Agencies	3132X0SB8	FARMER MAC	50,000,000	1.25	1.25	4/19/17	4/19/18	52,083	-	-	52,083
Federal Agencies	31331KJB7	FEDERAL FARM CREDIT BANK	14,230,000	3.00	0.94	2/2/16	4/25/18	35,575	(24,639)	-	10,936
Federal Agencies	3133EEU40	FEDERAL FARM CREDIT BANK	69,000,000	1.04	1.04	6/3/15	5/3/18	61,449	149	-	61,598
Federal Agencies	3134GAXQ2	FREDDIE MAC	-	0.63	0.65	11/30/16	5/15/18	6,076	(2,433)	8,500	12,143
Federal Agencies	3135G0WJ8	FANNIE MAE	25,000,000	0.88	1.05	5/23/13	5/21/18	18,229	3,629	-	21,858
Federal Agencies	3130A8VL4	FEDERAL HOME LOAN BANK	10,000,000	1.00	1.00	8/24/16	5/24/18	8,333	-	-	8,333
Federal Agencies	3130A8VL4	FEDERAL HOME LOAN BANK	25,000,000	1.00	1.00	8/24/16	5/24/18	20,833	-	-	20,833
Federal Agencies	3134G9HL4	FREDDIE MAC	10,000,000	1.00	1.03	5/25/16	5/25/18	8,333	212	-	8,546
Federal Agencies	313385XL5	FED HOME LN DISCOUNT NT	50,000,000	0.00	1.25	5/30/17	5/30/18	3,417	-	-	3,417
Federal Agencies	3133EFTC2	FEDERAL FARM CREDIT BANK	25,000,000	1.05	1.05	9/8/15	6/8/18	22,540	-	-	22,540
Federal Agencies	3133EFTC2	FEDERAL FARM CREDIT BANK	50,000,000	1.05	1.05	9/8/15	6/8/18	45,080	-	-	45,080
Federal Agencies	3133EEW48	FEDERAL FARM CREDIT BANK	50,000,000	1.03	1.04	6/11/15	6/11/18	44,521	113	-	44,634
Federal Agencies	3133EFSH1	FEDERAL FARM CREDIT BANK	25,000,000	1.17	1.25	12/18/15	6/14/18	24,375	1,628	-	26,003
Federal Agencies	3133EGGC3	FEDERAL FARM CREDIT BANK	25,000,000	1.13	1.13	6/20/16	6/20/18	24,099	-	-	24,099
Federal Agencies	3132X0LZ2	FARMER MAC	25,000,000	1.07	1.07	12/22/16	6/22/18	22,718	-	-	22,718
Federal Agencies	3134G9RZ2	FREDDIE MAC	8,950,000	1.00	1.00	6/22/16	6/22/18	7,458	-	-	7,458
Federal Agencies	3134G9UY1	FREDDIE MAC	25,000,000	1.00	1.00	6/29/16	6/29/18	20,833	-	-	20,833
Federal Agencies	3134G9UY1	FREDDIE MAC	25,000,000	1.00	1.00	6/29/16	6/29/18	20,833	-	-	20,833
Federal Agencies	3133EGBQ7	FEDERAL FARM CREDIT BANK	25,000,000	1.13	1.13	5/19/16	7/19/18	24,289	-	-	24,289
Federal Agencies	3133EGBQ7	FEDERAL FARM CREDIT BANK	25,000,000	1.13	1.13	5/19/16	7/19/18	24,289	-	-	24,289
Federal Agencies	3130A8U50	FEDERAL HOME LOAN BANK	22,250,000	0.83	0.89	7/29/16	7/25/18	15,390	1,144	-	16,533
Federal Agencies	3134G9Q67	FREDDIE MAC	25,000,000	1.05	1.06	7/27/16	7/27/18	21,875	265	-	22,140
Federal Agencies	3134G9Q67	FREDDIE MAC	25,000,000	1.05	1.05	7/27/16	7/27/18	21,875	-	-	21,875
Federal Agencies	3133EGFQ3	FEDERAL FARM CREDIT BANK	25,000,000	0.88	0.91	9/21/16	9/14/18	18,229	815	-	19,044
Federal Agencies	3130A9C90	FEDERAL HOME LOAN BANK	25,000,000	1.05	1.05	9/28/16	9/28/18	21,875	-	-	21,875
Federal Agencies	3133EGFK6	FEDERAL FARM CREDIT BANK	25,000,000	1.13	1.13	6/17/16	10/17/18	24,267	-	-	24,267
Federal Agencies	3133EGFK6	FEDERAL FARM CREDIT BANK	25,000,000	1.13	1.13	6/17/16	10/17/18	24,267	-	-	24,267
Federal Agencies	3134GAVU5	FREDDIE MAC	-	0.63	0.65	1/26/17	11/16/18	2,078	(460)	3,192	4,810
Federal Agencies	313376BR5	FEDERAL HOME LOAN BANK	15,000,000	1.75	1.31	12/20/16	12/14/18	21,875	(5,453)	-	16,422
Federal Agencies	3133EGDM4	FEDERAL FARM CREDIT BANK	25,000,000	1.16	1.16	6/2/16	1/2/19	24,856	-	-	24,856
Federal Agencies	3133EG2V6	FEDERAL FARM CREDIT BANK	25,000,000	1.05	1.05	1/3/17	1/3/19	22,480	-	-	22,480
Federal Agencies	3134GAH23	FREDDIE MAC	25,000,000	1.00	1.00	1/17/17	1/17/19	20,833	-	-	20,833
Federal Agencies	3130A8VZ3	FEDERAL HOME LOAN BANK	25,000,000	1.05	1.05	7/28/16	1/25/19	21,875	-	-	21,875
Federal Agencies	3132X0EK3	FARMER MAC	25,000,000	1.26	1.26	1/25/16	1/25/19	27,044	-	-	27,044
Federal Agencies	3134GAS39	FREDDIE MAC	25,000,000	1.00	1.00	2/1/17	2/1/19	20,833	-	-	20,833
Federal Agencies	3130AANW4	FEDERAL HOME LOAN BANK	25,000,000	0.63	0.63	2/14/17	2/14/19	13,021	-	-	13,021
Federal Agencies	3133EGBU8	FEDERAL FARM CREDIT BANK	50,000,000	1.20	1.20	5/25/16	2/25/19	50,505	-	-	50,505
Federal Agencies	3136G2Y68	FANNIE MAE	-	1.00	1.03	2/26/16	2/26/19	11,066	(3,126)	7,968	15,908
Federal Agencies	3132X0ED9	FARMER MAC	40,000,000	1.22	1.22	1/19/16	3/19/19	42,084	-	-	42,084
Federal Agencies	3134GBAK8	FREDDIE MAC	25,000,000	1.05	1.05	3/20/17	3/20/19	21,875	-	-	21,875
Federal Agencies	3136G3FC4	FANNIE MAE	6,250,000	1.00	1.00	3/29/16	3/29/19	5,208	-	-	5,208
Federal Agencies	3134GBFR8	FREDDIE MAC	25,000,000	1.40	1.40	4/5/17	4/5/19	29,167	-	-	29,167
Federal Agencies	3136G3QP3	FANNIE MAE	10,000,000	1.25	1.25	5/24/16	5/24/19	10,417	-	-	10,417

May 31, 2017

City and County of San Francisco

## Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Goupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Federal Agencies	3130ABF92	FEDERAL HOME LOAN BANK	30,000,000	1.38	1.47	5/12/17	5/28/19	21,771	1,520	-	23,291
Federal Agencies	3133EHLG6	FEDERAL FARM CREDIT BANK	27,000,000	1.32	1.35	5/30/17	5/30/19	990	44	-	1,034
Federal Agencies	3134G9LF2	FREDDIE MAC	75,000,000	0.75	0.75	6/7/16	6/7/19	46,875	-	-	46,875
Federal Agencies	3136G3NK7	FANNIE MAE	25,000,000	1.00	1.01	6/7/16	6/7/19	20,833	106	-	20,939
Federal Agencies	3136G3NM3	FANNIE MAE	50,000,000	0.75	0.75	6/7/16	6/7/19	31,250	-	-	31,250
Federal Agencies	3134G9QN0	FREDDIE MAC	12,500,000	0.88	0.88	6/14/16	6/14/19	9,115	-	-	9,115
Federal Agencies	3134G9QW0	FREDDIE MAC	50,000,000	1.28	1.28	6/14/16	6/14/19	53,333	-	-	53,333
Federal Agencies	3134G9YR2	FREDDIE MAC	50,000,000	1.00	1.00	7/12/16	7/12/19	41,667	-	-	41,667
Federal Agencies	3133EGED3	FEDERAL FARM CREDIT BANK	25,000,000	1.18	1.18	6/9/16	8/9/19	25,363	-	-	25,363
Federal Agencies	3133EGED3	FEDERAL FARM CREDIT BANK	25,000,000	1.18	1.18	6/9/16	8/9/19	25,363	-	-	25,363
Federal Agencies	3134G94F1	FREDDIE MAC	25,000,000	1.00	1.00	8/15/16	8/15/19	20,833	-	-	20,833
Federal Agencies	3133EGX67	FEDERAL FARM CREDIT BANK	50,000,000	1.13	1.13	12/20/16	8/20/19	48,197	-	-	48,197
Federal Agencies	3135G0P23	FANNIE MAE	20,000,000	1.25	1.25	8/30/16	8/23/19	20,833	-	-	20,833
Federal Agencies	3136G3X59	FANNIE MAE	25,000,000	1.10	1.10	8/23/16	8/23/19	22,917	-	-	22,917
Federal Agencies	3134G9GS0	FREDDIE MAC	25,000,000	1.25	1.25	5/26/16	8/26/19	26,042	-	-	26,042
Federal Agencies	3134GAHR8	FREDDIE MAC	25,000,000	1.00	1.00	9/23/16	9/23/19	20,833	-	-	20,833
Federal Agencies	3135G0Q30	FANNIE MAE	50,000,000	1.18	1.18	10/21/16	9/27/19	49,167	-	-	49,167
Federal Agencies	3132X0KH3	FARMER MAC	50,000,000	1.16	1.16	10/6/16	10/1/19	49,842	-	-	49,842
Federal Agencies	3134G8TG4	FREDDIE MAC	15,000,000	1.50	1.50	4/11/16	10/11/19	18,750	-	-	18,750
Federal Agencies	3134GAPT5	FREDDIE MAC	10,000,000	1.00	1.00	10/18/16	10/18/19	8,333	-	-	8,333
Federal Agencies	3136G4FJ7	FANNIE MAE	25,000,000	1.20	1.20	10/25/16	10/25/19	25,000	-	-	25,000
Federal Agencies	3136G4EZ2	FANNIE MAE	50,000,000	1.13	1.16	10/28/16	10/30/19	46,875	1,413	-	48,288
Federal Agencies	3134GAVL5	FREDDIE MAC	100,000,000	1.17	1.17	11/4/16	11/4/19	96,083	-	-	96,083
Federal Agencies	3136G3LV5	FANNIE MAE	8,950,000	1.35	1.35	5/26/16	11/26/19	10,069	-	-	10,069
Federal Agencies	3133EGN43	FEDERAL FARM CREDIT BANK	50,000,000	1.16	1.16	12/2/16	12/2/19	49,712	-	-	49,712
Federal Agencies	3132X0PG0	FARMER MAC	50,000,000	1.07	1.07	2/10/17	1/3/20	45,820	-	-	45,820
Federal Agencies	3134G9VR5	FREDDIE MAC	25,000,000	1.15	1.15	7/6/16	1/6/20	23,958	-	-	23,958
Federal Agencies	3134GAT87	FREDDIE MAC	25,000,000	1.00	1.00	1/27/17	1/27/20	20,833	-	-	20,833
Federal Agencies	3133EG6Y6	FEDERAL FARM CREDIT BANK	25,000,000	1.04	1.04	2/10/17	2/10/20	22,448	-	-	22,448
Federal Agencies	3133EG6Y6	FEDERAL FARM CREDIT BANK	25,000,000	1.04	1.04	2/10/17	2/10/20	22,448	-	-	22,448
Federal Agencies	3134GAR22	FREDDIE MAC	25,000,000	1.00	1.01	2/10/17	2/10/20	20,833	142	-	20,975
Federal Agencies	3134GAY57	FREDDIE MAC	25,000,000	1.05	1.05	2/14/17	2/14/20	21,875	-	-	21,875
Federal Agencies	3134GAZ64	FREDDIE MAC	25,000,000	1.05	1.05	2/14/17	2/14/20	21,875	-	35	21,910
Federal Agencies	313378J77	FEDERAL HOME LOAN BANK	15,710,000	1.88	1.56	5/17/17	3/13/20	11,455	(1,947)	-	9,508
Federal Agencies	3134GA6R0	FREDDIE MAC	10,150,000	1.25	1.25	3/20/17	3/20/20	10,573	-	-	10,573
Federal Agencies	3134GBA55	FREDDIE MAC	25,000,000	1.10	1.10	3/20/17	3/20/20	22,917	-	-	22,917
Federal Agencies	3134GBAZ5	FREDDIE MAC	1,375,000	1.25	1.25	4/21/17	3/27/20	1,432	4	-	1,436
Federal Agencies	3134GBAZ5	FREDDIE MAC	25,000,000	1.25	1.25	3/27/17	3/27/20	26,042	-	-	26,042
Federal Agencies	3134GBBR2	FREDDIE MAC	25,000,000	1.25	1.25	3/27/17	3/27/20	26,042	-	-	26,042
Federal Agencies	3136G3TK1	FANNIE MAE	25,000,000	1.00	1.00	7/6/16	4/6/20	20,833	-	-	20,833
Federal Agencies	3136G4BL6	FANNIE MAE	15,000,000	1.25	1.25	10/17/16	4/17/20	15,625	-	-	15,625
Federal Agencies	3134GBFU1	FREDDIE MAC	50,000,000	1.75	1.75	4/27/17	4/27/20	72,917	-	-	72,917
Federal Agencies	3134GBKQ4	FREDDIE MAC	25,000,000	1.74	1.74	4/28/17	5/8/20	36,250	-	-	36,250
Federal Agencies	3134GBKW1	FREDDIE MAC	50,000,000	1.73	1.73	5/8/17	5/8/20	55,264	-	-	55,264
Federal Agencies	3134GBLY6	FREDDIE MAC	25,000,000	1.25	1.25	5/8/17	5/8/20	19,965	-	-	19,965
Federal Agencies	3134GBPB2	FREDDIE MAC	15,750,000	1.70	1.70	5/30/17	5/22/20	744	-	-	744
Federal Agencies	3132X0AT8	FARMER MAC	41,000,000	1.14	1.14	6/5/15	6/2/20	40,058	-	-	40,058
Federal Agencies	3136G3TG0	FANNIE MAE	15,000,000	1.15	1.15	6/30/16	6/30/20	14,375	-	-	14,375
Federal Agencies	3130A9FR7	FEDERAL HOME LOAN BANK	103,500,000	1.19	1.19	9/29/16	9/28/20	102,456	-	-	102,456
Federal Agencies	3132X0KR1	FARMER MAC	25,000,000	1.20	1.20	11/2/16	11/2/20	25,717	-	-	25,717
Federal Agencies	3134GBLR1	FREDDIE MAC	24,715,000	1.75	1.75	5/25/17	11/25/20	7,209	14	-	7,223

## Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Goupon	YTM	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Federal Agencies	3133EGX75	FEDERAL FARM CREDIT BANK	50,000,000	1.20	1.20	12/21/16	12/21/20	51,141	-	-	51,141
Federal Agencies	3133EFTX5	FEDERAL FARM CREDIT BANK	100,000,000	1.36	1.36	12/24/15	12/24/20	114,435	-	-	114,435
Federal Agencies	3133EG4T9	FEDERAL FARM CREDIT BANK	20,000,000	1.18	1.18	1/25/17	1/25/21	19,944	-	-	19,944
Federal Agencies	3133EG4T9	FEDERAL FARM CREDIT BANK	20,000,000	1.18	1.18	1/25/17	1/25/21	19,944	-	-	19,944
Federal Agencies	3132X0NQ0	FARMER MAC	50,000,000	1.12	1.12	2/3/17	2/3/21	47,973	-	-	47,973
Federal Agencies	3135G0Q89	FANNIE MAE	25,000,000	1.38	1.38	10/21/16	10/7/21	28,646	-	-	28,646
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	14,500,000	1.38	1.38	10/25/16	10/25/21	16,615	-	-	16,615
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	15,000,000	1.38	1.38	10/25/16	10/25/21	17,188	-	-	17,188
Federal Agencies	3133EGS97	FEDERAL FARM CREDIT BANK	25,000,000	1.26	1.26	12/8/16	12/8/21	27,169	-	-	27,169
Federal Agencies	3133EGS97	FEDERAL FARM CREDIT BANK	25,000,000	1.26	1.26	12/8/16	12/8/21	27,169	-	-	27,169
Federal Agencies	3134GAK52	FREDDIE MAC	17,300,000	1.13	1.13	1/26/17	1/26/22	16,219	-	-	16,219
Federal Agencies	3134GBQ60	FREDDIE MAC	50,000,000	2.18	2.18	5/25/17	5/25/22	18,167	-	-	18,167
<b>Subtotals</b>			<b>\$4,855,555,000</b>					<b>\$4,279,660</b>	<b>\$ (13,273)</b>	<b>\$ 19,660</b>	<b>\$ 4,286,048</b>
State/Local Agencies	91411SS50	UNIVERSITY OF CALIFORNIA	\$ -	0.00	0.88	2/6/17	5/5/17	\$ 4,889	\$ -	\$ -	\$ 4,889
State/Local Agencies	91412GL45	UNIV OF CALIFORNIA CA REVENUE	-	0.65	0.65	6/30/16	5/15/17	1,392	-	-	1,392
State/Local Agencies	91412GUJ7	UNIV OF CALIFORNIA CA REVENUE	-	1.22	1.22	4/10/14	5/15/17	1,544	-	-	1,544
State/Local Agencies	718814XY7	PHOENIX AZ	20,000,000	3.50	0.76	9/27/16	7/1/17	58,333	(46,422)	-	11,912
State/Local Agencies	0104105D6	ALABAMA ST	22,185,000	3.50	0.70	11/4/16	8/1/17	64,706	(52,624)	-	12,082
State/Local Agencies	91411SV49	UNIVERSITY OF CALIFORNIA	50,000,000	0.00	1.06	5/5/17	8/4/17	39,750	-	-	39,750
State/Local Agencies	13063CFC9	CALIFORNIA ST	16,500,000	1.75	1.66	11/5/13	11/1/17	24,063	(1,253)	-	22,809
State/Local Agencies	13063CPN4	CALIFORNIA ST	5,000,000	1.25	1.22	12/22/14	11/1/17	5,208	(135)	-	5,073
State/Local Agencies	13063CPN4	CALIFORNIA ST	50,000,000	1.25	1.17	11/25/14	11/1/17	52,083	(3,514)	-	48,570
State/Local Agencies	91412GL52	UNIV OF CALIFORNIA CA REVENUE	2,470,000	0.99	0.99	6/30/16	5/15/18	2,044	-	-	2,044
State/Local Agencies	546456CY8	LOUISIANA ST CITIZENS PROPERT	4,500,000	6.13	1.30	11/30/16	6/1/18	22,969	(18,219)	-	4,750
State/Local Agencies	646065QQ8	NEW JERSEY ST EDUCTNL FACS A	5,000,000	5.00	0.85	9/29/16	7/1/18	20,833	(17,471)	-	3,362
State/Local Agencies	603786GJ7	MINNEAPOLIS MN REVENUE	1,000,000	4.88	1.40	12/1/16	8/1/18	4,063	(2,908)	-	1,155
State/Local Agencies	13063CAV9	CALIFORNIA ST	50,000,000	1.05	0.90	11/3/16	11/1/18	43,750	(6,281)	-	37,469
State/Local Agencies	13063DAB4	CALIFORNIA ST	23,000,000	1.59	1.59	4/27/17	4/1/19	30,533	-	-	30,533
State/Local Agencies	13063CKL3	CALIFORNIA ST	4,750,000	2.25	1.15	10/27/16	5/1/19	8,906	(4,368)	-	4,539
State/Local Agencies	91412GL60	UNIV OF CALIFORNIA CA REVENUE	2,000,000	1.23	1.23	6/30/16	5/15/19	2,047	-	-	2,047
State/Local Agencies	91412G5B2	UNIV OF CALIFORNIA CA REVENUE	4,180,000	1.80	1.57	10/5/15	7/1/19	6,256	(782)	-	5,474
State/Local Agencies	91412G5B2	UNIV OF CALIFORNIA CA REVENUE	16,325,000	1.80	1.56	10/2/15	7/1/19	24,433	(3,096)	-	21,337
State/Local Agencies	6055804W6	MISSISSIPPI ST	8,500,000	6.09	1.38	4/23/15	10/1/19	43,130	(32,825)	-	10,305
State/Local Agencies	977100CW4	WISCONSIN ST GEN FUND ANNUAL	18,000,000	1.45	1.45	8/16/16	5/1/20	21,690	-	-	21,690
State/Local Agencies	13066TYT5	CALIFORNIA ST DEPT OF WTR RES	29,139,823	1.71	2.13	2/6/17	5/1/21	41,597	9,470	7,786	58,853
State/Local Agencies	91412GF59	UNIV OF CALIFORNIA CA REVENUE	1,769,000	1.91	1.40	8/9/16	5/15/21	2,816	(743)	-	2,073
<b>Subtotals</b>			<b>\$ 334,318,823</b>					<b>\$ 527,035</b>	<b>\$ (181,172)</b>	<b>\$ 7,786</b>	<b>\$ 353,649</b>
Public Time Deposits	PPQJ03J86	PREFERRED BANK LA CALIF	\$ -	0.85	0.85	5/16/16	5/16/17	\$ 84	\$ -	\$ -	\$ 84
Public Time Deposits	PP7C0E3S1	UMPQUA BANK	240,000	0.79	0.79	6/29/16	6/29/17	161	-	-	161
Public Time Deposits	PP9I2NRE9	MISSION NATIONAL BK SF	240,000	1.15	1.15	2/21/17	2/21/18	243	-	-	243
Public Time Deposits	PP9F2HFF8	TRANS-PAC NATIONAL BK	240,000	1.35	1.35	3/21/17	3/21/18	275	-	-	275
Public Time Deposits	PP302GIL3	BANK OF SAN FRANCISCO	240,000	1.37	1.37	4/11/17	4/11/18	283	-	-	283
Public Time Deposits	PPA01U877	PREFERRED BANK LA CALIF	240,000	1.44	1.44	5/16/17	5/16/18	152	-	-	152
<b>Subtotals</b>			<b>\$ 1,200,000</b>					<b>\$ 1,198</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 1,198</b>
Negotiable CDs	06427K3A3	BANK OF MONTREAL CHICAGO	\$ -	1.43	1.43	8/3/16	5/3/17	\$ 1,992	\$ -	\$ -	\$ 1,992
Negotiable CDs	89113WE44	TORONTO DOMINION BANK NY	-	0.95	0.95	3/30/17	5/3/17	2,639	-	-	2,639
Negotiable CDs	89113WH41	TORONTO DOMINION BANK NY	-	1.00	1.00	4/6/17	5/15/17	19,444	-	-	19,444
Negotiable CDs	89113WU95	TORONTO DOMINION BANK NY	-	0.91	0.91	5/16/17	5/23/17	8,847	-	-	8,847

## Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Negotiable CDs	89113WV52	TORONTO DOMINION BANK NY	-	0.91	0.91	5/17/17	5/25/17	10,111	-	-	10,111
Negotiable CDs	89113WX84	TORONTO DOMINION BANK NY	-	0.91	0.91	5/23/17	5/30/17	8,847	-	-	8,847
Negotiable CDs	89113WY75	TORONTO DOMINION BANK NY	-	0.91	0.91	5/25/17	5/31/17	7,583	-	-	7,583
Negotiable CDs	06427KWX1	BANK OF MONTREAL CHICAGO	50,000,000	1.02	1.02	4/11/17	6/1/17	43,917	-	-	43,917
Negotiable CDs	89113WM60	TORONTO DOMINION BANK NY	25,000,000	0.98	0.98	4/12/17	6/1/17	21,097	-	-	21,097
Negotiable CDs	06427KLG0	BANK OF MONTREAL CHICAGO	50,000,000	1.20	1.20	12/19/16	6/15/17	51,667	-	-	51,667
Negotiable CDs	89113WJU6	TORONTO DOMINION BANK NY	40,000,000	1.32	1.32	9/9/16	6/15/17	45,467	-	-	45,467
Negotiable CDs	78009NP26	ROYAL BANK OF CANADA NY	50,000,000	1.38	1.38	1/3/17	7/3/17	59,167	-	-	59,167
Negotiable CDs	89113WD80	TORONTO DOMINION BANK NY	50,000,000	1.15	1.15	3/27/17	7/3/17	49,514	-	-	49,514
Negotiable CDs	89113WZH2	TORONTO DOMINION BANK NY	50,000,000	1.14	1.14	3/15/17	7/3/17	49,083	-	-	49,083
Negotiable CDs	06427KVL8	BANK OF MONTREAL CHICAGO	50,000,000	1.09	1.09	4/4/17	7/6/17	46,931	-	-	46,931
Negotiable CDs	89113WR65	TORONTO DOMINION BANK NY	50,000,000	1.06	1.06	5/3/17	8/7/17	42,694	-	-	42,694
Negotiable CDs	06427KWM5	BANK OF MONTREAL CHICAGO	50,000,000	1.20	1.20	4/7/17	9/18/17	51,667	-	-	51,667
Negotiable CDs	06417HUR5	BANK OF NOVA SCOTIA HOUS	50,000,000	1.42	1.42	9/25/14	9/25/17	61,263	-	-	61,263
Negotiable CDs	06427KW29	BANK OF MONTREAL CHICAGO	50,000,000	1.14	1.14	4/6/17	10/16/17	49,219	-	-	49,219
Negotiable CDs	89113WH25	TORONTO DOMINION BANK NY	50,000,000	1.22	1.22	4/6/17	10/16/17	52,528	-	-	52,528
Negotiable CDs	89113WQ99	TORONTO DOMINION BANK NY	50,000,000	1.40	1.40	12/6/16	12/6/17	60,278	-	-	60,278
Negotiable CDs	06427KJV0	BANK OF MONTREAL CHICAGO	50,000,000	1.41	1.41	12/9/16	12/8/17	60,546	-	-	60,546
Negotiable CDs	78009NL61	ROYAL BANK OF CANADA NY	50,000,000	1.41	1.41	12/8/16	12/8/17	60,546	-	-	60,546
Negotiable CDs	78009NM60	ROYAL BANK OF CANADA NY	50,000,000	1.45	1.45	12/19/16	12/19/17	62,507	-	-	62,507
Negotiable CDs	78009NS56	ROYAL BANK OF CANADA NY	50,000,000	1.27	1.27	3/20/17	12/20/17	54,177	-	-	54,177
Negotiable CDs	96121T2D9	WESTPAC BANKING CORP NY	50,000,000	1.55	1.55	12/28/16	12/28/17	64,845	-	-	64,845
Negotiable CDs	06427KY84	BANK OF MONTREAL CHICAGO	25,000,000	1.19	1.19	5/3/17	1/29/18	23,127	-	-	23,127
Negotiable CDs	78009NT63	ROYAL BANK OF CANADA NY	50,000,000	1.47	1.47	5/10/17	5/10/18	44,917	-	-	44,917
Negotiable CDs	06427KSW8	BANK OF MONTREAL CHICAGO	27,838,000	1.39	1.39	3/9/17	3/8/19	33,230	-	-	33,230
<b>Subtotals</b>			<b>\$1,017,838,000</b>					<b>\$1,147,850</b>	<b>\$</b>	<b>\$</b>	<b>\$ 1,147,850</b>
Commercial Paper	19416ES32	COLGATE-PALMOLIVE CO	\$	0.00	0.82	4/20/17	5/3/17	\$ 456	\$	\$	\$ 456
Commercial Paper	36960LS48	GENERAL ELECTRIC CO	-	0.00	0.80	4/27/17	5/4/17	3,333	-	-	3,333
Commercial Paper	06538BS53	BANK TOKYO-MIT UFJ NY	-	0.00	1.34	8/10/16	5/5/17	5,911	-	-	5,911
Commercial Paper	06538BS53	BANK TOKYO-MIT UFJ NY	-	0.00	1.32	8/9/16	5/5/17	3,639	-	-	3,639
Commercial Paper	36960LS89	GENERAL ELECTRIC CO	-	0.00	0.81	4/25/17	5/8/17	7,875	-	-	7,875
Commercial Paper	06538BSC8	BANK TOKYO-MIT UFJ NY	-	0.00	1.35	8/17/16	5/12/17	10,236	-	-	10,236
Commercial Paper	19416ESF5	COLGATE-PALMOLIVE CO	-	0.00	0.82	5/2/17	5/15/17	8,883	-	-	8,883
Commercial Paper	19416ESF5	COLGATE-PALMOLIVE CO	-	0.00	0.82	5/2/17	5/15/17	5,922	-	-	5,922
Commercial Paper	62478XSG6	MUFG UNION BANK NA	-	0.00	0.75	5/15/17	5/16/17	521	-	-	521
Commercial Paper	19416ESH1	COLGATE-PALMOLIVE CO	-	0.00	0.82	5/1/17	5/17/17	11,225	-	-	11,225
Commercial Paper	19416ESH1	COLGATE-PALMOLIVE CO	-	0.00	0.82	5/3/17	5/17/17	6,378	-	-	6,378
Commercial Paper	36960LSR7	GENERAL ELECTRIC CO	-	0.00	0.81	5/17/17	5/25/17	4,500	-	-	4,500
Commercial Paper	19416ESS7	COLGATE-PALMOLIVE CO	-	0.00	0.81	5/17/17	5/26/17	4,253	-	-	4,253
Commercial Paper	89233GSS6	TOYOTA MOTOR CREDIT CORP	-	0.00	0.90	4/21/17	5/26/17	15,625	-	-	15,625
Commercial Paper	19416ESW8	COLGATE-PALMOLIVE CO	-	0.00	0.82	5/18/17	5/30/17	4,100	-	-	4,100
Commercial Paper	06538BT29	BANK TOKYO-MIT UFJ NY	40,000,000	0.00	1.38	9/7/16	6/2/17	47,189	-	-	47,189
Commercial Paper	89233GT63	TOYOTA MOTOR CREDIT CORP	25,000,000	0.00	1.25	9/9/16	6/6/17	26,694	-	-	26,694
Commercial Paper	58934AT97	MERCK & CO INC	50,000,000	0.00	0.84	5/3/17	6/9/17	33,833	-	-	33,833
Commercial Paper	06538BTC7	BANK TOKYO-MIT UFJ NY	25,000,000	0.00	1.30	12/15/16	6/12/17	27,771	-	-	27,771
Commercial Paper	06538BTC7	BANK TOKYO-MIT UFJ NY	25,000,000	0.00	1.30	12/16/16	6/12/17	27,771	-	-	27,771
Commercial Paper	36960LTC9	GENERAL ELECTRIC CO	50,000,000	0.00	0.83	5/2/17	6/12/17	34,583	-	-	34,583
Commercial Paper	89233GTE6	TOYOTA MOTOR CREDIT CORP	20,000,000	0.00	1.06	2/2/17	6/14/17	18,256	-	-	18,256
Commercial Paper	06538BTFO	BANK TOKYO-MIT UFJ NY	25,000,000	0.00	1.24	12/30/16	6/15/17	26,479	-	-	26,479
Commercial Paper	06538BTFO	BANK TOKYO-MIT UFJ NY	25,000,000	0.00	1.20	1/26/17	6/15/17	25,618	-	-	25,618

## Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Commercial Paper	36164JTF1	GE CAPITAL TREASURY LLC	50,000,000	0.00	0.91	2/1/17	6/15/17	39,181	-	-	39,181
Commercial Paper	36164JTF1	GE CAPITAL TREASURY LLC	50,000,000	0.00	0.91	2/2/17	6/15/17	39,181	-	-	39,181
Commercial Paper	89233GTF3	TOYOTA MOTOR CREDIT CORP	30,000,000	0.00	1.06	2/2/17	6/15/17	27,383	-	-	27,383
Commercial Paper	58934ATL0	MERCK & CO INC	25,000,000	0.00	0.86	5/8/17	6/20/17	14,333	-	-	14,333
Commercial Paper	58934ATP1	MERCK & CO INC	10,000,000	0.00	0.86	5/8/17	6/23/17	5,733	-	-	5,733
Commercial Paper	58934ATP1	MERCK & CO INC	17,500,000	0.00	0.85	5/18/17	6/23/17	5,785	-	-	5,785
Commercial Paper	89233GTS5	TOYOTA MOTOR CREDIT CORP	50,000,000	0.00	1.21	12/20/16	6/26/17	51,667	-	-	51,667
Commercial Paper	36164JTU8	GE CAPITAL TREASURY LLC	50,000,000	0.00	0.89	2/23/17	6/28/17	38,319	-	-	38,319
Commercial Paper	06538BU35	BANK TOKYO-MIT UFJ NY	25,000,000	0.00	1.16	3/20/17	7/3/17	24,972	-	-	24,972
Commercial Paper	06538BU35	BANK TOKYO-MIT UFJ NY	75,000,000	0.00	1.12	4/3/17	7/3/17	72,333	-	-	72,333
Commercial Paper	89233GU38	TOYOTA MOTOR CREDIT CORP	25,000,000	0.00	1.02	3/6/17	7/3/17	21,958	-	-	21,958
Commercial Paper	89233GU38	TOYOTA MOTOR CREDIT CORP	50,000,000	0.00	1.05	3/3/17	7/3/17	45,208	-	-	45,208
Commercial Paper	59515MU60	MICROSOFT CORP	50,000,000	0.00	0.84	5/15/17	7/6/17	19,833	-	-	19,833
Commercial Paper	36164JUA0	GE CAPITAL TREASURY LLC	50,000,000	0.00	0.97	3/27/17	7/10/17	41,764	-	-	41,764
Commercial Paper	71708EUC7	PFIZER INC	21,900,000	0.00	0.96	4/1/17	7/12/17	18,104	-	-	18,104
Commercial Paper	06538BXW8	BANK TOKYO-MIT UFJ NY	50,000,000	0.00	1.39	4/21/17	10/30/17	59,417	-	-	59,417
Commercial Paper	89233GZF6	TOYOTA MOTOR CREDIT CORP	50,000,000	0.00	1.33	4/7/17	12/15/17	56,833	-	-	56,833
<b>Subtotals</b>			<b>\$ 964,400,000</b>					<b>\$ 943,056</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 943,056</b>
Medium Term Notes	459200JD4	IBM CORP	\$ 25,000,000	1.63	1.63	2/19/16	8/18/17	\$ 33,594	\$ -	\$ -	\$ 33,594
Medium Term Notes	459200GJ4	IBM CORP	1,325,000	5.70	1.04	3/22/16	9/14/17	6,294	(5,179)	-	1,115
Medium Term Notes	911312AP1	UNITED PARCEL SERVICE	2,000,000	1.13	1.01	1/28/16	10/1/17	1,875	(191)	-	1,684
Medium Term Notes	459200HK0	IBM CORP	11,450,000	1.25	0.90	5/6/16	2/8/18	11,927	(3,356)	-	8,571
Medium Term Notes	89236TDN2	TOYOTA MOTOR CREDIT CORP	50,000,000	1.42	1.42	1/9/17	1/9/19	60,940	-	-	60,940
<b>Subtotals</b>			<b>\$ 89,775,000</b>					<b>\$ 114,631</b>	<b>\$ (8,727)</b>	<b>\$ -</b>	<b>\$ 105,904</b>
Money Market Funds	09248U718	BLACKROCK LIQ INST GOV FUND	\$ 5,025,037	0.65	0.65	1/15/13	6/1/17	\$ 2,764	\$ -	\$ -	\$ 2,764
Money Market Funds	31607A703	FIDELITY INST GOV FUND	151,201,105	0.67	0.67	1/14/15	6/1/17	127,017	-	-	127,017
Money Market Funds	61747C707	MORGAN STANLEY INST GOVT FUI	75,502,991	0.66	0.66	12/31/12	6/1/17	44,799	-	-	44,799
<b>Subtotals</b>			<b>\$ 231,729,132</b>					<b>\$ 174,580</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 174,580</b>
Supranationals	459053FH2	INTL BK RECON & DEVELOP	\$ -	0.00	0.78	4/25/17	5/8/17	\$ 3,792	\$ -	\$ -	\$ 3,792
Supranationals	45905UXQ2	INTL BK RECON & DEVELOP	25,000,000	1.15	1.15	7/27/16	1/26/18	24,178	-	-	24,178
Supranationals	45950VFH4	INTL FINANCE CORP	30,000,000	1.01	1.15	11/15/16	2/2/18	26,096	2,262	-	28,358
Supranationals	45950VKP0	INTL FINANCE CORP	50,000,000	1.04	1.04	3/6/17	3/6/18	44,821	-	-	44,821
Supranationals	459058ER0	INTL BK RECON & DEVELOP	25,000,000	1.00	1.07	10/7/15	10/5/18	20,833	1,204	-	22,038
Supranationals	459058FZ1	INTL BK RECON & DEVELOP	50,000,000	1.88	1.90	3/21/17	4/21/20	78,125	1,197	-	79,322
Supranationals	4581X0CX4	INTER-AMERICAN DEVEL BK	25,000,000	1.63	1.70	4/12/17	5/12/20	33,854	1,631	-	35,485
<b>Subtotals</b>			<b>\$ 205,000,000</b>					<b>\$ 231,699</b>	<b>\$ 6,294</b>	<b>\$ -</b>	<b>\$ 237,993</b>
<b>Grand Totals</b>			<b>\$ 99,174,815,956</b>					<b>\$ 3,586,157</b>	<b>\$ (453,175)</b>	<b>\$ 27,446</b>	<b>\$ 8,410,228</b>

<sup>1</sup> Yield to maturity is calculated at purchase

## Investment Transactions Pooled Fund

For month ended May 31, 2017

Transaction	Sale/Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Purchase	5/1/2017	6/1/2017	Money Market Funds	BLACKROCK LIQ INST GOV F	09248U718	\$ 2,569	0.62	0.62	\$ 100.00	\$ -	\$ 2,569
Purchase	5/1/2017	5/17/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESH1	30,800,000	0.00	0.82	99.96	-	30,788,775
Purchase	5/1/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/1/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/1/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/1/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	60,000,000	0.00	0.75	100.00	-	59,998,750
Purchase	5/2/2017	5/15/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESF5	20,000,000	0.00	0.82	99.97	-	19,994,078
Purchase	5/2/2017	5/15/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESF5	30,000,000	0.00	0.82	99.97	-	29,991,117
Purchase	5/2/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/2/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/2/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/2/2017	6/12/2017	Commercial Paper	GENERAL ELECTRIC CO	36960LTC9	50,000,000	0.00	0.83	99.91	-	49,952,736
Purchase	5/3/2017	1/29/2018	Negotiable CDs	BANK OF MONTREAL CHICAGO	06427KY84	25,000,000	1.15	1.15	100.00	-	25,000,000
Purchase	5/3/2017	5/17/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESH1	20,000,000	0.00	0.82	99.97	-	19,993,622
Purchase	5/3/2017	5/4/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FD3	25,000,000	0.00	0.75	100.00	-	24,999,479
Purchase	5/3/2017	5/4/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FD3	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/3/2017	6/9/2017	Commercial Paper	MERCK & CO INC	58934AT97	50,000,000	0.00	0.84	99.91	-	49,956,833
Purchase	5/3/2017	8/7/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WR65	50,000,000	1.06	1.06	100.00	-	50,000,000
Purchase	5/4/2017	5/5/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FE1	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/4/2017	5/5/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FE1	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/4/2017	5/31/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GG5	50,000,000	0.00	0.75	99.94	-	49,971,838
Purchase	5/5/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	99.99	-	49,996,875
Purchase	5/5/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	99.99	-	49,996,875
Purchase	5/5/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	99.99	-	49,996,875
Purchase	5/5/2017	8/4/2017	State/Local Agencies	UNIVERSITY OF CALIFORNIA	91411SV49	50,000,000	0.00	1.06	99.73	-	49,866,028
Purchase	5/8/2017	5/9/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FJ0	25,000,000	0.00	0.74	100.00	-	24,999,486
Purchase	5/8/2017	5/9/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FJ0	50,000,000	0.00	0.74	100.00	-	49,998,972
Purchase	5/8/2017	6/26/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385HJ8	17,435,000	0.00	0.80	99.89	-	17,416,134
Purchase	5/8/2017	6/30/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385HN9	50,000,000	0.00	0.83	99.88	-	49,938,903
Purchase	5/8/2017	5/8/2020	Federal Agencies	FREDDIE MAC	3134GBKW1	50,000,000	1.73	1.73	100.00	-	50,000,000
Purchase	5/8/2017	5/8/2020	Federal Agencies	FREDDIE MAC	3134GBLY6	25,000,000	1.25	1.25	100.00	-	25,000,000
Purchase	5/8/2017	8/28/2017	Federal Agencies	FANNIE MAE	3135G0MZ3	14,000,000	0.88	0.94	99.98	23,819	14,021,159
Purchase	5/8/2017	6/20/2017	Commercial Paper	MERCK & CO INC	58934ATL0	25,000,000	0.00	0.86	99.90	-	24,974,319
Purchase	5/8/2017	6/23/2017	Commercial Paper	MERCK & CO INC	58934ATP1	10,000,000	0.00	0.86	99.89	-	9,989,011
Purchase	5/9/2017	5/10/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FK7	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/10/2017	5/15/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FQ4	25,000,000	0.00	0.72	99.99	-	24,997,500
Purchase	5/10/2017	7/5/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385HT6	50,000,000	0.00	0.85	99.87	-	49,933,889
Purchase	5/10/2017	5/10/2018	Negotiable CDs	ROYAL BANK OF CANADA NY	78009NT63	50,000,000	1.47	1.47	100.00	-	50,000,000
Purchase	5/12/2017	5/28/2019	Federal Agencies	FEDERAL HOME LOAN BANK	3130ABF92	30,000,000	1.38	1.47	99.81	-	29,943,300
Purchase	5/12/2017	6/1/2017	Money Market Funds	MORGAN STANLEY INST GOVT	61747C707	50,000,000	0.66	0.66	100.00	-	50,000,000
Purchase	5/15/2017	5/16/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FR2	41,510,000	0.00	0.75	100.00	-	41,509,135
Purchase	5/15/2017	5/16/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FR2	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/15/2017	7/6/2017	Commercial Paper	MICROSOFT CORP	59515MU60	50,000,000	0.00	0.84	99.88	-	49,939,333
Purchase	5/15/2017	5/16/2017	Commercial Paper	MUFG UNION BANK NA	62478XSG6	25,000,000	0.00	0.75	100.00	-	24,999,479
Purchase	5/16/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/16/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/16/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/16/2017	5/23/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WU95	50,000,000	0.91	0.91	100.00	-	50,000,000
Purchase	5/16/2017	5/16/2018	Public Time Deposits	PREFERRED BANK LA CALIF	PPA01U877	240,000	1.44	1.44	100.00	-	240,000

## Investment Transactions Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Purchase	5/17/2017	5/26/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESS7	21,000,000	0.00	0.81	99.98	-	20,995,748
Purchase	5/17/2017	3/13/2020	Federal Agencies	FEDERAL HOME LOAN BANK	313378J77	15,710,000	1.88	1.56	100.85	52,367	15,896,216
Purchase	5/17/2017	5/18/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FT8	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/17/2017	5/18/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FT8	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/17/2017	5/25/2017	Commercial Paper	GENERAL ELECTRIC CO	36960LSR7	25,000,000	0.00	0.81	99.98	-	24,995,500
Purchase	5/17/2017	5/25/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WV52	50,000,000	0.91	0.91	100.00	-	50,000,000
Purchase	5/18/2017	5/30/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESW8	15,000,000	0.00	0.82	99.97	-	14,995,900
Purchase	5/18/2017	5/19/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FU5	40,000,000	0.00	0.75	100.00	-	39,999,167
Purchase	5/18/2017	5/19/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FU5	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/18/2017	6/23/2017	Commercial Paper	MERCK & CO INC	58934ATP1	17,500,000	0.00	0.85	99.92	-	17,485,125
Purchase	5/19/2017	5/22/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FX9	50,000,000	0.00	0.75	99.99	-	49,996,875
Purchase	5/22/2017	5/23/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FY7	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/22/2017	7/12/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385JA5	25,000,000	0.00	0.87	99.88	-	24,969,365
Purchase	5/23/2017	5/24/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FZ4	25,000,000	0.00	0.75	100.00	-	24,999,479
Purchase	5/23/2017	5/30/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WX84	50,000,000	0.91	0.91	100.00	-	50,000,000
Purchase	5/24/2017	5/25/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GA8	50,000,000	0.00	0.75	100.00	-	49,998,958
Purchase	5/25/2017	11/29/2020	Federal Agencies	FREDDIE MAC	3134GBLR1	24,715,000	1.75	1.75	99.99	-	24,712,529
Purchase	5/25/2017	5/25/2022	Federal Agencies	FREDDIE MAC	3134GBQG0	50,000,000	2.18	2.18	100.00	-	50,000,000
Purchase	5/25/2017	5/31/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WY75	50,000,000	0.91	0.91	100.00	-	50,000,000
Purchase	5/26/2017	5/30/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GF7	50,000,000	0.00	0.73	99.99	-	49,995,944
Purchase	5/26/2017	6/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GQ3	55,000,000	0.00	0.73	99.97	-	54,985,501
Purchase	5/30/2017	7/21/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385JK3	50,000,000	0.00	0.93	99.87	-	49,932,833
Purchase	5/30/2017	5/30/2018	Federal Agencies	FED HOME LN DISCOUNT NT	313385XL5	50,000,000	0.00	1.25	98.75	-	49,376,458
Purchase	5/30/2017	5/30/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EHLG6	27,000,000	1.32	1.35	99.94	-	26,983,800
Purchase	5/30/2017	5/22/2020	Federal Agencies	FREDDIE MAC	3134GBPB2	15,750,000	1.70	1.70	100.00	-	15,750,000
Purchase	5/31/2017	6/1/2017	Federal Agencies	FANNIE DISCOUNT NOTE	313589GH0	50,000,000	0.00	0.70	100.00	-	49,999,028
Purchase	5/31/2017	6/1/2017	Money Market Funds	FIDELITY INST GOV FUND	31607A703	127,017	0.67	0.67	100.00	-	127,017
Purchase	5/31/2017	6/1/2017	Money Market Funds	MORGAN STANLEY INST GOVT	61747C707	44,799	0.66	0.66	100.00	-	44,799
<b>Subtotals</b>						<b>\$2,955,834,385</b>	<b>0.27</b>	<b>0.89</b>	<b>\$ 99.96</b>	<b>\$ 76,186</b>	<b>\$2,954,628,563</b>
Sale	5/1/2017	5/1/2021	State/Local Agencies	CALIFORNIA ST DEPT OF WT	13066TYT5	\$ 460,177	1.71	2.13	\$ 98.31	\$ 7,786	\$ 460,177
Sale	5/15/2017	6/1/2017	Money Market Funds	MORGAN STANLEY INST GOVT	61747C707	50,000,000	0.66	0.66	100.00	-	50,000,000
Sale	5/31/2017	6/1/2017	Money Market Funds	FIDELITY INST GOV FUND	31607A703	75,000,000	0.67	0.67	100.00	-	75,000,000
<b>Subtotals</b>						<b>\$ 125,460,177</b>	<b>0.67</b>	<b>0.67</b>	<b>\$ 99.99</b>	<b>\$ 7,786</b>	<b>\$ 125,460,177</b>
Call	5/15/2017	5/15/2018	Federal Agencies	FREDDIE MAC	3134GAXQ2	25,000,000	0.63	0.65	\$ 100.00	-	25,000,000
Call	5/16/2017	11/16/2018	Federal Agencies	FREDDIE MAC	3134GAVU5	\$ 7,980,000	0.63	0.65	100.00	\$ -	\$ 7,980,000
Call	5/26/2017	2/26/2019	Federal Agencies	FANNIE MAE	3136G2Y68	15,935,000	1.00	1.03	100.00	-	15,935,000
<b>Subtotals</b>						<b>\$ 48,915,000</b>	<b>0.75</b>	<b>0.77</b>	<b>\$ 100.00</b>	<b>\$ -</b>	<b>\$ 48,915,000</b>
Maturity	5/1/2017	5/1/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ES16	\$ 35,000,000	0.00	0.80	100.00	-	\$ 35,000,000
Maturity	5/1/2017	5/1/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FA9	25,000,000	0.00	0.75	100.00	-	25,000,000
Maturity	5/1/2017	5/1/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FA9	50,000,000	0.00	0.68	100.00	-	50,000,000
Maturity	5/2/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	50,000,000	0.00	0.75	100.00	-	50,000,000
Maturity	5/2/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	50,000,000	0.00	0.75	100.00	-	50,000,000
Maturity	5/2/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	50,000,000	0.00	0.75	100.00	-	50,000,000
Maturity	5/2/2017	5/2/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FB7	60,000,000	0.00	0.75	100.00	-	60,000,000
Maturity	5/3/2017	5/3/2017	Negotiable CDs	BANK OF MONTREAL CHICAGO	06427K3A3	25,000,000	1.44	1.43	100.00	88,664	25,088,664
Maturity	5/3/2017	5/3/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ES32	10,000,000	0.00	0.82	100.00	-	10,000,000
Maturity	5/3/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	13,300,000	0.00	0.72	100.00	-	13,300,000
Maturity	5/3/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	50,000,000	0.00	0.75	100.00	-	50,000,000

## Investment Transactions Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Para Value	Coupon	YTM	Price	Interest	Transaction
Maturity	5/3/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/3/2017	5/3/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FC5	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/3/2017	5/3/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WE44	50,000,000	0.95	0.95	100.00	44,861	50,044,861
Maturity	5/4/2017	5/4/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FD3	25,000,000	0.00	0.75	100.00		25,000,000
Maturity	5/4/2017	5/4/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FD3	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/4/2017	5/4/2017	Commercial Paper	GENERAL ELECTRIC CO	36960LS48	50,000,000	0.00	0.80	100.00		50,000,000
Maturity	5/5/2017	5/5/2017	Commercial Paper	BANK TOKYO-MIT UFJ NY	06538BS53	25,000,000	0.00	1.32	100.00		25,000,000
Maturity	5/5/2017	5/5/2017	Commercial Paper	BANK TOKYO-MIT UFJ NY	06538BS53	40,000,000	0.00	1.34	100.00		40,000,000
Maturity	5/5/2017	5/5/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FE1	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/5/2017	5/5/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FE1	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/5/2017	5/5/2017	State/Local Agencies	UNIVERSITY OF CALIFORNIA	91411SS50	50,000,000	0.00	0.88	100.00		50,000,000
Maturity	5/8/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/8/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/8/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/8/2017	5/8/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FH4	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/8/2017	5/8/2017	Commercial Paper	GENERAL ELECTRIC CO	36960LS89	50,000,000	0.00	0.81	100.00		50,000,000
Maturity	5/8/2017	5/8/2017	Supranationals	INTL BK RECON & DEVELOP	459053FH2	25,000,000	0.00	0.78	100.00		25,000,000
Maturity	5/9/2017	5/9/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FJ0	25,000,000	0.00	0.74	100.00		25,000,000
Maturity	5/9/2017	5/9/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FJ0	50,000,000	0.00	0.74	100.00		50,000,000
Maturity	5/10/2017	5/10/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FK7	43,127,000	0.00	0.74	100.00		43,127,000
Maturity	5/10/2017	5/10/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FK7	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/12/2017	5/12/2017	Commercial Paper	BANK TOKYO-MIT UFJ NY	06538BSC8	25,000,000	0.00	1.35	100.00		25,000,000
Maturity	5/12/2017	5/12/2017	Federal Agencies	FREDDIE MAC	3137EADF3	25,000,000	1.25	1.14	100.00	156,250	25,156,250
Maturity	5/15/2017	5/15/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESH1	20,000,000	0.00	0.82	100.00		20,000,000
Maturity	5/15/2017	5/15/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESH1	30,000,000	0.00	0.82	100.00		30,000,000
Maturity	5/15/2017	5/15/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FQ4	25,000,000	0.00	0.72	100.00		25,000,000
Maturity	5/15/2017	5/15/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WH41	50,000,000	1.00	1.00	100.00	54,167	50,054,167
Maturity	5/15/2017	5/15/2017	State/Local Agencies	UNIV OF CALIFORNIA CA RE	91412GL45	5,505,000	0.65	0.65	100.00	17,891	5,522,891
Maturity	5/15/2017	5/15/2017	State/Local Agencies	UNIV OF CALIFORNIA CA RE	91412GUU7	3,250,000	1.22	1.22	100.00	19,858	3,269,858
Maturity	5/16/2017	5/16/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FR2	28,000,000	0.00	0.75	100.00		28,000,000
Maturity	5/16/2017	5/16/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FR2	41,510,000	0.00	0.75	100.00		41,510,000
Maturity	5/16/2017	5/16/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FR2	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/16/2017	5/16/2017	Commercial Paper	MUFG UNION BANK NA	62478XSG6	25,000,000	0.00	0.75	100.00		25,000,000
Maturity	5/16/2017	5/16/2017	Public Time Deposits	PREFERRED BANK LA CALIF	PPQJ03J86	240,000	0.85	0.85	100.00	497	240,497
Maturity	5/17/2017	5/17/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESH1	20,000,000	0.00	0.82	100.00		20,000,000
Maturity	5/17/2017	5/17/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESH1	30,800,000	0.00	0.82	100.00		30,800,000
Maturity	5/17/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	25,000,000	0.00	0.75	100.00		25,000,000
Maturity	5/17/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/17/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/17/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/17/2017	5/17/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FS0	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/18/2017	5/18/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FT8	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/18/2017	5/18/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FT8	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/19/2017	5/19/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FU5	40,000,000	0.00	0.75	100.00		40,000,000
Maturity	5/19/2017	5/19/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FU5	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/22/2017	5/22/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FX9	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/23/2017	5/23/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FY7	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/23/2017	5/23/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WU95	50,000,000	0.91	0.91	100.00	8,847	50,008,847
Maturity	5/24/2017	5/24/2017	Federal Agencies	FEDERAL HOME LOAN BANK	3130A1NN4	14,000,000	0.88	0.58	100.00	61,250	14,061,250
Maturity	5/24/2017	5/24/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385FZ4	25,000,000	0.00	0.75	100.00		25,000,000
Maturity	5/25/2017	5/25/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GA8	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/25/2017	5/25/2017	Commercial Paper	GENERAL ELECTRIC CO	36960LSR7	25,000,000	0.00	0.81	100.00		25,000,000
Maturity	5/25/2017	5/25/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WV52	50,000,000	0.91	0.91	100.00	10,111	50,010,111



## Investment Transactions Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Maturity	5/26/2017	5/26/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESS7	21,000,000	0.00	0.81	100.00		21,000,000
Maturity	5/26/2017	5/26/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GB6	50,000,000	0.00	0.55	100.00		50,000,000
Maturity	5/26/2017	5/26/2017	Commercial Paper	TOYOTA MOTOR CREDIT CORP	89233GSS6	25,000,000	0.00	0.90	100.00		25,000,000
Maturity	5/30/2017	5/30/2017	Commercial Paper	COLGATE-PALMOLIVE CO	19416ESW8	15,000,000	0.00	0.82	100.00		15,000,000
Maturity	5/30/2017	5/30/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GF7	50,000,000	0.00	0.73	100.00		50,000,000
Maturity	5/30/2017	5/30/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WX84	50,000,000	0.91	0.91	100.00	8,847	50,008,847
Maturity	5/31/2017	5/31/2017	Federal Agencies	FED HOME LN DISCOUNT NT	313385GG5	50,000,000	0.00	0.75	100.00		50,000,000
Maturity	5/31/2017	5/31/2017	Negotiable CDs	TORONTO DOMINION BANK NY	89113WY75	50,000,000	0.91	0.91	100.00	7,583	50,007,583
<b>Subtotals</b>						<b>\$2,670,732,000</b>	<b>0.14</b>	<b>0.80</b>	<b>\$ -</b>	<b>\$ 478,827</b>	<b>\$2,671,210,827</b>
Interest	5/1/2017	11/1/2018	State/Local Agencies	CALIFORNIA ST	13063C4V9	\$ 50,000,000	1.05	0.90	0.00	0.00	\$ 259,583
Interest	5/1/2017	11/1/2017	State/Local Agencies	CALIFORNIA ST	13063CF9	16,500,000	1.75	1.66	0.00	0.00	144,375
Interest	5/1/2017	5/1/2019	State/Local Agencies	CALIFORNIA ST	13063CKL3	4,750,000	2.25	1.15	0.00	0.00	53,438
Interest	5/1/2017	11/1/2017	State/Local Agencies	CALIFORNIA ST	13063CPN4	5,000,000	1.25	1.22	0.00	0.00	31,250
Interest	5/1/2017	11/1/2017	State/Local Agencies	CALIFORNIA ST	13063CPN4	50,000,000	1.25	1.17	0.00	0.00	312,500
Interest	5/1/2017	5/1/2021	State/Local Agencies	CALIFORNIA ST DEPT OF WT	13066TYT5	29,600,000	1.71	2.13	0.00	0.00	300,003
Interest	5/1/2017	5/1/2020	State/Local Agencies	WISCONSIN ST GEN FUND AN	977100CW4	18,000,000	1.45	1.45	0.00	0.00	184,365
Interest	5/2/2017	6/2/2020	Federal Agencies	FARMER MAC	3132X0AT8	41,000,000	1.12	1.12	0.00	0.00	38,362
Interest	5/2/2017	6/2/2020	Federal Agencies	FARMER MAC	3132X0KR1	25,000,000	1.18	1.18	0.00	0.00	24,641
Interest	5/2/2017	2/2/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEMH0	4,000,000	1.03	1.05	0.00	0.00	3,443
Interest	5/2/2017	2/2/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEMH0	35,000,000	1.03	1.11	0.00	0.00	30,123
Interest	5/2/2017	1/2/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGDM4	25,000,000	1.14	1.14	0.00	0.00	23,808
Interest	5/2/2017	12/2/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGN43	50,000,000	1.14	1.14	0.00	0.00	47,616
Interest	5/2/2017	2/2/2018	Supranationals	INTL FINANCE CORP	45950VFH4	30,000,000	1.01	1.14	0.00	0.00	24,300
Interest	5/3/2017	2/3/2021	Federal Agencies	FARMER MAC	3132X0NQ0	50,000,000	1.10	1.10	0.00	0.00	45,949
Interest	5/3/2017	1/3/2020	Federal Agencies	FARMER MAC	3132X0PG0	50,000,000	1.05	1.05	0.00	0.00	43,866
Interest	5/3/2017	5/3/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEU40	69,000,000	1.02	1.03	0.00	0.00	58,810
Interest	5/3/2017	3/3/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EG2V6	25,000,000	1.03	1.03	0.00	0.00	21,516
Interest	5/3/2017	7/3/2017	Negotiable CDs	ROYAL BANK OF CANADA NY	78009NP26	50,000,000	1.36	1.36	0.00	0.00	56,783
Interest	5/4/2017	11/4/2019	Federal Agencies	FREDDIE MAC	3134GAVL5	100,000,000	1.00	1.00	0.00	0.00	500,000
Interest	5/5/2017	2/5/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEAN0	25,000,000	1.02	1.02	0.00	0.00	21,319
Interest	5/5/2017	2/5/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEAN0	25,000,000	1.02	1.06	0.00	0.00	21,319
Interest	5/5/2017	2/5/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEAN0	50,000,000	1.02	1.06	0.00	0.00	42,639
Interest	5/5/2017	10/5/2017	Federal Agencies	FANNIE MAE	3135G0F57	25,000,000	0.99	1.05	0.00	0.00	20,694
Interest	5/8/2017	6/8/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EFT2	25,000,000	1.04	1.04	0.00	0.00	21,759
Interest	5/8/2017	6/8/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EFT2	50,000,000	1.04	1.04	0.00	0.00	43,518
Interest	5/8/2017	12/8/2021	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGS97	25,000,000	1.26	1.26	0.00	0.00	26,238
Interest	5/8/2017	12/8/2021	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGS97	25,000,000	1.26	1.26	0.00	0.00	26,238
Interest	5/8/2017	3/8/2018	Supranationals	INTL FINANCE CORP	45950VKP0	50,000,000	1.04	1.04	0.00	0.00	46,000
Interest	5/9/2017	2/9/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EFNK9	25,000,000	1.07	1.10	0.00	0.00	22,280
Interest	5/9/2017	8/9/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGED3	25,000,000	1.17	1.17	0.00	0.00	24,468
Interest	5/9/2017	8/9/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGED3	25,000,000	1.17	1.17	0.00	0.00	24,468
Interest	5/10/2017	2/10/2020	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EG6Y6	25,000,000	1.04	1.04	0.00	0.00	21,655
Interest	5/10/2017	2/10/2020	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EG6Y6	25,000,000	1.04	1.04	0.00	0.00	21,655
Interest	5/11/2017	6/11/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEW48	50,000,000	1.04	1.04	0.00	0.00	43,125
Interest	5/13/2017	11/13/2017	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEBR0	25,000,000	1.02	1.10	0.00	0.00	21,250
Interest	5/13/2017	11/13/2017	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEJ76	25,000,000	1.09	1.15	0.00	0.00	59,424
Interest	5/15/2017	5/15/2018	Federal Agencies	FREDDIE MAC	3134GAXQ2	25,000,000	0.63	0.65	0.00	0.00	78,125
Interest	5/15/2017	5/15/2021	State/Local Agencies	UNIV OF CALIFORNIA CA RE	91412GF59	1,769,000	1.91	1.40	0.00	0.00	16,894
Interest	5/15/2017	5/15/2018	State/Local Agencies	UNIV OF CALIFORNIA CA RE	91412GL52	2,470,000	0.99	0.99	0.00	0.00	12,264
Interest	5/15/2017	5/15/2019	State/Local Agencies	UNIV OF CALIFORNIA CA RE	91412GL60	2,000,000	1.23	1.23	0.00	0.00	12,280

## Investment Transactions Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Interest	5/16/2017	10/16/2017	Negotiable CDs	BANK OF MONTREAL CHICAGO	06427KW29	50,000,000	1.14	1.14	0.00	0.00	44,485
Interest	5/16/2017	4/16/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEZC7	50,000,000	1.04	1.06	0.00	0.00	43,495
Interest	5/16/2017	11/16/2018	Federal Agencies	FREDDIE MAC	3134GAVU5	7,980,000	0.63	0.65	0.00	0.00	24,938
Interest	5/16/2017	8/16/2017	Federal Agencies	FANNIE MAE	3135G0F24	25,000,000	1.00	1.06	0.00	0.00	20,914
Interest	5/17/2017	10/17/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGFK6	25,000,000	1.12	1.12	0.00	0.00	23,414
Interest	5/17/2017	10/17/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGFK6	25,000,000	1.12	1.12	0.00	0.00	23,414
Interest	5/18/2017	8/18/2017	Medium Term Notes	IBM CORP	45920JD4	25,000,000	1.50	1.50	0.00	0.00	89,722
Interest	5/19/2017	10/19/2017	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EETS9	30,000,000	1.02	1.02	0.00	0.00	25,611
Interest	5/19/2017	7/19/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EBGQ7	25,000,000	1.12	1.12	0.00	0.00	23,426
Interest	5/19/2017	7/19/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EBGQ7	25,000,000	1.12	1.12	0.00	0.00	23,426
Interest	5/20/2017	6/20/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGGC3	25,000,000	1.11	1.11	0.00	0.00	23,183
Interest	5/20/2017	8/20/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGX67	50,000,000	1.11	1.11	0.00	0.00	46,366
Interest	5/21/2017	12/21/2020	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGX75	50,000,000	1.18	1.18	0.00	0.00	49,213
Interest	5/21/2017	11/21/2017	Federal Agencies	FREDDIE MAC	3134G44F2	50,000,000	0.80	0.80	0.00	0.00	200,000
Interest	5/21/2017	5/21/2018	Federal Agencies	FANNIE MAE	3135G0WJ8	25,000,000	0.88	1.05	0.00	0.00	109,375
Interest	5/21/2017	2/21/2018	Public Time Deposits	MISSION NATIONAL BK SF	PP9I2NRE9	240,000	1.22	1.22	0.00	0.00	682
Interest	5/22/2017	6/22/2018	Federal Agencies	FARMER MAC	3132X0LZ2	25,000,000	1.05	1.05	0.00	0.00	21,840
Interest	5/22/2017	3/22/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEN71	50,000,000	1.02	1.04	0.00	0.00	42,639
Interest	5/22/2017	12/20/2017	Negotiable CDs	ROYAL BANK OF CANADA NY	78009NS56	50,000,000	1.25	1.25	0.00	0.00	55,679
Interest	5/23/2017	8/23/2017	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EEFX3	50,000,000	1.04	1.04	0.00	0.00	43,264
Interest	5/24/2017	5/24/2018	Federal Agencies	FEDERAL HOME LOAN BANK	3130A8VL4	10,000,000	1.00	1.00	0.00	0.00	50,000
Interest	5/24/2017	5/24/2018	Federal Agencies	FEDERAL HOME LOAN BANK	3130A8VL4	25,000,000	1.00	1.00	0.00	0.00	125,000
Interest	5/24/2017	7/24/2017	Federal Agencies	FEDERAL FARM CREDIT BANK	3133ECV92	50,000,000	1.03	1.03	0.00	0.00	42,847
Interest	5/24/2017	12/24/2020	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EFTX5	100,000,000	1.32	1.32	0.00	0.00	109,861
Interest	5/24/2017	5/24/2019	Federal Agencies	FANNIE MAE	3136G3QP3	10,000,000	1.25	1.25	0.00	0.00	62,500
Interest	5/25/2017	1/25/2021	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EG4T9	20,000,000	1.15	1.15	0.00	0.00	19,176
Interest	5/25/2017	1/25/2021	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EG4T9	20,000,000	1.15	1.15	0.00	0.00	19,176
Interest	5/25/2017	2/25/2019	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EBU8	50,000,000	1.17	1.17	0.00	0.00	48,565
Interest	5/25/2017	5/25/2018	Federal Agencies	FREDDIE MAC	3134G9HC4	10,000,000	1.00	1.03	0.00	0.00	50,000
Interest	5/26/2017	3/26/2018	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EFWG8	25,000,000	1.15	1.16	0.00	0.00	23,981
Interest	5/26/2017	8/26/2019	Federal Agencies	FREDDIE MAC	3134G9GS0	25,000,000	1.25	1.25	0.00	0.00	156,250
Interest	5/26/2017	2/26/2019	Federal Agencies	FANNIE MAE	3136G2Y68	15,935,000	1.00	1.03	0.00	0.00	39,838
Interest	5/26/2017	11/26/2019	Federal Agencies	FANNIE MAE	3136G3LV5	8,950,000	1.35	1.35	0.00	0.00	60,413
Interest	5/26/2017	1/26/2018	Supranationals	INTL BK RECON & DEVELOP	45905UXQ2	25,000,000	1.12	1.12	0.00	0.00	23,250
Interest	5/28/2017	9/28/2020	Federal Agencies	FEDERAL HOME LOAN BANK	3130A9FR7	103,500,000	1.14	1.14	0.00	0.00	98,584
Interest	5/30/2017	1/29/2018	Negotiable CDs	BANK OF MONTREAL CHICAGO	06427KY84	25,000,000	1.15	1.15	0.00	0.00	21,469
Interest	5/30/2017	12/28/2017	Negotiable CDs	WESTPAC BANKING CORP NY	96121T2D9	50,000,000	1.50	1.50	0.00	0.00	66,790
Interest	5/31/2017	6/1/2017	Money Market Funds	BLACKROCK LIQ INST GOV F	09248U718	5,025,037	0.65	0.65	0.00	0.00	2,764
Interest	5/31/2017	6/1/2017	Money Market Funds	FIDELITY INST GOV FUND	31607A703	151,201,105	0.67	0.67	0.00	0.00	127,017
Interest	5/31/2017	6/1/2017	Money Market Funds	MORGAN STANLEY INST GOVT	61747C707	75,502,991	0.66	0.66	0.00	0.00	44,799
Interest	5/31/2017	11/30/2017	U.S. Treasuries	US TSY NT	912828M72	50,000,000	0.88	1.00	0.00	0.00	218,750
Interest	5/31/2017	11/30/2017	U.S. Treasuries	US TSY NT	912828M72	50,000,000	0.88	1.00	0.00	0.00	218,750
Interest	5/31/2017	11/30/2021	U.S. Treasuries	US TSY NT	912828U65	100,000,000	1.75	1.90	0.00	0.00	875,000
<b>Subtotals</b>						<b>\$2,952,423,132</b>	<b>1.10</b>	<b>1.11</b>	<b>\$</b>	<b>\$</b>	<b>\$ 6,272,207</b>

<b>Grand Totals</b>	77 Purchases										
	(3) Sales										
	(73) Maturities / Calls										
	1 Change in number of positions										

BOS-11  
C-Page

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
	:	
FRESH & EASY, LLC, <sup>1</sup>	:	Case No. 15-12220 (BLS)
	:	
Debtor.	:	Related to Docket No. 2143
	:	

**NOTICE OF (A) ENTRY OF ORDER CONFIRMING AMENDED COMBINED DISCLOSURE STATEMENT AND JOINT CHAPTER 11 PLAN OF LIQUIDATION FOR FRESH & EASY, LLC; (B) EFFECTIVE DATE OF THE PLAN; AND (C) BAR DATES FOR CERTAIN CLAIMS**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. Confirmation of the Plan. On April 27, 2017, the Honorable Brendan L. Shannon, Chief United States Bankruptcy Judge for the United States Bankruptcy Court for the District of Delaware (the “Court”), entered the Findings of Fact, Conclusions of Law, and Order (the “Confirmation Order”) Confirming Amended Combined Disclosure Statement (the “Disclosure Statement”) and Joint Chapter 11 Plan of Liquidation (the “Plan”) for Fresh & Easy, LLC (collectively, the “Combined Plan and Disclosure Statement”) [Docket No. 2143].<sup>2</sup> The Combined Plan and Disclosure Statement is attached to the Confirmation Order as Exhibit 1.

2. Effective Date. Pursuant to the Confirmation Order, the Plan became effective in accordance with its terms, as set forth in Article XIX of the Plan, on June 5, 2017 (the “Effective Date”).

(a) As set forth in Article XIX, the following conditions precedent to the occurrence of the Effective Date have each been satisfied:

(i) More than 14 days have passed since the Confirmation Date;

(ii) The Confirmation Order has not been stayed, vacated or reversed and has not been amended;

(iii) The Confirmation Order has become a Final Order in full force and effect with no stay thereof in effect, and which is not subject to a pending appeal, and with

<sup>1</sup> The last four digits of the Debtor’s federal taxpayer identification number are 8906. The Debtor’s mailing address is Howard Hughes Center, 6080 Center Drive, 6th Floor, Los Angeles, CA 90045.

<sup>2</sup> Unless otherwise defined in this Notice, capitalized terms used herein have the meanings set forth in the Combined Plan and Disclosure Statement.



(2)

respect to which the time to appeal or seek review or rehearing or leave to appeal has expired and as to which no appeal or petition for review or rehearing was filed;

(iv) All actions, documents and agreements necessary to implement the provisions of the Combined Plan and Disclosure Statement to be effectuated on or prior to the Effective Date are reasonably satisfactory to the Plan Proponents, and such actions, documents and agreements have been effected or executed and delivered;

(v) The Liquidating Trust Agreement has been completed in final form and, as applicable, executed by the parties thereto and all conditions precedent contained in any of the foregoing have been satisfied or waived;

(vi) The Debtor has retained and pre-paid appropriate professionals for the preparation of the Debtor's outstanding tax returns for 2016;

(vii) The Debtor, in consultation with the Committee, has determined in its reasonable discretion that sufficient Cash exists to: (i) satisfy all Administrative Claims, Professional Fee Claims, Priority Tax Claims, and Priority Non-Tax Claims, and Secured Claims; and (ii) transfer at least \$1 million in Cash to the Liquidating Trust; and

(b) The Settlement Payment has been received by the Debtor.

As set forth in Article XIX, the following conditions precedent to the occurrence of the Effective Date have each been waived; provided, however, that all actions, documents and agreements necessary to implement the following provisions of the Combined Plan and Disclosure Statement will be effectuated, or deemed to have been effectuated, substantially contemporaneously with the occurrence of the Effective Date and creation of the Trust and the Plan Proponents have ascertained that all actions, documents and agreements needed to effect these provisions have been executed and delivered:

(i) The Liquidating Trust has been established and the Liquidating Trust Assets have been transferred to and vested in the Liquidating Trust free and clear of all Claims and Liens, except as specifically provided in the Combined Plan and Disclosure Statement and the Liquidating Trust Agreement;

(ii) The Professional Fee Reserve, the WARN Reserve and the Administrative Claims Reserve have been funded in Cash in full; and

(iii) The Liquidating Trustee has been appointed and assumed his rights and responsibilities under the Combined Plan and Disclosure Statement and the Liquidating Trust Agreement, as applicable.

3. Releases, Exculpation, Injunctions and Bar Provision. Section XVI. of the Plan contains release, exculpation, injunction and bar provisions. The injunctions in the Plan include a permanent injunction of the commencement or prosecution by any person or entity, whether directly, derivatively or otherwise, of any Claim or Interest, including any right, claim or Cause of Action released pursuant to the Plan, including the enforcement or collection of any judgment,

the enforcement of any encumbrance, the assertion of setoff rights, or any other action that does not conform with the Plan's provisions.

4. Bar Date for Professional Fee Claims. All final requests for payment of Professional Fee Claims (the "Final Fee Applications") must be filed no later than July 20, 2017 (i.e., forty-five (45) days after the Effective Date). The procedures for processing Final Fee Applications are set forth in the Plan. If a Professional does not timely submit a Final Fee Application, such Professional shall be forever barred from seeking payment of such Professional Fee Claim from the Debtor, its Estate or the Liquidating Trust.

5. Supplemental Administrative Expense Bar Date. Requests for payment of Administrative Claims against the Debtor that arose, accrued or otherwise became due and payable at any time subsequent to December 31, 2015 but on or before the Effective Date (the "Supplemental Administrative Claims Period"), other than 503(b)(9) Claims and Professional Fee Claims, must be filed with the Court and served on the Liquidating Trustee no later than the Supplemental Administrative Claims Bar Date, July 5, 2017 (i.e., the thirtieth (30th) day following the Effective Date). Holders of Administrative Claims that arose, accrued or otherwise become due during the Supplemental Administrative Claims Period that do not file requests for the allowance and payment thereof on or before the Supplemental Administrative Claims Bar Date shall forever be barred from asserting such Administrative Claims against the Debtor or its Estate. Unless the Debtor or the Liquidating Trust, as applicable, or any other party in interest objects to an Administrative Claim by the Administrative Claims Objection Deadline, such Administrative Claim shall be deemed Allowed in the amount requested. In the event that the Debtor or the Liquidating Trust, as applicable, or any other party in interest objects to an Administrative Claim, and the Administrative Claim is not otherwise resolved, the Court shall determine the Allowed amount of such Administrative Claim.

6. Bar Date for Substantial Contribution Claims. Any Person or Entity that wishes to make a Substantial Contribution Claim based on facts or circumstances arising after the Petition Date must File an application with the Clerk of the Court, on or before the Supplemental Administrative Claims Bar Date, and serve such application on the Liquidating Trustee and the UST and as otherwise required by the Court and the Bankruptcy Code, or be forever barred from seeking such substantial contribution claim. Objections, if any, to a Substantial Contribution Claim must be filed no later than the Administrative Claims Objection Deadline, unless otherwise extended by Order of the Court.

7. Bar Date for Rejection Damages Claims. Except as set forth in Article XVII of the Plan, all Executory Contracts and Unexpired Leases of the Debtor have been rejected as of the Effective Date. If the rejection by the Debtor, pursuant to the Plan, of an Executory Contract or Unexpired Lease gives rise to a Claim, a proof of Claim must be filed with the Claims Agent at the following address: (i) if by mail, Fresh & Easy, LLC Claims Processing Center c/o Epiq Bankruptcy Solutions, LLC, P.O. Box 4421, Beaverton, OR 97076-4421; and (ii) if by messenger or overnight courier, Fresh & Easy, LLC Claims Processing Center, c/o Epiq Bankruptcy Solutions, LLC, 10300 SW Allen Blvd, Beaverton, OR 97005, by no later than thirty (30) days after the later of (i) the Effective Date, or (ii) other notice that the Executory Contract or Unexpired Leases has been rejected. Any proofs of claim not filed and served within such time periods will be forever barred from assertion against the Debtor and its Estate.



8. Renewed Request for Post-Effective Date Notice Pursuant to Bankruptcy Rule 2002. After the Effective Date, to continue to receive notice of documents pursuant to Bankruptcy Rule 2002, all Creditors and other parties in interest must file a renewed notice of appearance with the Court requesting receipt of documents pursuant to Bankruptcy Rule 2002.

9. Pursuant to Section XIII.D.3 of the Combined Plan and Disclosure Statement, the Liquidating Trust is the successor-in-interest to the Debtor with respect to all Trust Assets, including all Causes of Action that were or could have been commenced by the Debtor or Committee prior to the Effective Date, and as of the Effective Date, the Liquidating Trustee shall be deemed substituted as the party in any such pending action.

10. Copies of Combined Plan and Disclosure Statement and Confirmation Order. The Combined Plan and Disclosure Statement and the Confirmation Order may be examined by any party in interest: (i) between the hours of 8:00 a.m. and 4:00 p.m. (prevailing Eastern Time), Monday through Friday, excluding federal holidays, at the Office of the Clerk, United States Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801; (ii) at the Debtor's case website where they may be downloaded free of charge (<http://dm.epiq11.com/fre>); (iii) at the Bankruptcy Court's website (<http://www.deb.uscourts.gov>) (a PACER account is required); or (iv) by sending a written request to Epiq Bankruptcy Solutions, LLC, at [freshandeasyinfo@epiqsystems.com](mailto:freshandeasyinfo@epiqsystems.com) (reference "Fresh & Easy" in the subject line) or 646-282-2400.

Dated: June 6, 2017

Fox Rothschild LLP

/s/ L. John Bird

L. John Bird (DE No. 5310)  
919 North Market Street, Suite 300  
Wilmington, DE 19801  
Telephone: (302) 654-7444  
Facsimile: (302) 656-8920

- and -

Mette H. Kurth, Esq.  
Michael A. Sweet, Esq.  
FOX ROTHSCHILD LLP  
1800 Century Park East, Suite 300  
Los Angeles, CA 90067 – 1506  
Telephone: (310) 598-4150  
Facsimile: (310) 556-9828

Counsel to the Liquidating Trustee

Epiq Bankruptcy Solutions, LLC  
PO Box 4470  
Beaverton, OR 97076

Legal Documents Enclosed -  
Please direct to the attention  
of the Addressee,  
Legal Department or President

Address Service Requested  
16,915



FRE CONF/EFFEC 06-07-2017 (CREDITOR,CREDNUM)  
\*\*\*\*\*1000018197\*\*\*\*\* BAR(23) MAIL ID \*\*\* 000120499810 \*\*\*

OFFICE OF THE CLERK OF THE BOARD  
1 DR. CARLTON B. GOODLETT PLACE  
CITY HALL, ROOM 244  
SAN FRANCISCO CA 94102-4689

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JUN 12 2017

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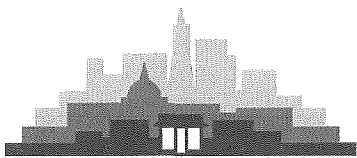
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2017 JUN 19 AM 9:49

CITY AND COUNTY OF SAN FRANCISCO  
EDWIN M. LEE, MAYOR

OFFICE OF SMALL BUSINESS  
SMALL BUSINESS COMMISSION  
REGINA DICK-ENDRIZZI, DIRECTOR

June 19, 2017

Ms. Angela Calvillo, Clerk of the Board  
City Hall Room 244  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

RE: Administrative Code Section 2A.243(c) Legacy Business Historical Preservation Fund – Grants To Landlords.

Dear Ms. Calvillo:

Administrative Code Section 2A.243(d) states that after holding a noticed public hearing, the Small Business Commission may adopt rules, regulations and forms to establish the procedures to implement Section 2A.243. Any rules and regulations adopted under the authority of the Small Business Commission shall be subject to disapproval of the Board of Supervisors by ordinance. The Small Business Commission is to provide written notice to the Clerk of the Board of Supervisors of its adoption of any rule or regulation, along with a copy of said rule or regulation. If a Member of the Board of Supervisors does not introduce an ordinance to disapprove the rule or regulation within 30 days of the date of delivery of such notice to the Clerk of the Board of Supervisors, or if such an ordinance is introduced within the 30-day period but the ordinance is not enacted by the Board of Supervisors within 90 days of the date of the Commission's delivery of notice to the Clerk of the Board of Supervisors, the rule or regulation shall go into effect.

At the April 24, 2017, and May 22, 2017, duly noticed public hearings, pursuant to the Small Business Commission's Rules of Order, Article I, Section 2, the Small Business Commission officially revised the rules and regulations pertaining to the Legacy Business Historical Preservation Fund Grants To Landlords, which were originally adopted through Resolution No. 2017-001-SBC: *Legacy Business - Historical Preservation Fund - Grants to Landlord Program*. This resolution approved the rules and regulations and application for Administrative Code Sections 2A.243(c)(1), 2A.243(c)(2), and 2A.243(c)(3)(A) and (B) of the Legacy Business Historical Preservation Fund – Grants To Landlords.

This letter constitutes the Small Business Commission's written notice to the Clerk of the Board of Supervisors of its official revision of the adopted rules and regulations of Administrative Code Sections 2A.243(c)(1), 2A.243(c)(2), and 2A.243(c)(3)(A) and (B) Legacy Business Historical Preservation Fund – Grants to Landlord.

Please find enclosed a copy of the revised rules and regulations for the Legacy Business Historical Preservation Fund – Grants to Landlords.

Thank you.

Sincerely,

Regina Dick-Endrizzi  
Director, Office of Small Business



9





# Legacy Business Historic Preservation Fund Rules and Regulations for Rent Stabilization Grants

Revised 5/22/17

**NOTE:**

**Unchanged text** is in plain or **bold** Calibri font.

**Additions to text** are in *red single-underline italics* or *italics bold Times New Roman font*.

**Deletions to text** are in *red strikethrough italics* or *italics bold Times New Roman font*.

## 1. Scope

These rules and regulations apply to Rent Stabilization Grants to Landlords and their Legacy Business tenants, as set forth at Administrative Code Section 2A.243(c). The Office of Small Business (OSB) administers the Legacy Business Historic Preservation Grant program.

The Rent Stabilization Grant is eligible only to Qualified Landlords who lease property to a Registered Legacy Business in the City and County of San Francisco.

## 2. General Qualifications for Landlords

Qualified Landlords must satisfy all of the following criteria:

### (A) No Amounts Owed to City

Landlords must certify that they do not owe any amounts to the City as a result of fines, penalties, interest, assessments, taxes, fees, or any other financial obligations imposed by law, regulation, or contract that were delinquent as of the date of the Landlord's application for a grant.

### (B) Business Registration

Landlords must certify that they have complied with any requirement to register as a business with the Office of the Treasurer and Tax Collector.

### (C) Office of Labor Standards Enforcement Investigations

Landlords must certify that they are not the subject of an OLSE investigation or enforcement action.

**(D) Landlord and Legacy Business Legal Relationship**

The Landlord must not be related by ownership either directly or indirectly, to the Legacy Business to which the Landlord leases property. A Landlord is related by ownership to a Legacy Business if any of the following criteria are satisfied:

1. The Landlord holds any ownership interest in the Legacy Business.
2. The Legacy Business holds any ownership interest in the Landlord.
3. A third-party entity holds an ownership interest in both the Legacy Business and the Landlord.
4. The Landlord holds any beneficial interest in any entity (including, but not limited to, a beneficial interest in a trust) that holds an ownership interest in the Legacy Business.
5. The Legacy Business holds any beneficial interest in any entity (including, but not limited to, a beneficial interest in a trust) that holds an ownership interest in the Landlord.
6. The Landlord, or any person who holds an ownership or beneficial interest in the Landlord, is in an immediately family relationship with any person who holds an ownership or beneficial interest in the Legacy Business.

The phrase “immediate family relationship” includes the relationships between spouses, domestic partners, parents or guardians and children (including step-parents and step-children, or adoptive parents and adoptive children), grandparents and grandchildren, siblings (including step-siblings or adoptive siblings), aunts or uncles and nieces or nephews, great-aunts or great-uncles and grand-nieces or grand-nephews, and first or second cousins. The phrase also includes the relationship with the parent, grandparent, or sibling of one’s spouse or domestic partner, or the spouse or domestic partner of one’s child, grandchild, or sibling.

**3. Categories of Ineligible Landlords**

(A) A Qualified Landlord may not be a department, agency, commission, or other entity within the City and County of San Francisco (including, but not limited to, the Real Estate Division, the

Port of San Francisco, or the San Francisco Municipal Transportation Agency).

(B) A Qualified Landlord may not be any other local, state, or federal government; any entity within any other local, state, or federal government; or any special district created by state law (including, but not limited to, the Bay Area Rapid Transit District).

(C) A Qualified Landlord may not have entered into a lease agreement with a Legacy Business that had previously owned the real property that is the subject of that lease agreement.

#### **4. Successors to Qualified Landlords**

Whenever a new Landlord assumes the obligations of a lease that previously qualified the prior Landlord for a grant under Administrative Code Section 2A.243(c), and the new Landlord does not renegotiate or otherwise change the terms and conditions of that lease, the new Landlord shall be eligible to be a Qualified Landlord, and to receive a grant under Administrative Code Section 2A.243(c), without entering into a new lease or lease extension of the kind described in Administrative Code Section 2A.243(c)(1). The new Landlord must still satisfy all other requirements to be a Qualified Landlord and to receive a grant, other than the requirement to enter into a new lease or lease extension.

#### **5. Conditions for Leases**

##### **(A) Options to Renew**

To qualify for a grant under Administrative Code Section 2A.243(c), a Landlord must (on or after January 1, 2016) enter into a lease agreement with a Legacy Business “for a term of at least 10 years,” or “extend the term of the Legacy Business’s existing lease to at least 10 years.” For this purpose, any number of years for which the Legacy Business has an option to renew the lease shall count towards the term of the lease, provided that the option to renew can be exercised at the Legacy Business’s sole discretion.

For example, a five-year lease in which the Legacy Business (at its sole discretion) may extend the lease for an additional five years would qualify a Landlord for a grant under Administrative Code Section 2A.243(c).

##### *(B) Retroactivity*

*The grant shall be retroactive to the fiscal year (July through June) in which the Legacy Business was listed on the Legacy Business Registry.*

*For example, if a Legacy Business was listed on the Legacy Business Registry in November 2018,*

which is fiscal year 2018-19 (July through June), and the qualifying lease is a new 10-year lease that commenced July 1, 2017, and ends June 30, 2026, the Landlord would be eligible for 9 years' of grants retroactive to July 1, 2018, the same fiscal year the Legacy Business was listed on the Legacy Business Registry.

~~(B)~~ (C) Signing of the Lease

The Landlord and Legacy Business must sign the lease and any required addenda before the Landlord applies for a grant under Administrative Code Section 2A.243(c), and the Landlord must submit the executed lease and any required addenda with its grant application.

~~(C)~~ (D) Disclosure to Legacy Business

Before the Legacy Business signs the lease, the Landlord must inform the Legacy Business, in writing, that the City and County of San Francisco does not guarantee that it will fully fund the Rent Stabilization Account, and does not guarantee that it will award any grant of any amount under Administrative Code Section 2A.243(c).

~~(D)~~ (E) Special Contingency Provisions in Lease

Administrative Code Section 2A.243(c)(1) provides that a lease between a Landlord and a Legacy Business may include a provision making the lease (or any of portion thereof) contingent upon the Landlord receiving a Rent Stabilization Grant from the City equal to \$4.50 square foot, up to the maximum 5000 square feet per location, of the improvement area in San Francisco lease to a Legacy Business.

Any lease that contains such a contingency provision, however, must also provide:

1. That the contingency provision is void when the Landlord is not awarded the Rent Stabilization Grant because:
  - a. The Landlord has amounts owing to the City as a result of fines, penalties, interest, assessments, taxes, fees, or any other financial obligations imposed by law, regulation, or contract (including, but not limited to, financial penalties or other obligations imposed by the Office of Labor Standards Enforcement) that were delinquent as of the date of application or reapplication; or
  - b. The Landlord does not properly complete or submit a grant application; or
  - c. The Landlord takes any intentional action to disqualify the application from receiving a grant.
  
2. That the Landlord must provide the Legacy Business an option to pay the Landlord an amount equal to the difference between the maximum grant amount and the amount that the Landlord actually receives from the Rent Stabilization Grant program, to allow

the lease to remain in effect.

3. The Landlord must provide the Legacy Business with notice of the Landlord's intent to exercise the contingency provision at least 120 days before exercising the contingency provision.

Additionally, the Landlord must bring the contingency provision to the Legacy Business's attention before the Legacy Business signs the lease. In its grant application, the Landlord must demonstrate to OSB's satisfaction that the Legacy Business acknowledged and understood the contingency provision when the Legacy Business signed the lease.

~~(E)~~ (F) Additional Application Certifications

In submitting an application for a grant under Administrative Code Section 2A.243(c), a Landlord must certify:

- a. The Landlord is aware that the grant is an annual grant and that the Landlord must reapply to receive continued funding.
- b. That any failure to reapply for an annual grant may deprive the Landlord of its status as a Qualified Landlord from "prior years" within the meaning of Administrative Code Section 2A.243(c)(3).
- c. That both the Landlord and Legacy Business understand that the amount of the grant could vary and might be less than \$4.50 per square foot due to funding constraints.
- d. That the Landlord must meet all of the requirements for a grant in order to be awarded the grant.

6. Advance Payments

A lease or lease extension that satisfies the criteria for a grant under Administrative Code Section 2A.243(c) shall render a landlord eligible to receive a grant under Section 2A.243(c) as early as the fiscal year in which the lease or lease extension is executed, even if the lease or lease extension does not take effect until a later fiscal year. A Qualified Landlord need not wait for the qualifying lease or lease extension to take effect before applying for or receiving a grant. The maximum allowable time between the Qualified Landlord receiving a grant and the qualifying lease or lease extension taking effect shall be three years. If, however, the Qualified Landlord applies for a grant before the lease or lease extension has taken effect, the landlord must—as a condition of receiving a grant—agree to return the entire amount of the grant in the event that the qualifying lease or lease extension does not take effect, unless the Qualified Landlord shows, to the satisfaction of the Office of Small Business, that the Qualified Landlord is not responsible for the fact that the qualifying lease or lease extension does not take effect.

**7. Advance Payments in Relation to Special Contingency Provisions in Lease**

Administrative Code Section 2A.243(c)(1) provides that a lease between Applicant (landlord) and a Legacy Business may include a provision making the lease (or any of portion thereof) contingent upon Applicant receiving a Rent Stabilization Grant from the City equal to \$4.50 square foot, up to the maximum 5,000 square feet per location, of the improvement area in San Francisco lease to a Legacy Business. Any lease that contains such a contingency provision, however, must also provide that Applicant must wait for the "Lease Year" versus the "Grant Year" to exercise the contingency provision in the case where Applicant applied for and received a grant when the lease or lease extension was executed ("Grant Year") even though the lease or lease extension did not take effect until a later fiscal year ("Lease Year").

**8. Lease Cancellations**

A Qualified Landlord must certify that they have not cancelled an existing lease or lease extension with a Legacy Business that was not eligible for a Rent Stabilization Grant and executed a new lease or lease extension that is eligible for a Rent Stabilization Grant for the sole purpose of applying for and receiving a grant. If an existing lease or lease extension that was not eligible for a Rent Stabilization Grant is replaced with a new lease or lease extension that is eligible for a Rent Stabilization Grant, the Qualified Landlord must show, to the satisfaction of the Office of Small Business, that the replacement was not conducted for the sole purpose of applying for and receiving a grant.

**6.9. Authorized Use of Funds**

A grant under Administrative Code Section 2A.243(c) is awarded directly to the Qualified Landlord. The Qualified Landlord and the Legacy Business may agree to use the grant to offset the Legacy Business's rent, or for any other purpose.

**7.10. Confidentiality**

Whenever an application for a grant under Administrative Code 2A.243(c) is approved, the Office of Small Business shall, to the extent permitted by law, keep confidential all provisions in any lease submitted by a Landlord in connection with the application, except to the extent that OSB relied on the content of any such provisions in deciding to award a grant to the applicant Landlord.

Whenever an application for a grant under Administrative Code 2A.243(c) is denied, or before such an application has been either approved or denied, the OSB shall, to the extent permitted by law, keep confidential the entirety of any lease submitted by the Landlord in connection with the application.



~~8.~~ 11.           **Notification of Funding Allocations to Prior Year Qualified Landlords**

On or before July 30 of each fiscal year, the Office of Small Business shall notify all Qualified Landlords from the prior fiscal year of the annual grant the Landlord will receive for the current fiscal year when the Qualified Landlord reapplies. The OSB will also notify the Legacy Business of the annual grant amount the Landlord will receive.

~~9.~~ 12.           **Receipt of Grant Payment**

To be paid, Grantees must become a City Vendor. The Legacy Business Program Manager shall assist Applicants in completing the registration requirements for becoming City Vendors. Applicants who cannot or refuse to become City Vendors will be paid by a contracted third party vendor selected by OSB.

~~10.~~ 13.           **Verification of Information**

The Office of Small Business shall have the authority to verify all information provided by a Landlord in connection with an application for a grant under Administrative Code Section 2A.243(c). Failure of a Landlord to comply with information requests from the OSB, or the provision of false information in connection with an application or in response to such requests, shall result in the denial of a grant application.

~~11.~~ 14.           **Sanctions for Willful or Material Misrepresentation**

Whenever the Office of Small Business learns that a Landlord who has received a grant under Administrative Code Section 2A.243(c) materially or willfully misrepresented any information in any application for such a grant, OSB may terminate any pending grant to that Landlord, order the Landlord to return any grants previously awarded, or prohibit the Landlord (conditionally or otherwise) from applying for future grants for any period of time.

~~12.~~ 15.           **Appeals**

Applicants for grants under Administrative Code Section 2A.243(c) may appeal any adverse decision by the Office of Small Business (including the decision to deny a grant application, the decision to terminate or revoke any grant previously approved, or the decision to prohibit a Landlord from applying for a future grant) to the Small Business Commission.

~~13.~~ 16.      **Changes to These Regulations**

The Small Business Commission may revise these regulations at any time, for any reason. The Commission may, but need not, provide that future revisions of these regulations shall be prospective only, and shall not apply to existing Qualified Landlords. Alternatively, the Commission may require that all Landlords (including existing Qualified Landlords) satisfy any new or revised regulations that the Commission chooses to adopt.



EDWIN M. LEE  
MAYOR

POLICE DEPARTMENT  
CITY AND COUNTY OF SAN FRANCISCO  
HEADQUARTERS  
1245 3<sup>RD</sup> STREET  
SAN FRANCISCO, CALIFORNIA 94158



WILLIAM SCOTT  
CHIEF OF POLICE

BOS-11

May 15, 2017

The Honorable Edwin M. Lee  
Mayor  
City and County of San Francisco  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102

The Honorable London Breed  
President  
Board of Supervisors  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102

The Honorable L. Julius M. Turman  
President  
Police Commission  
1245 3rd Street  
San Francisco, CA 94158

Director Sheryl Davis  
San Francisco Human Rights Commission  
25 Van Ness Avenue, Suite 800  
San Francisco, CA 94102

check

Dear Mayor Lee, Supervisor Breed, Commissioner Turman, and Director Davis:

**RE: Amendment to the Fourth Quarter 2016 Report - Administrative Code 96A**

Due to an administrative oversight, the Use of Force report for the fourth quarter of 2016 did not include data from the officer involved shooting which occurred on October 14, 2016. We are providing the attached information for your files and will amend the report posted on our website accordingly.

A review of the data reporting process is being conducted to determine how this oversight occurred and to ensure it does not happen in future reports.

This reporting oversight aside, in an effort to remain transparent, the Police Department did hold a town hall meeting in the affected community and issued press statements to share information relating to this incident.

If I can be of further assistance, please do not hesitate to contact me at (415) 837-7000.

Sincerely,

*William Scott*  
WILLIAM SCOTT  
Chief of Police

/ag  
Attachment



**Amendment to Administrative Code 96A.3**  
(May 17, 2017)

**Use of Force Report**  
**4<sup>th</sup> Quarter 2016**

**Use of Force Resulting in Death**

- During this reporting period, there was one incident where firearm discharges resulted in death to a member of the public or a sworn officer.

**Firearm Discharge #1**

**Injury: Fatal**

Case #	Victim Name	Race/Sex	Date	Time	Location
160-839-242	N. McWherter	WM	10/14/16	20:14	Everglade Dr & Sloat Blvd
<b>Original Call:</b>			<b>Officers using force</b>		<b>Total # of Uses of Force</b>
Assaulting a police officer (664/187)			2		2

- Although not a requirement of chapter 96A.3. The department will report any intentional discharge of a firearm.
- During this reporting period, there were no such incidents.
- **PLEASE NOTE – throughout the report, the above amended totals are not reflected in the statistics provided. The 2016 year-end report will include amended data.**



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**From:** Board of Supervisors, (BOS)  
**Sent:** Monday, June 19, 2017 8:58 AM  
**To:** BOS-Supervisors; Major, Erica (BOS); Somera, Alisa (BOS)  
**Subject:** FW: Land Use Committee Agenda 6/19 File No. 161351

**From:** lgpetty@juno.com [mailto:lgpetty@juno.com]  
**Sent:** Sunday, June 18, 2017 6:52 PM  
**To:** Board of Supervisors, (BOS) <board.of.supervisors@sfgov.org>  
**Subject:** Land Use Committee Agenda 6/19

*Dear Supervisors*

*Land Use Committee 6/19 Consideration of Inclusionary Housing legislation amendments.  
Re: Inclusionary Housing Amendment Regarding NCT's and other Upzoned Special Use Areas:*

*As a lifelong Senior voter from District 5*

*I urge you to include the Divisadero-Fillmore Corridors NCT area  
in the proposed study under the Inclusionary Housing Program by SF Planning staff & the  
Controller's Office*

*for possible increased affordable units that can be required due to allowing increased  
density in those areas..*

*The Divisadero-Fillmore NCT must be included in the study and not treated separately or  
differently*

*from other areas designated as special upzoning districts.*

*I believe the Divisadero-Fillmore NCT must be accorded higher affordability requirements.*

*Thank you.*

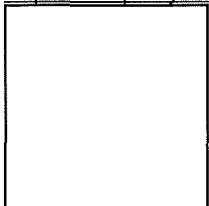
*Lorraine Petty*

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**3 Common Foods Surgeons Are Now Calling "Death Foods"**

3 Harmful Foods

<http://thirdpartyoffers.juno.com/TGL3132/59472ea140d2e2ea11a94st02duc>







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**From:** Lena Gilbert <lenagilberthome@gmail.com>  
**Sent:** Thursday, June 15, 2017 7:05 PM  
**To:** Cohen, Malia (BOS); Scanlon, Olivia (FIR); MTAboard@sfmta.com; Nuru, Mohammed (DPW); Ronen, Hillary  
**Cc:** Chicuata, Brittni (BOS); Susan Baker; Judy Berkowitz; John Wilson; Sheryl Connell; John Abbott; Trey Smith; Robin Pam; Emily Craig; Ben Wa; Noel Moldvai; Maria Garcia; Gary Dominguez; Tim Schofield; Peter Ridenour; Aron Dunkle; Jason Gooch; Kirsten Mollema; Kevin Maguire; Alexander Rakoczy; Rohan Paranjpe; Daria Siciliano; Susan Baker; David W Jayne IV; Caroline Grenot; Board of Supervisors, (BOS); Darin Iguchi  
**Subject:** 900 Block Potrero Avenue Projects

Dear Representatives,

There are a number of projects being driven by various agencies of the City which are causing significant negative impact for residents and property owners in the 900 block of Potrero Avenue.

These projects include but are not limited to:

1. removal of on-street parking spaces, loading/unloading zones
2. addition of bike only lanes
3. relocation of bus/public transit lanes
4. installation of beautification islands

On the part of the City and responsible agencies with regards to the residents and property owners in the impacted area, there appears to be considerable ongoing misinformation, omission of required notices, and other process deviations.

**My specific request to you** regarding the SFMTA Board meeting of June 20, Order 5784, PLEASE ask for a continuance regarding the retroactive legislation of the work already done on our block. We need more time to meet with SFMTA and DPW to discuss the impacts on our block and consider alternatives.

Sincerely,  
Lena Gebotszrajber Gilbert  
946 Potrero Avenue  
San Francisco, CA 94110  
tel: 319-241-9249



1305-11

Peyman Pakdel  
919 Bath Country Drive  
Akron, OH 44333

RECEIVED  
BOARD OF SUPERVISORS

June 9, 2017

2017 JUN 12 PM 4:18

Mohammed Nuru, Director of Public Works  
City Hall, Room 348  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102 -4689

BY AK

Clerk of the Board  
San Francisco Board of Supervisors  
City Hall  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

Dear Sir/Madam:

I am writing regarding the Expedited Conversion program established by Ordinance 117-13 and Section 1396.4 of the San Francisco Subdivision Code. I own a two-bedroom recently converted condominium unit located at 1180 Green Street in District 3. Prior to the conversion, I owned a tenancy-in-common interest in 1170-1180 Green St. My agreement with the other tenants-in-common owners required that I cooperate with all steps necessary to convert our building into condominiums or pay damages to other owners for not cooperating to convert.

When our building recently applied for condominium conversion, I was required to cooperate with all steps in this process, including offering a life-time lease to a non-owning tenant in my unit. I had purchased this unit with my wife, so we could use it as our retirement home when we were ready. I do not object to rent control, but I do have a problem with losing the right to use the unit as my home.

Ordinance 117-13 requires that I sign a life-time lease with my tenant and a similar agreement with the City. The Ordinance says the City will take unspecified actions if I do not. However, I do not want to lose the right to use this unit as my home. So, I am asking the City to not require me to sign these agreements. If you are going to take action requiring me to do this, I would ask the City to pay me the market value for my unit. I would ask that you respond to my request by June 19, 2017. My email address is [peymanpakdel@aol.com](mailto:peymanpakdel@aol.com). My work phone number is 440-244-3330. My home address is 919 Bath Country Dr., Akron, OH 44333.

Sincerely,



Peyman Pakdel

Sent via Express Mail on June 9, 2017  
Emailed to [dpw@sfdpw.org](mailto:dpw@sfdpw.org)  
Emailed to [subdivision.mapping@sfdpw.org](mailto:subdivision.mapping@sfdpw.org)



BOS 11

SAN JOSE CA 950

09 JUN 2017 PM 4 L

BOARD OF SUPERVISORS

2017 JUN 12 PM 4: 09

AK

The Board of Supervisors  
City of San Francisco  
City Hall  
San Francisco, CA

94023

June 2017

Please help to improve services at  
SFG General Hospital. At this time  
I cannot able to have a smart exam as  
requested because the incident(s) didn't  
include able to skin contact but  
explored technology instead (extremely  
difficult by other types) of technology.  
This has been saving SFG 1/4th of the  
money to make. I received a  
visual exam & a brief physical exam.  
Thanks for your help





BOS-1)  
BNSC/leek  
C-Page



California Independent Oil Marketers Association  
3835 North Freeway Blvd., Suite 240  
Sacramento, CA 95834-1955  
916.646.5999

2017 JUN 12 PM 4:11  
AK

June 9, 2017

San Francisco County Board of Supervisors  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

RE: Proposed Ordinance 17-0441, Version 1 - **OPPOSE**

Dear Members of the San Francisco Board of Supervisors:

The California Independent Oil Marketers Association (CIOMA) writes to express our opposition to the proposed tobacco ordinances before the Board, which would restrict the issuance of new tobacco retail licenses and add restrictions to the sale of tobacco products. We believe this is an overreach and could result in various unintended consequences that not only impact retailers, but the County as well.

CIOMA is the statewide trade association representing the fuel distribution supply chain in California all the way down to the community convenience stores. CIOMA represents about 300 members, including nearly 90% of all the independent petroleum marketers in the state and about one quarter of the state's 10,000 service stations. Petroleum marketers, also known as jobbers, buy fuel at a major oil company's terminal rack and distribute it to their customers. These customers are local governments, law enforcement, city and county fire departments, ambulances/emergency vehicles, school district bus fleets, construction firms, marinas, public and private transit companies, hospital emergency generators, trucking fleets, independent fuel retailers (small chains and mom-and-pop gas stations) and California agriculture, among others.

Convenience store owners operate on slim margins and rely on high-volume foot traffic. The proposed tobacco ban ordinance could force the closure of hundreds of locations throughout the Bay Area and put 3,911 of your constituents out of work. Further, the local impact to the county will be deeply felt given that convenience stores generate over \$885 million dollars in revenue within the county, and pay over \$65 million in labor expenses.

15





### **Tobacco Retail License Restrictions**

The ordinance proposed for adoption would establish density and distance restrictions on tobacco retailers in the County. No new tobacco retailers would be allowed within 1,000 feet of a school or within 500 feet of an existing tobacco retailer. Existing retailers that currently operate within 500 feet of each other would be allowed to continue to operate. However, should one of these retailers decide to sell their business, the new owner would lose the right to sell tobacco. The ordinance also caps the number of tobacco retailers to 90 existing licensees. All these prohibitions will undoubtedly stunt economic growth as our members factor a number of elements when making decisions about where to grow and set up new stores. Taking away the ability for a potential new business to sell tobacco creates a significant disincentive for any company to consider coming into the County who also risks losing valuable sales tax revenues to neighboring jurisdictions that are more permissive of tobacco sales.

### **Sales Restriction on Flavored Tobacco Products**

Our members support sensible solutions to address the illegal sale of tobacco to minors, but we strongly question whether banning the sale of flavored tobacco products will actually reduce youth smoking and overall smoking rates. The proposed ordinance inherently ignores the fact that our members provide employee training as a way of prevent youth from gaining access to tobacco. Failure to comply with these rules come with harsh consequences and our members take this issue very seriously.

It is imprudent to level accusations that retailers are the cause of youth access to tobacco products. Just this year, California restricted the sale of tobacco products to persons under the age of 21 and imposes heavy fines on retailers that violate the law. This new law means that a customer has to have been an “adult” for three years prior to being legally able to purchase tobacco products.

Furthermore, a 2016 study by the U.S. Food and Drug Administration confirmed that the vast majority of youth under the age of 17 obtain tobacco products from “social sources,” including older friends, adult siblings and parents. And, lastly, on top of our own procedures and in-house undercover stings, the California Department of Public Health, California Tobacco Control Program 2015 Report indicates that retailers have about a 95%, or better, compliance rate for not selling products to California’s youth.

CIOMA urges that Board to refrain from passing a hasty, and misdirected ordinance that will hurt the family- and minority-owned businesses in their communities.

Sincerely,

A handwritten signature in black ink, appearing to read 'Ryan Hanretty', with a large, stylized flourish at the end.

RYAN HANRETTY  
Executive Director,  
CIOMA



---

**From:** Board of Supervisors, (BOS)  
**To:** BOS-Supervisors; Major, Erica (BOS)  
**Subject:** FW: Ban on Flavored Tobacco Products, Including Menhol - Support from San Francisco Marin Medical Society - File No. 170441

**From:** Steve Heilig [mailto:heilig@sfmms.org]  
**Sent:** Monday, June 12, 2017 10:59 AM  
**To:** Cohen, Malia (BOS) <malia.cohen@sfgov.org>; Breed, London (BOS) <london.breed@sfgov.org>; Farrell, Mark (BOS) <mark.farrell@sfgov.org>; Tang, Katy (BOS) <katy.tang@sfgov.org>; Kim, Jane (BOS) <jane.kim@sfgov.org>; Wiener, Scott <scott.wiener@sfgov.org>; Yee, Norman (BOS) <norman.yee@sfgov.org>; Fewer, Sandra (BOS) <sandra.fewer@SFGOV1.onmicrosoft.com>; Ronen, Hillary <hillary.ronen@sfgov.org>; Peskin, Aaron (BOS) <aaron.peskin@sfgov.org>; Safai, Ahsha (BOS) <ahsha.safai@sfgov.org>; Sheehy, Jeff (BOS) <jeff.sheehy@sfgov.org>  
**Cc:** Board of Supervisors, (BOS) <board.of.supervisors@sfgov.org>  
**Subject:** Ban on Flavored Tobacco Products, Including Menhol - Support from San Francisco Marin Medical Society

June 9, 2017

**RE: Sale of Flavored Tobacco Products;**

*Sponsors: Cohen; Safai, Breed, Farrell, Sheehy, Tang and Yee.*

Dear Supervisors:

The San Francisco Marin Medical Society strongly supports a ban on sale of flavored tobacco products, including menthol, being sold in San Francisco.

In fact, we have supported such a policy for years, and convinced the California Medical Association to do likewise: our proposal to them resulted in their statement that "CMA supports a full ban on menthol additives in tobacco products in order to curb smoking."

You will no doubt hear the many reasons why this is an important public health policy. We want you to know that the medical community is very much in agreement that this is a policy whose time has come.

For the health of San Franciscans, we urge you to adopt this proposed ordinance, which is firmly in line with our city's long history of minimizing harm from tobacco.

Thank you very much.

Sincerely,

Man-Kit Leung, MD  
President

\*\*\*  
STEVE HEILIG, MPH  
(415)561-0850x270  
San Francisco Marin Medical Society  
<http://www.sfmms.org>



BOS-11

From: Jeffrey Juarez  
1227 Hampshire Street  
San Francisco, CA  
To: Department of Public Works  
2323 Cesar Chavez St  
San Francisco, CA

I am writing to express my sincere opposition against Supervisor II, Nathaniel Mansker, for the Department of Public Works.

I was terminated 2/22/16 hired as permanent 7514 clarification terminated while on probation. My professional experience is with the Department of Transportation operator 2 classification

As a native San Franciscan and having past experience as a laborer for the Department of Transportation; I know that my safety was jeopardized on a daily basis and my rights and my co-workers rights were violated. Nathaniel Mansker cut corners in many ways. By not ordering the proper disposal of syringes, not giving workers sufficient lighting for dark alleyways.

i was not provided with safety blue suits nor rain gear in my size but still having to work with excrement and in the rain exposed to the elements.

DPW NOT PROVIDING workers with safety boots as osha law and M.O.U. clearly states to provide to its workers, not rain boots, but actual work boots in case of a disaster and sharp objects. Many workers including supervisors were not given boots in a reasonable matter of time DPW should have the record of proof of purchase and the time workers were hired for verification, i asked Nathaniel Mansker about work boots. Workers safety and the public's safety were subject to danger in my experience under Nathaniel Mansker.

This was a program Nathaniel planned out and set up specific safety standards with the approval of DPW to protect workers which ultimately he does not respect. Nathaniel did not operate with in company policy nor did he set the example as a leader to insure workers safety 1st nor did Nathaniel set the example by training other supervisors on probation to operate with in company policy and to respect the

M.O.U. agreed by the city and county of San Francisco.

I witnessed how Nathaniel Mansker makes his own rules as working through breaks, not having sufficient lighting for uneven asphalt, syringes, garbage excrement, glass. We did not have a road close sign to communicate to the public for public safety to communicate road closed to work being preform operating as a crew and having are backs towards traffic having a loud axillary motor on with no look out for safety not creating a safe work space.

We did not pick up syringes and if we did we would toss them into the rear bed of the truck mixed in the garbage and create a hazardous situation for the worker.

Nathaniel did not listen to workers concerns about their safety, not exercising safety tailgates enough working at nights, working in dark alleyways and if we were having a company safety meeting wich happens onece every two weeks did not apply equal treatment to questioning all workers and even let workers mingle in and out the meetings without the same treatment as i received.



Nathaniel and his probation

supervisors did not feel the need to work and help get the job done as a team to help workers not feel over exhausted to help workers when they are down a man to guarantee the job to get done.

I believe we all have a important roll as a public servent a responsibility to make it a team effort no matter how long you've worked for the DPW we have a duty as public servents, to ourselves, to the public and residents of San Francisco.

It is the up most importance the Department understands and comes to terms for the neglect that i speak of that workers safety is their obligation to protect workers and apply fair treatment equal treatment distributed in a crew.

Nathaniel and the DPW not providing protective blue suits to employees to protect them when working cleaning excrement and exposure to bed bugs does not only affect the worker but his household and family.

The suits are disposable and intended for one time use only. I was not provided with blue suits. I witnessed my co-worker reuse the same suit because none were available. Mansker cut corners on safety and proper training. For example, workers were not given training on how to safely work around trailers attached to a work truck, I was written up due to altercation i had with a worker not knowing how to safely perform around truck and trailer.

Blue sheets were not given to laborers to document the work progress being made, Blue work sheets were given only to the truck operators to manipulate when actual breaks were taken instructed by Nathaniel Mansker and when there was not any sweeper available i wonder who filled those blue sheets out for all the workers.

Under Nathaniel Mansker we did not operate under the memorandum of Understanding Contract for Laborer Union 261 Bargaining Agreement.

Nathaniel Mansker has shown incompetence with his inability to properly train other working supervisors on probation by not leading by example. Mansker failed to strengthen the important trust with his labor team especially with my termination.

I believe my termination was due to my questioning of his unsafe practices and asking for breaks making me feel as a less of a worker also confronting him on talking bad about the crew I was on to another worker while i was litter picking.

I told my co-workers about what i had witnessed.

I will not stand by in fear to hear my coworkers concerns amongst ourselves. I will not give up my voice when I see workers and personally experience the inability to safely perform our job duties.

Mansker is a morally unethical personality. He finds it amusing to photograph derelict individuals in various unfortunate circumstances; that is, while nude, sleeping, sick or defecating. He believes it is comical and shows these photos to other employees. This is not humorous or interesting- it is disgusting and unscrupulous to humiliate the downtrodden population of people in San Francisco.





When having a Supervisory position, as Mansker holds this position, the least he can do is be respectful to his fellow man if he cannot act in a morally human way and be respectful of the company and his position.

Nathaniel Mansker forgets when he thinks no one is watching his workers are witness to his poor actions.

Injustice anywhere is a threat to justice everywhere.

Martin Luther king Jr.

Sincerest regards,

Jeffrey J. Juarez

Ps,

This will go on record every year date of my termination. I will certify mail this hand mail it email it and read it to all supervisors in a hearing, i will attend the hearings and express my concerns about Nathaniel, DPW, labor union 261

No worker should be left behind,  
treated differently, treated poorly and discriminated against.

We are a country with laws and regulations,

I believe deeply in the RULE of LAW and the Constitution of the United States our Democracy that makes this country and the city and county of San Francisco so great from the rest of the world.

Im a union man that paid his dues and believes in the M.O.U. the bargaining agreement DPW and the Union made for all laborers that should be respected.



## Board of Supervisors

RE: Jeffrey Juarez and the San Francisco Department of Public Works:

I am an honest, hardworking individual that respects his clients, coworkers and all people. I see my enemies as people. I am very forgiving. I practice human kindness. My religion is love.

I try to be a great team member; and I always practice honesty. I am an injured worker, and getting back to being a laborer was very exciting to me. In going back to working labor I wanted to practice safety. Safety not to reinjure myself and to not have a coworker experience the same. I have had a coworker die on the job, Sean Merriment, on April 5, 2006. While working for CalTrans.

There is such a thing as not exercising enough safety. I believe that workers that not having a safe workplace is equivalent to a worker not having a safety vest on. When my coworkers set foot outside of the work truck, mine does as well, to back him or her up in our job.

I have never experienced any retaliation or targeting before at any workplace. I find it deeply troubling that whatever is going on with with the way that worker safety is being handled-- it is surely not first on their agenda. There are safety programs and classes. I have gotten labor work and have had little to no experience or been certified. I have also received safety classes after already completing the work.

The Union did not represent me. They did not take any interest in the labor issues that were occurring that led to my termination. I feel strongly that we need a democratic voice to represent all workers equally and to take their complaints seriously. Somewhere along the way our voices are being silenced. Workers basic rights are under attack at San Francisco DPW.

Sincerely,

Jeffrey J. Juarez



Affidavit in support of Jeffrey Juarez

Gloria Stevens  
155 21<sup>st</sup> Ave.  
San Francisco, CA 94121

"Jeffrey is a hardworking, caregiver. He works all hours, both day, and night. For me, it is from 9PM to 6AM, seven days a week. Especially if a client is in need for an appointment or for an urgent transport. He makes sure he takes good care of all his clients. He is honest and has integrity for people.

Up on 19<sup>th</sup> Ave stopped to assist an elderly woman, when no one would stop to help and walked her into home; made sure she got to her home safely and was not left alone. He even left his personal business wheelchair that he made available to her; and her comfort.

Jeffrey is very much into safety; in my opinion he was fired without cause; people have to show safety and procedure. He is very dedicated to clients' safety and to his own safety. He carries me up and down my steps when getting me home. I feel that he cares for me well, especially in transport. He is comforting and I feel that I am in good hands with him. He always goes above and beyond for me and his other clients as well.

He is a great person, I believe he will always stop and help. He likes to do his job, and do it well. "

Signed,

Gloria Stevens  
San Francisco, CA  
6/12/17

G.S.  
415 386-8415

Jeffrey helped my mother in law and  
he should be commended for his actions.

George Pang Monrefany

415-699-7743

611 38th Ave

S.F. CA 94121



June 8, 2017

To Whom it May Concern:

I have known Jeffrey Juarez in a personal and professional capacity for almost two years. We both work in the same industry transporting wheelchair clients back and forth to their appointments. I consider Jeffrey an extremely close and personal friend. Over the past couple of years, I have had to deal with some very hard personal problems in which Jeffrey has supported me during that time. He is one of the most honest, loyal, and caring people I have ever met in my life. I have been fortunate enough to meet and get to know his family as well.

Jeffrey's continued success of his business is represented because of his integrity and dedication to his clients. Because of these qualities, I support Jeffrey 100 percent for any recommendation.

Please feel free to contact me at 415-810-4685 should you like to discuss any additional information about Jeffrey Juarez. I would be happy to expand on my recommendation.

Sincerely,

Charles E. Harris







4G LTE 50% 8:21 PM

< **Alfredo Sfo**  
+14152445617



Mon, Jun 12, 2017 8:20 PM

To home it concern I like to cheer my work experience in support to my ex co worker Jeffrey Juarez fro out the time he work at SFO. Jeffrey did his job always in the best possible way he can, he is a nice person to get along and a good laborer making a good team effort as a temporary as needed for 6 months. He safely has good work ethics. I never have a problem or complain with hem. In my opinion over all he deserves a chance.

Sincerely. Fred Sandova  
IDSW43455





Jeffrey Juarez &lt;jeffreyjosejuarez@gmail.com&gt;

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**Workers rights worker safety**

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Jeffrey Juarez &lt;jeffreyjosejuarez@gmail.com&gt;

Fri, May 26, 2017 at 6:48 PM

To: CJones@dir.ca.gov, dpw@sfdpw.org, vitus.leung@sfdpw.org, nancy.george@sfdpw.org

Hello i write this letter in support of Lolita Roberts public servant Supervisor 1  
2323 Cesar Chavez st San Francisco Department of Public Works.

I am deeply troubled by the termination of Lolita Roberts a good laborer a great supervisor respected by me and many laborers, she is a African American minority and a mother of one.  
Lolita Roberts child of 11 looks to her for her well being and economic stability.

I am very worried about what arised to what or who made the poor decision to terminate this good Supervisor Loita Roberts.

The way i met Lolita Roberts is that I had a problem with my supervisor Nathaniel Mansker about not downing equipment that needed repairs.  
I was very scared to down the work truck and my shop steward said he could not be the one to fill out the paper work that put me under great amount of stress.  
Lolita Roberts came to my rescue at a difficult time in need to be able to perform my duties efficiently. she signed the paper work I needed for the truck to under go necessary repairs. To me she is a great person of character stepping up to the task to help a fellow laborer put in a difficult situation by another supervisor.

The second time i came across Lolita Roberts i believe to be new years eve or the super bowl event end of 2015 or January Feb 2016.

I was driving n/b market and powell at 12am to 2am she was working shoveling all the garbage into her truck.

A homeless man flipped over all the plastic garbage containers on to the side walk,  
It was about 16 large garbage barrels that were for a city building that belong to sunset scavenger.

I immediately stopped to help a fellow laborer that needed assistance for a large substantial amount of garbage that required man power to clean up.

It was so much garbage that a sunset scavenger operator with a Packer stop to help clean up the excessive disaster a homeless made.

I remember watching other laborers pass by in city trucks and not even asking if we were ok? If we needed help.

I strongly advise to reconsider this poor thought out decision.

Supervisors Claim loyalties to management is a big problem at DPW as i experienced the targeting that lead up to my termination.

I see supervisor aim for productivity to please management with a complete disregard for safety.  
Supervisor push workers to their maximum and see how far they can step on workers rights before it becoming a problem with no disciplinary auctions toward abuse of a supervisor making management happy.

I pray and hope this was not the cuase for her termination. She works in a toxic work place predominantly men.

Lolita Roberts is apart of the labor community and she connects with workers as people in DPW and she deserves better treatment as a dedicated public servant.



What message are you sending out to all workers with careless termination that are not transparent and bias.

Again please reconsider  
Sincerely Jeffrey Juarez



**Qualified Loader/ Backhoe Operator**

Jeffrey Juarez has successfully completed operator safety training for Heavy Equipment/ Skid Steer Backhoe/ Loader Safety as per Fed 1926.20 (a) (4) and Cal OSHA 1510 (b) requirements. Student has also demonstrated safe skills operating the equipment. They are now recognized as a "Qualified Operator"

**TURNER SAFETY**  
Fed-Cal OSHA Construction Safety Training

Trainer- Steve Turner, AIM  
OSHA Construction Trainer U-00325411  
*Steve R. Turner*

Completion Date 12-28-15

**Qualified Backhoe Operator**  
JEFFREY JUAREZ has completed safety testing and demonstrated skills as a Backhoe Operator. This training meets Cal/OSHA's 1510 (b) requirement for operator training.

**LOADER BACKHOE**  
TURNER SAFETY  
Fed-Cal OSHA Construction Safety Training  
www.turnersafety.com • 510-354-6915

STATE OF CALIFORNIA



CERTIFICATE OF RECOGNITION

**Jeffery Juarez**  
SFMTA Taxi and Accessible Services

*Congratulations on the occasion of being honored by the San Francisco Municipal Transportation Agency for your exemplary customer service. Community members who require access to reliable and friendly transportation are the beneficiaries of your dedication and commitment. Congratulations!*

*Mark Leno*  
MARK LENO  
Senator, 11<sup>th</sup> District  
March 26, 2015

CERTIFICATE OF APPRECIATION

AWARDED TO

**JEFFERY JUAREZ**

SAN FRANCISCO MUNICIPAL TRANSPORTATION AGENCY

Taxi and Accessible Services Division commends you for your  
Outstanding Excellent Customer Service



AWARDED APRIL 30, 2015

*Edward D. Reiskin*  
Edward D. Reiskin, Director of Transportation



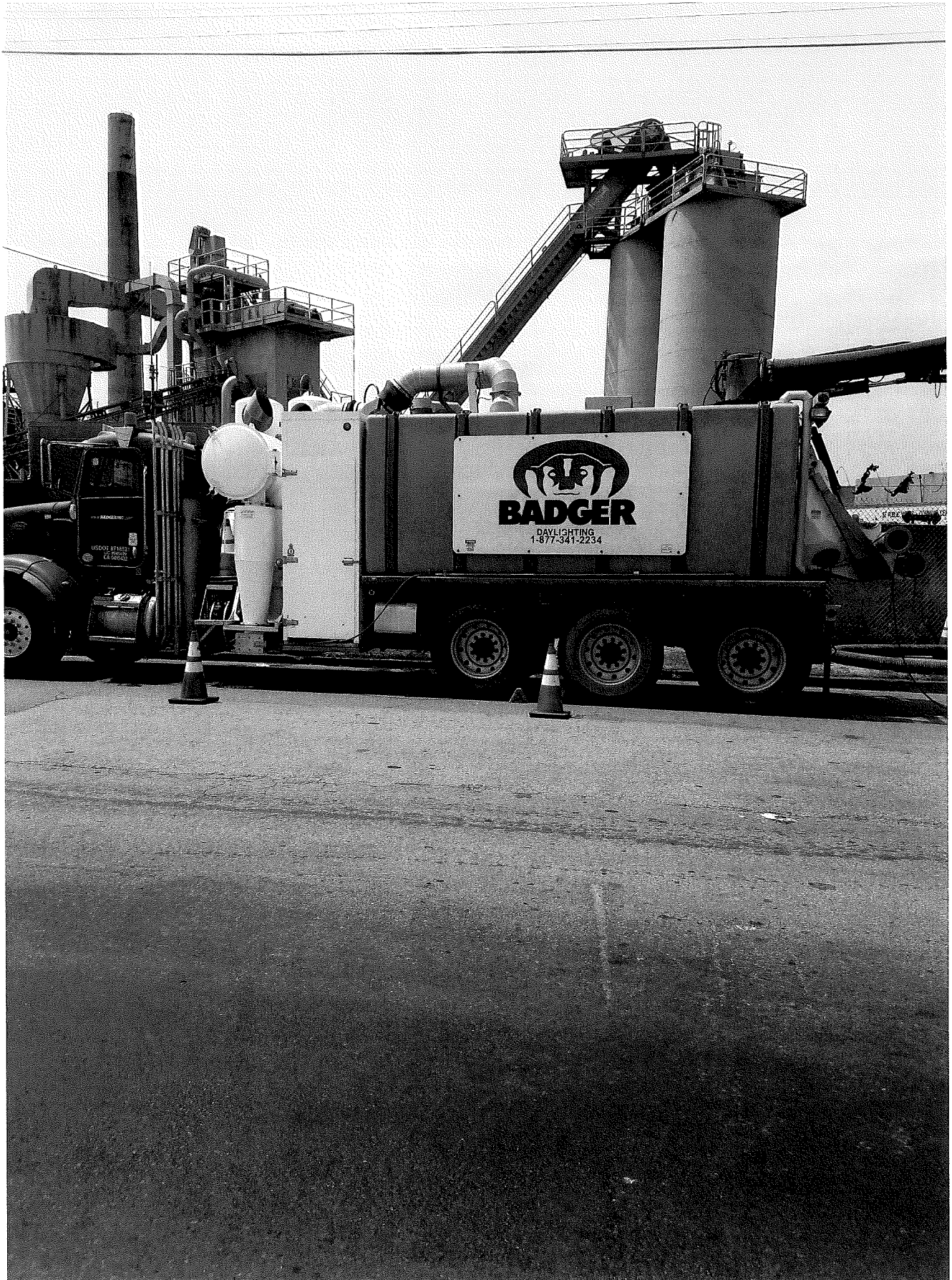




Public Safety

Good Example. Roadwork Ahead sign, lookout











Not experienced, gets rain gear as you can see

Workers that have many years working can stand around while others work





*NO look out for worker, very unsafe practice.*







*NO Right Lane Closed or NO Roadwork ahead*





*No Roadwork Ahead for public safety*















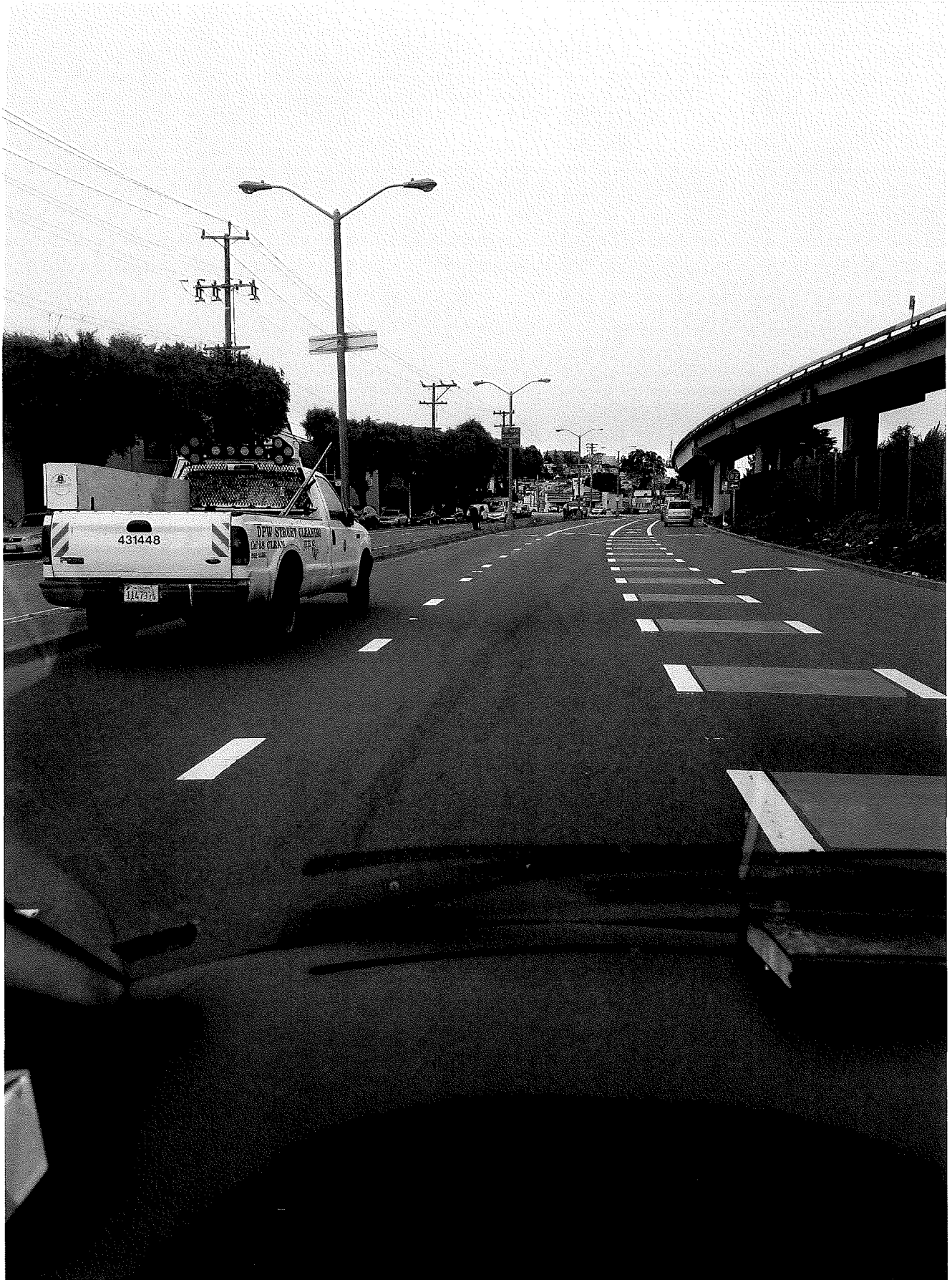






*unsafe workspace, no public safety,*





*Not a safe workspace*







*Walking against traffic having no respect for safety*











*Two workers can use This truck for safety*







Blind curve no advance warning for public safety & worker safety



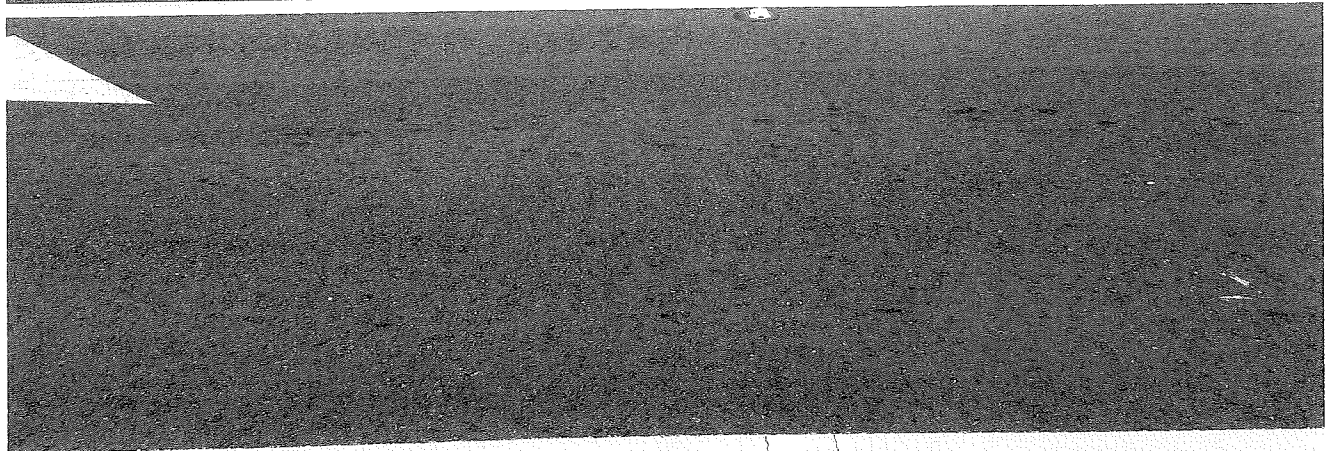




























No Shoulder work ahead No Road work ahead No public safety  
<http://mail.google.com/mail-static/link=email-main-en.Tn7evGUdrto.O/m=pds.pdi...> 6/12/2017





*good example for public safety*



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**To:** Aaron Goodman  
**Cc:** BOS-Supervisors; Wong, Linda (BOS)  
**Subject:** FW: File No. 170093 - MOHCD to Monitor Student Housing

**From:** Aaron Goodman [<mailto:amgodman@yahoo.com>]  
**Sent:** Monday, June 12, 2017 12:24 PM  
**To:** Board of Supervisors, (BOS) <[board.of.supervisors@sfgov.org](mailto:board.of.supervisors@sfgov.org)>; Secretary, Commissions (CPC) <[commissions.secretary@sfgov.org](mailto:commissions.secretary@sfgov.org)>  
**Subject:** File No. 170093 - MOHCD to Monitor Student Housing

SFBOS -

RE: File No. 170093 - fee for MOHCD to Monitor Student Housing

I am writing to provide input and concern on the proposal for the proposal for the MOHCD to monitor student housing and developments.

The concern stems from the MOHCD not possibly being independent enough (\*need a third party) from developers and existing projects to look objectively at the impacts of institutional growth and the damage it has caused to essential housing citywide. As city funds come from proposals and projects, and the need to determine past impacts has to date been seriously ignored by lacking studies (nexus or other) to determine the effects of student enrollment increases and developments of Academic campuses. There have been occasions where people employed by firms touting projects have gone to work for academic civic positions in planning and vice-versa, so there are concerns about best interests, and how to ensure that the MOHCD when "monitoring" the effects of student housing and rapid development take into account their increases in enrollment and affect on essential housing stock citywide.

Academy of Art  
CCAC  
SFSU-CSU  
UC Berkeley  
UCSF  
USF  
CCSF (future proposals)

These programs (a limited array) and other institutional and academic programs affect greatly the housing stock in pricing and availability citywide. It is critical to review the impacts of housing and especially student housing as it is a known "profitability" zone adjacent to public/private schools and universities with many people trying to relocate adjacent or near schools in efforts that become "redlining" and more discriminatory housing practices, which can lead to flipping and more predatory real estate practices.

As I cannot attend, I wanted to submit my concerns for the issues of the fee's and where the funding for the adequate monitoring of campus/campus housing development and displacement and gentrification of neighborhoods coincide.

A.Goodman D11



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**From:** Board of Supervisors, (BOS)  
**Sent:** Wednesday, June 21, 2017 10:56 AM  
**To:** BOS-Supervisors; Jalipa, Brent (BOS); Lew, Lisa (BOS); Somera, Alisa (BOS)  
**Subject:** FW: 240 Chenery Street, San Francisco, CA; Block /Lot No.: 6685/006A; Case No.: 2015-003919DRPVA  
**Attachments:** 2017.06.13.BOS Ltr 240 Chenery FINAL.pdf

**From:** Toyer Grear [mailto:toyer@lozeaudrury.com]  
**Sent:** Tuesday, June 13, 2017 5:31 PM  
**To:** Board of Supervisors, (BOS) <board.of.supervisors@sfgov.org>  
**Cc:** Richard Drury <richard@lozeaudrury.com>  
**Subject:** 240 Chenery Street, San Francisco, CA; Block /Lot No.: 6685/006A; Case No.: 2015-003919DRPVA

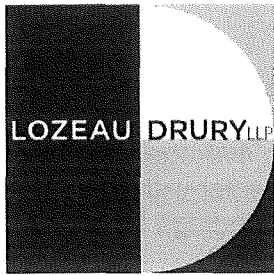
Dear Board President Breed and Honorable Members of the Board of Supervisors,

Attached please find Appellant's Request for Compliance with Maher Ordinance, Denial of Variance, and CEQA Review. Please note a hard copy will follow by U.S. first class mail. If you have any questions, please feel free to contact our office.

Sincerely,  
Toyer Grear  
Office Manager / Legal Assistant  
Lozeau Drury, LLP  
410 12th Street # 250  
Oakland, CA 94607  
email: [toyer@lozeaudrury.com](mailto:toyer@lozeaudrury.com)  
phone: 510-836-4200  
fax: 510-836-4205







T 510.836.4200  
F 510.836.4205

410 12th Street, Suite 250  
Oakland, Ca 94607

www.lozeaudrury.com  
richardl@lozeaudrury.com

BY EMAIL AND US MAIL

June 13, 2017

Board President London Breed and  
Honorable Members of the Board of Supervisors  
c/o Ms. Angela Calvillo, Clerk of the Board of Supervisors  
City and County of San Francisco  
1 Dr. Carlton B. Goodlett Place, Rm. 244  
San Francisco, CA 94102-4689  
[Board.of.Supervisors@sfgov.org](mailto:Board.of.Supervisors@sfgov.org)

RE: 240 Chenery Street, San Francisco, CA; Block /Lot No.: 6685/006A;  
Case No.: 2015-003919DRPVAR;  
Building Permit: 2015.04.15.3735 and 2015.04.15.3737  
Request for Compliance with Maher Ordinance, Denial of Variance, and CEQA  
Review

Dear Board President Breed and Honorable Members of the Board of Supervisors:

I am writing on behalf of Mr. Knut Akseth concerning a proposal to replace an affordable 1,200 square foot, 2+ bedroom home with two luxury mansions totaling 8,485 square feet and 9-bedrooms in a quiet residential neighborhood in Glen Park at 240 Chenery Street, San Francisco, CA (Block/Lot No. 6685/006A) ("Project"). We are concerned about the Project because:

- The Project will replace an affordable housing family unit with two luxury mansions, eroding the City's already scarce stock of affordable family housing.
- The Project appears to violate the City's Maher Ordinance, since the Project site is on the City's Maher Map of potentially contaminated sites, and will require far more than 50 cubic yards of excavation. City staff inexplicably issued a Maher Waiver to the for-profit developer. As a result, the construction threatens to expose area residents to potentially contaminated soil during construction. This is a particular concern to Mr. Akseth since his wife is recovering from leukemia and has a weakened immune system and heightened susceptibility to toxic chemical exposure.
- The Project admittedly violates Section 134 of the City's Planning Code, which requires 45% open space to promote neighborhood livability by providing access

to light and air. The Zoning Administrator granted a variance allowing the developer to violate the 45% open space requirement and cover almost the entire lot with buildings, despite the fact that homes in the area average less than 2,000 square feet, the Project would be completely out-of-character with the neighborhood, and the Project meets none of the five required findings for a variance.

- The Project violates the California Environmental Quality Act ("CEQA"). CEQA review is required for any project on the Maher Map that will involve more than 50 cubic yards of soil disturbance. The City staff made the clearly erroneous finding that the Project will not require 50 cubic yards of soil disturbance and therefore issued a CEQA exemption.

Mr. Akseth is a long-term resident of the Glen Park neighborhood living directly adjacent to the property at 240 Chenery. For decades the property has had a small 1,200 square foot single family home with 2 legal bedrooms and one unpermitted bedroom. Recently, a for-profit developer purchased the property and proposes to construct two massive luxury homes on the lot. One of the proposed homes would be 5,661 square feet and the other would be 2,824 square feet, for a total of **8,485 square feet and 9 bedrooms** – 7 times larger than the existing home. The Project includes a 4-car underground garage. This development would be totally out of character with the neighborhood, where houses are typically less than 2,000 square feet.

We are writing to you as the City's ultimate decision-makers because we believe that the Project could set a dangerous City-wide precedent of replacing affordable housing with out-of-scale, luxury development. In this situation, the Zoning Administrator has granted a variance that will allow an affordable 1,200 square foot home to be replaced with two massive luxury homes totaling 8,485 square feet and 9 bedrooms. (Exhibit 1 (Project drawings)). Worse yet, the homes would violate the zoning code, which requires 45% open space on each lot. The homes are so large that there would be almost no open space left on the lot. Such intensive development is completely out of character with the neighborhood. As discussed in the attached brief to the Board of Appeals, the Project does not meet any of the five factors required for a variance. (Exhibit 2 (Board of Appeals Brief)).

Furthermore, the property at 240 Chenery is on the City's Maher Map of potentially contaminated properties. (See, Exhibit 3 (Maher Map)). The listing appears appropriate since the property was used for many decades as an illegal, unpermitted sign and truck painting business. (See, Exhibit 4 (Glen Park News)). Certified hydrogeologist Matthew Hagemann, C. Hg., has provided analysis showing that it is likely that there is toxic soil contamination at the property given its past use. He has also calculated that the Project will require more than 250 cubic yards of soil removal due to the large 4-car underground garage and other underground portions of the Project. (Exhibit 5 (SWAPE Letters)) Even further excavation is contemplated under the existing house and rear yard. Despite these facts, City staff granted a Maher Waiver to the developer, allowing the Project to avoid compliance with the Maher Ordinance,

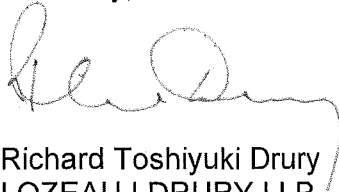
which would have required analysis and clean-up of soil contamination. Since the Project is proposed to be constructed on a potentially contaminated site, and will require far more than 50 cubic yards of soil removal, the Maher Waiver was in error.

Finally, the City issued a CEQA exemption for the Project. (Exhibit 6 (CEQA Exemption)). However, a CEQA exemption is improper for any Project proposed on a site that is on the Maher Map of potentially contaminated sites that will require more than 50 cubic yards of soil disturbance. The City made the clearly erroneous finding that the Project will not require more than 50 cubic yards of soil disturbance. As discussed above, the Project will require more than 250 cubic yards of soil disturbance on a potentially contaminated property. The CEQA exemption was therefore in error.

We urge the Board of Supervisors to direct City staff to require compliance with the Maher Ordinance and CEQA to ensure that the public is properly protected from any toxic chemicals in the soil at the Project site. We also urge the Board of Supervisors to direct City staff to reverse the Zoning Administrator's variance decision. (The variance decision will be considered by the Board of Appeals on June 21 at 5:00 p.m.).

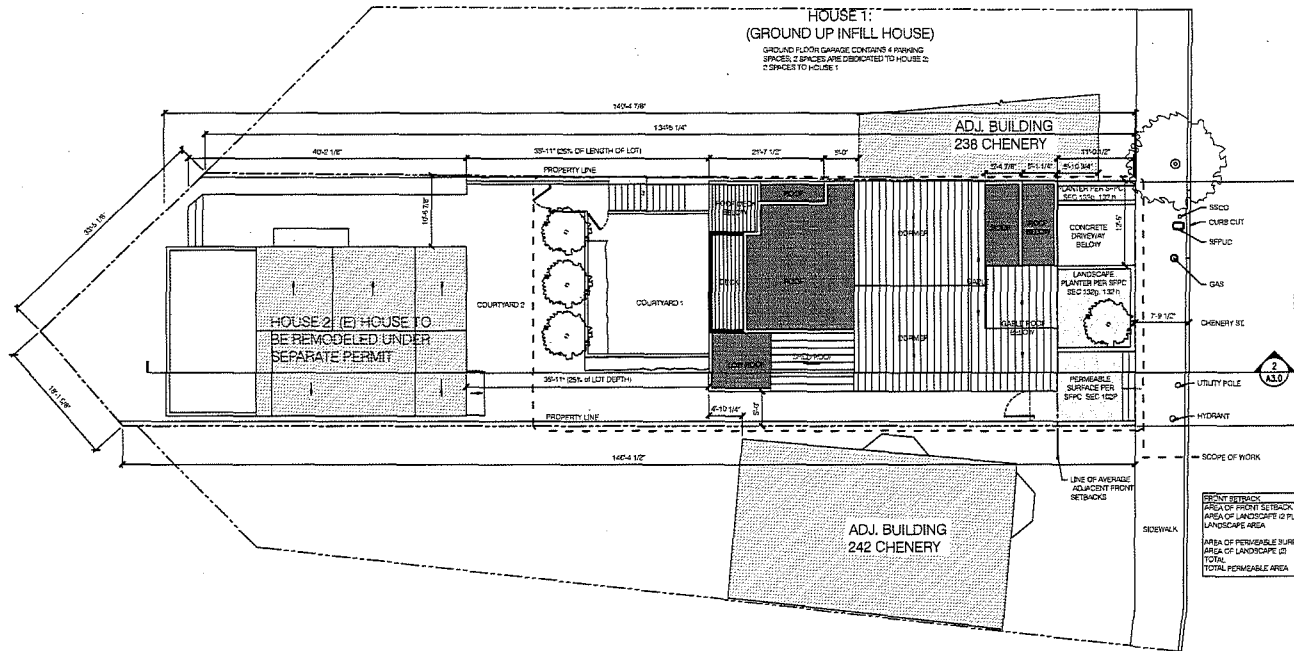
Thank you for considering our concerns.

Sincerely,



Richard Toshiyuki Drury  
LOZEAU | DRURY LLP  
Attorneys for Knut Akseth

# EXHIBIT 1



FRONT SETBACK	= 432 SF
AREA OF FRONT SETBACK	= 152 SF
AREA OF LANDSCAPE (O PLANTERS)	= 38%
LANDSCAPE AREA	= 88 SF
AREA OF PERVIOUS SURFACE	= 152 SF
AREA OF LANDSCAPE (O)	= 240 SF
TOTAL	= 240 SF
TOTAL PERVIOUS AREA	60%

**MAK STUDIO**

1963 Mission Street, Suite 207, San Francisco, CA 94103  
Tel: 415.897.2841 Fax: 415.897.2841

**CONSULTANTS**  
**ARCHITECT**  
 MAK STUDIO  
 1963 MISSION STREET, SUITE 207  
 SAN FRANCISCO, CA 94103  
 TEL: 415.897.2841 FAX: 415.897.2841  
**ENGINEER**  
 CIVIL ENGINEER  
 1000 MARKET STREET, SUITE 100  
 SAN FRANCISCO, CA 94102  
 TEL: 415.398.1100 FAX: 415.398.1101  
**LANDSCAPE ARCHITECT**  
 LANDSCAPE ARCHITECT  
 1000 MARKET STREET, SUITE 100  
 SAN FRANCISCO, CA 94102  
 TEL: 415.398.1100 FAX: 415.398.1101  
**CONTRACTOR**  
 CONTRACTOR  
 1000 MARKET STREET, SUITE 100  
 SAN FRANCISCO, CA 94102  
 TEL: 415.398.1100 FAX: 415.398.1101  
**PERMITS**  
 PERMITS  
 1000 MARKET STREET, SUITE 100  
 SAN FRANCISCO, CA 94102  
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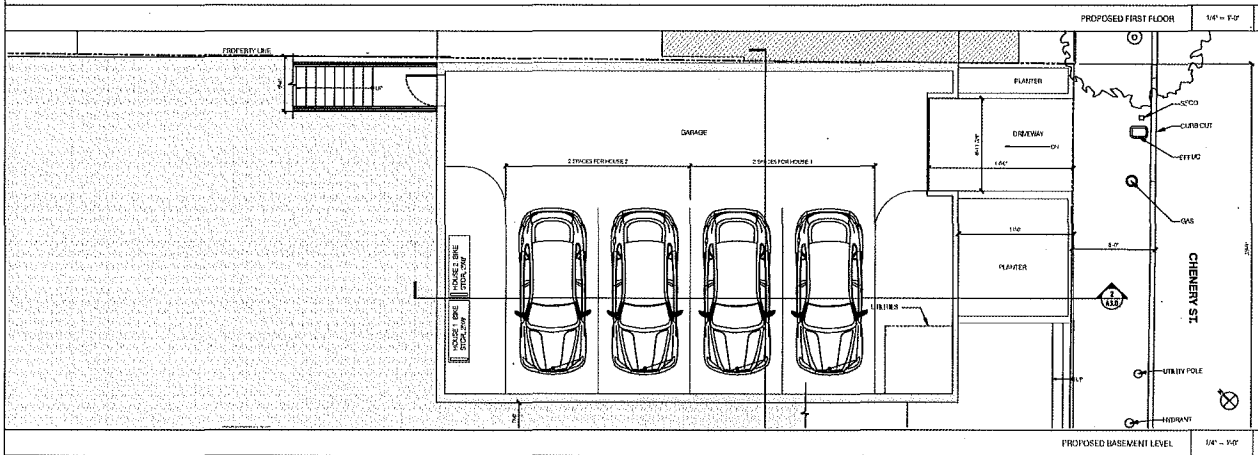
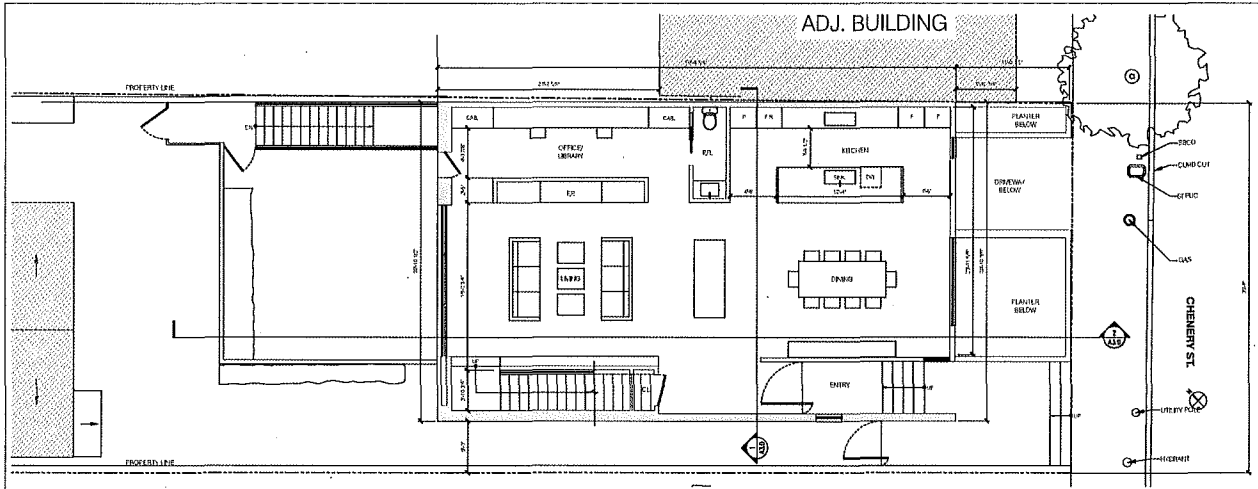
**240 CHENERY**  
 240 CHENERY ST.  
 SAN FRANCISCO, CA 94131

STAMP

REVISIONS	DATE
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▲ RPT (2/28/15)	05/13/15
▲ RPT (2/28/15)	05/28/15
▲ NEIGHBOR REQUESTED	04/27/15
▲ DR REVISION	07/14/15

Proposed Site Plan  
 SCALE  
 DRAWN BY: P.D.

**A0.2**



**MAK STUDIO**  
 1025 FINE LINE BLVD, SAN FRANCISCO, CA 94103  
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**COLEMAN**  
 200 CALIFORNIA ST., SAN FRANCISCO, CA 94102  
 TEL: 415.398.1111 FAX: 415.398.1112

**240 CHENERY**  
 240 CHENERY ST., SAN FRANCISCO, CA 94131

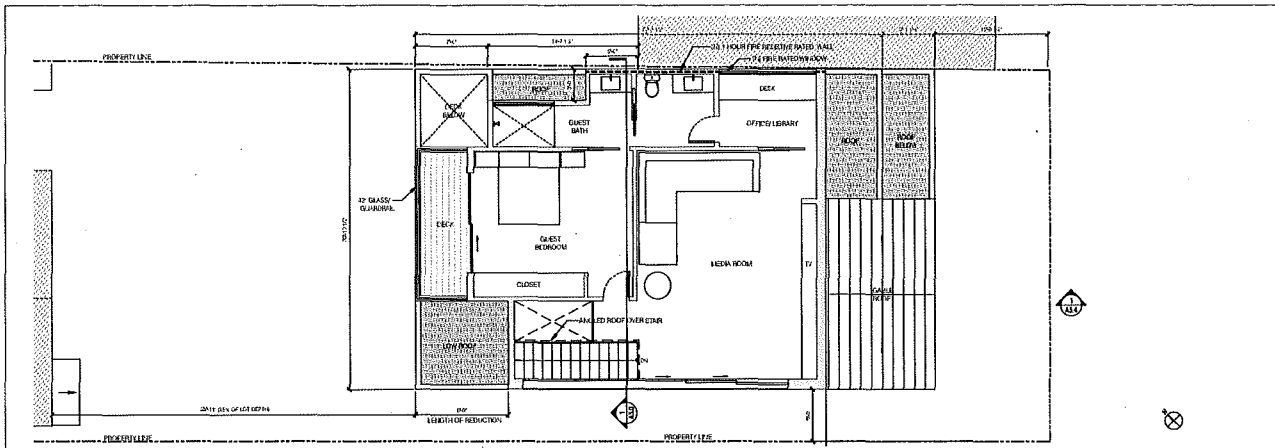
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**House 1: Proposed Garage and Ground Floor Plans**

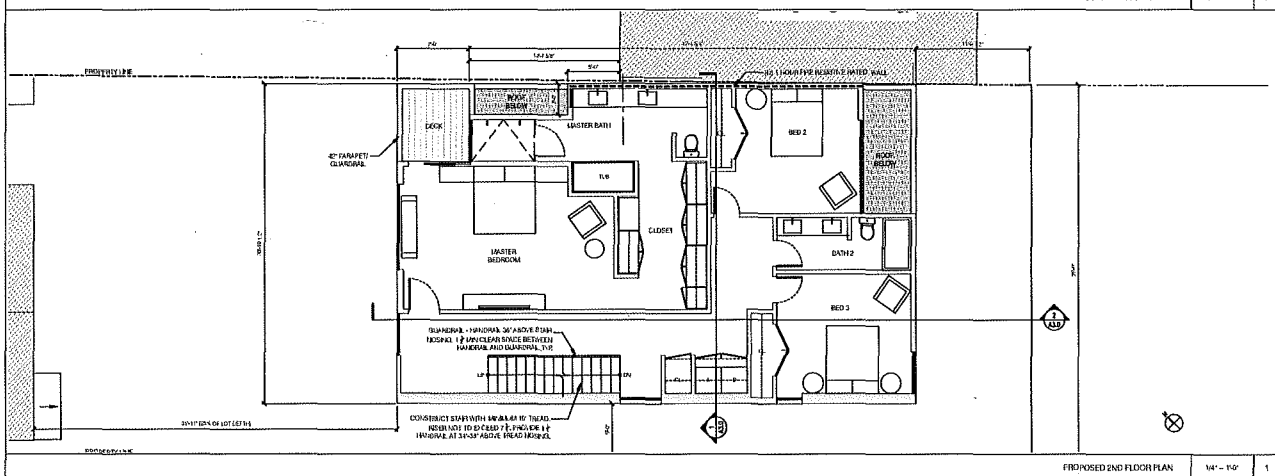
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**A2.0**

REVISIONS:  
 2016.11.08.AM



PROPOSED 3RD FLOOR PLAN 1/4" = 1'-0" 2



PROPOSED 2ND FLOOR PLAN 1/4" = 1'-0" 1

**MAK STUDIO**  
 101 PINEWOOD LANE, SUITE 100, SAN FRANCISCO, CA 94115  
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**240 CHERNEY ST.**  
 SAN FRANCISCO, CA 94101

STATUS

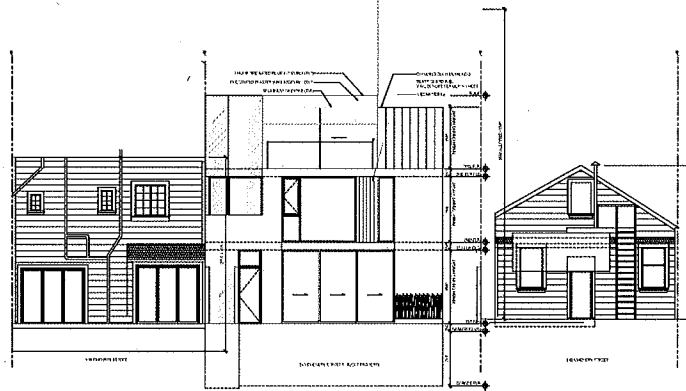
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House 1:  
 2nd and 3rd Floor Plans

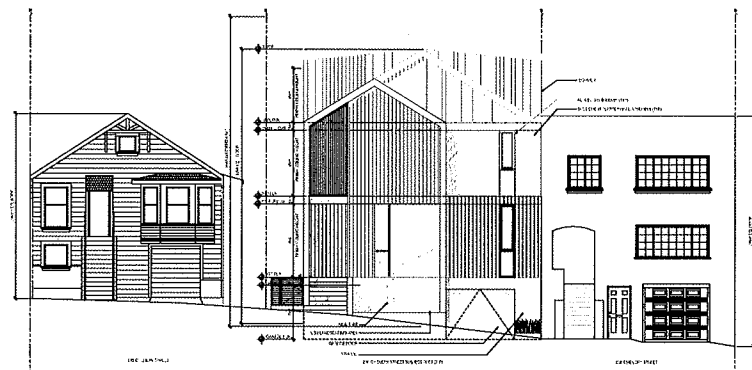
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**A2.1**

DATE: 02/15/13 3:25 PM



PROPOSED WEST ELEVATION 3/16" = 1'-0" 2



PROPOSED EAST ELEVATION 3/16" = 1'-0" 1

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**240 CHERNEY ST.**  
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SCALE

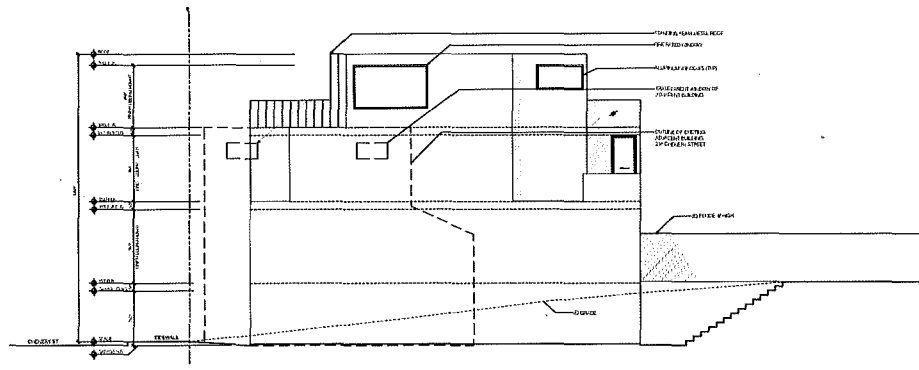
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**ELEVATIONS**  
 SCALE  
 DIMENSIONS IN FEET

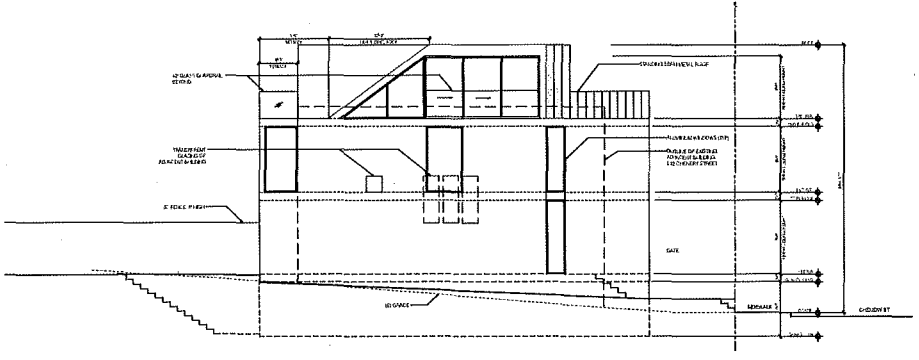
**A2.2**

3/16" = 1'-0"





PROPOSED NORTH ELEVATION 3/16" = 1'-0" 2



PROPOSED SOUTH ELEVATION 3/16" = 1'-0" 1

**MAK STUDIO**  
 1071 MARKET STREET, SUITE 200, SAN FRANCISCO, CA 94102  
 TEL: 415.774.1111 FAX: 415.774.1112

**COMMENTS**  
 1. SEE ARCHITECTURAL SPECIFICATIONS FOR MATERIALS AND FINISHES.  
 2. SEE ARCHITECTURAL SPECIFICATIONS FOR WINDOW SCHEDULE.  
 3. SEE ARCHITECTURAL SPECIFICATIONS FOR DOOR SCHEDULE.  
 4. SEE ARCHITECTURAL SPECIFICATIONS FOR STAIR SCHEDULE.  
 5. SEE ARCHITECTURAL SPECIFICATIONS FOR ELEVATION SCHEDULE.  
 6. SEE ARCHITECTURAL SPECIFICATIONS FOR SECTION SCHEDULE.  
 7. SEE ARCHITECTURAL SPECIFICATIONS FOR DETAIL SCHEDULE.  
 8. SEE ARCHITECTURAL SPECIFICATIONS FOR FINISH SCHEDULE.  
 9. SEE ARCHITECTURAL SPECIFICATIONS FOR LIGHTING SCHEDULE.  
 10. SEE ARCHITECTURAL SPECIFICATIONS FOR MECHANICAL SCHEDULE.  
 11. SEE ARCHITECTURAL SPECIFICATIONS FOR ELECTRICAL SCHEDULE.  
 12. SEE ARCHITECTURAL SPECIFICATIONS FOR PLUMBING SCHEDULE.  
 13. SEE ARCHITECTURAL SPECIFICATIONS FOR HEATING SCHEDULE.  
 14. SEE ARCHITECTURAL SPECIFICATIONS FOR COOLING SCHEDULE.  
 15. SEE ARCHITECTURAL SPECIFICATIONS FOR VENTILATION SCHEDULE.  
 16. SEE ARCHITECTURAL SPECIFICATIONS FOR SOUND ATTENUATION SCHEDULE.  
 17. SEE ARCHITECTURAL SPECIFICATIONS FOR ENERGY EFFICIENCY SCHEDULE.  
 18. SEE ARCHITECTURAL SPECIFICATIONS FOR ACCESSIBILITY SCHEDULE.  
 19. SEE ARCHITECTURAL SPECIFICATIONS FOR SAFETY SCHEDULE.  
 20. SEE ARCHITECTURAL SPECIFICATIONS FOR SECURITY SCHEDULE.

**240 CHENERY**  
 240 CHENERY ST.  
 SAN FRANCISCO, CA 94101

SHAPE

NO.	DESCRIPTION	DATE
1	PRELIMINARY	02/15/16
2	REVISED	03/15/16
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7	REVISED	08/15/16
8	REVISED	09/15/16
9	REVISED	10/15/16
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11	REVISED	12/15/16

**ELEVATIONS**  
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**A 2.3**  
 SHEET NUMBER  
 7/25/2016 11:40 AM



MAK STUDIO

1121 Mission Street, Suite 200, San Francisco, CA 94103  
Tel: 415-774-1121 Fax: 415-774-1121

**CCALLER'S**  
Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_  
Phone: \_\_\_\_\_  
E-mail: \_\_\_\_\_  
Project Name: \_\_\_\_\_  
Project Address: \_\_\_\_\_  
Project City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_  
Project Phone: \_\_\_\_\_  
Project E-mail: \_\_\_\_\_  
Project Start Date: \_\_\_\_\_  
Project End Date: \_\_\_\_\_  
Project Status: \_\_\_\_\_  
Project Description: \_\_\_\_\_  
Project Budget: \_\_\_\_\_  
Project Manager: \_\_\_\_\_  
Project Architect: \_\_\_\_\_  
Project Engineer: \_\_\_\_\_  
Project Designer: \_\_\_\_\_  
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Project Supplier: \_\_\_\_\_  
Project Installer: \_\_\_\_\_  
Project Maintainer: \_\_\_\_\_  
Project Operator: \_\_\_\_\_  
Project User: \_\_\_\_\_  
Project Owner: \_\_\_\_\_  
Project Sponsor: \_\_\_\_\_  
Project Stakeholder: \_\_\_\_\_  
Project Contact: \_\_\_\_\_  
Project Reference: \_\_\_\_\_  
Project Notes: \_\_\_\_\_

240 CHENERY  
240 CHENERY ST.  
SAN FRANCISCO, CA 94131

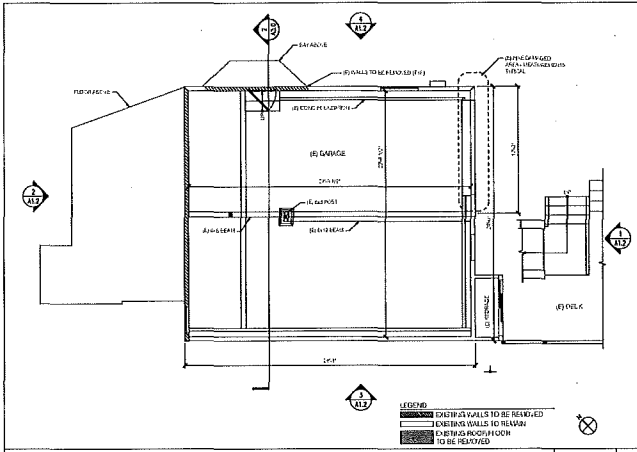
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SITING/NOTATION \_\_\_\_\_ DATE \_\_\_\_\_

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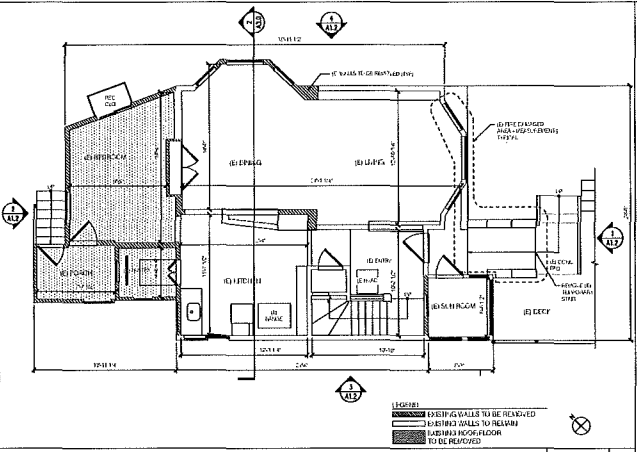
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A1.0

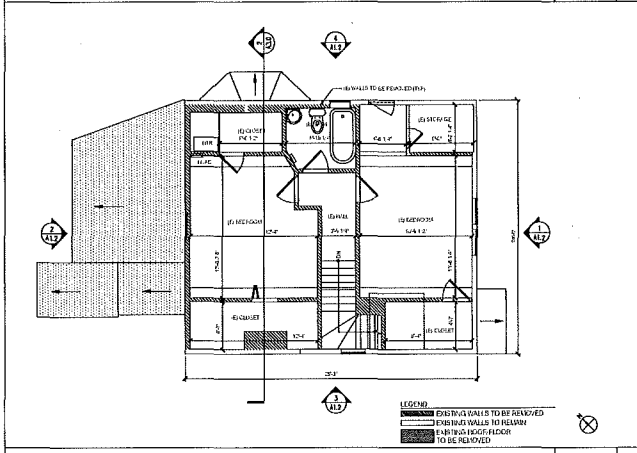
SHEET NUMBER  
TOTAL SHEETS: 8



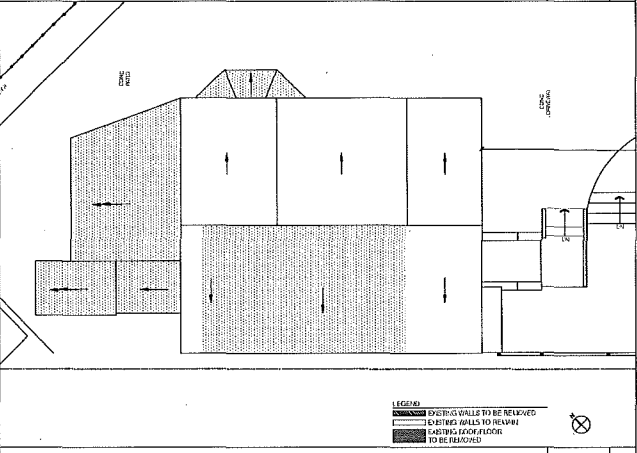
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EXISTING 2ND FLOOR PLAN 1/8" = 1'-0" 2



EXISTING 3RD FLOOR 1/4" = 1'-0" 3



EXISTING ROOF PLAN 1/4" = 1'-0" 4



MAK STUDIO

1234 Market Street, San Francisco, CA 94102  
Tel: 415.555.1234 Fax: 415.555.1234

PROJECT: 240 CHENERY ST. EXISTING ELEVATIONS  
DATE: 01/15/18  
SCALE: 1/8" = 1'-0"  
SHEET: A1.2

240 CHENERY ST.  
SAN FRANCISCO, CA 94131

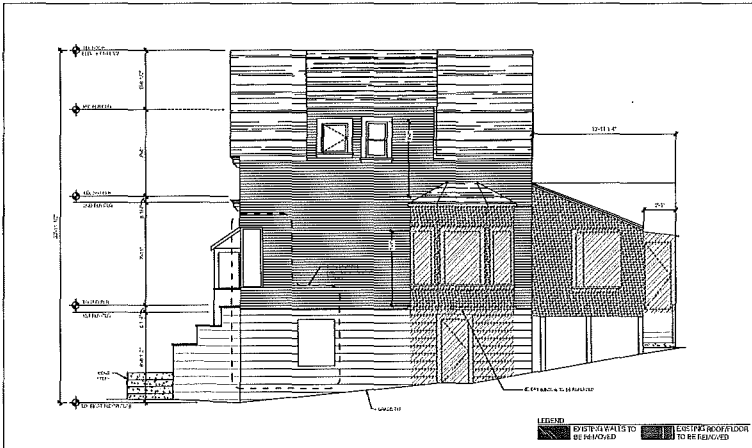
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House 2:  
Existing Elevations

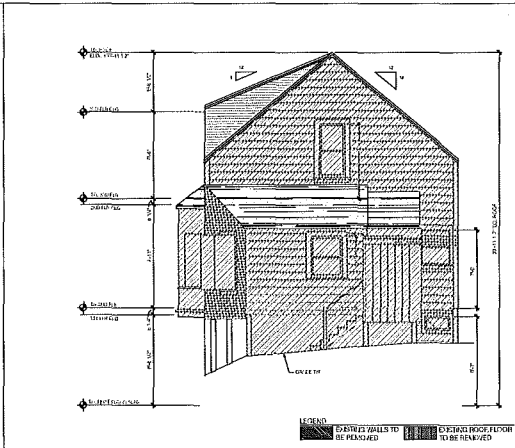
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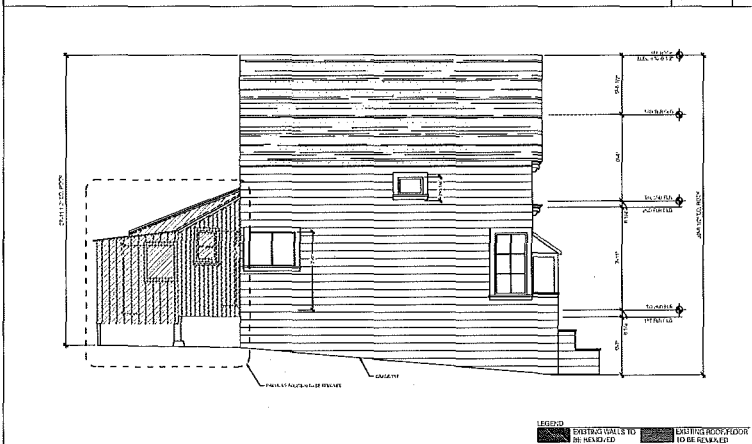
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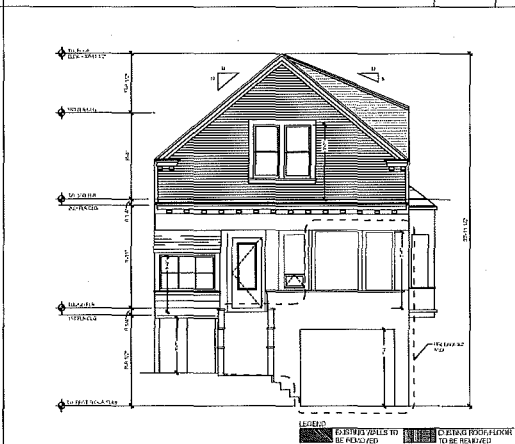
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WEST ELEVATION 1/8" = 1'-0" 2



SOUTH ELEVATION 1/8" = 1'-0" 3



EAST ELEVATION 1/8" = 1'-0" 1





# EXHIBIT 2



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RICHARD TOSHIYUKI DRURY (Cal. Bar No. 163559)  
LOZEAU| DRURY LLP  
410 12th Street, Suite 250  
Oakland, CA 94607  
Phone/Fax: (510) 836-4200/(510) 836-4205  
E-mail: richard@lozeaudrury.com

BOARD OF APPEALS  
JUN 01 2017  
APPEAL # \_\_\_\_\_

Attorneys for Appellant KNUT AKSETH

**BOARD OF APPEALS  
CITY AND COUNTY OF SAN FRANCISCO**

**In Re:**  
**240 Chenery Street, San Francisco, CA**  
**Request for Variance from 45% Rear Yard**  
**Open Space Requirement**

Case No.: 2015-003919VAR

BRIEF OF APPELLANT KNUT AKSETH

Block/lot No.: 6685/006A  
Building Permit: 2015.04.15.3735 and  
2015.04.15.3737

Hearing Date: June 21, 2017  
Time: 8:30-AM--  
5:00 PM

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## I. INTRODUCTION

Knut Akseth appeals the above-referenced variance decision concerning 240 Chenery Street, which approved a variance to allow the construction of two large homes totaling 8,485 square feet (ft<sup>2</sup>), to replace a single fire-damaged home of 1,200 ft<sup>2</sup> of legally permitted space, eliminating the 45% open-space that is required by the Planning Code Section 134. Mr. Akseth's property, at 225 Whitney Street, abuts 240 Chenery in the back. Mr. Akseth opposes the City's approval of this two-home project ("Project") on four grounds:

1. The Project does not meet any of the five elements required for a variance;
2. The Project constitutes an illegal expansion of a non-complying use that increases the non-conformity with the Code in violation of Section 172(b) of the Code;
3. The Project site is potentially contaminated with toxic chemicals due to prior use as an illegal sign-painting operation, the site is on the Maher Map of contaminated sites, and the Project will require over 250 cubic yards of soil excavation, yet the proponent has failed to comply with Article 22A of the Health Code (Article 22A); and,
4. The Project requires review under the California Environmental Quality Act (CEQA) since it will involve excavation of far more than 50 cubic yards of soil, and there is evidence of potential soil contamination.

Based on evidence presented below, Mr. Akseth respectfully requests that the Board overturn the zoning administrator's (ZA) variance decision as inconsistent with Planning Code Sections 134, 172, and 305(c), and improperly granted given failure to comply with Article 22A and CEQA. In the alternative, Mr. Akseth requests that the Board condition the project to limit the size of the rear structure to 1,200 ft<sup>2</sup> and ensure a setback from the rear property line of 40 feet to avoid excavation activities, and a residence too close to Mr. Akseth's property line.

## II. Factual and Procedural Background.

The Project proposes to replace a single fire-damaged home with 1,200 ft<sup>2</sup> of legal space with two large new residences of 5,661 ft<sup>2</sup> and 2,824 ft<sup>2</sup> respectively. (Letter and drawings by 450 Architects, Richard Lee Parker, AIA, LEED, AP, Exh. 1)<sup>1</sup>. The Project will replace an

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<sup>1</sup> The existing home has an illegal bedroom addition on the back, which is basically an enclosed deck that was converted to a bedroom. The developer should not be credited or rewarded for this illegal, non-compliant addition. (Exh. 8)

1 affordable 1,200 ft<sup>2</sup> home with two large luxury homes, thereby exacerbating the City's  
2 affordability crisis. As discussed below, while the Code allows replacement of the fire-damaged  
3 home as is, it does not allow the for-profit developer, building on "spec," to raze the existing  
4 home and replace it with two new luxury homes that clearly violate the Code, further fueling the  
5 City's affordability crisis.

6 The Project seeks a variance because the two homes will occupy almost all of the 45%  
7 rear yard open-space required by Section 134 of the Planning Code. The existing home has 1,200  
8 ft<sup>2</sup> of legally permitted space according to records from the assessor's office. The home was  
9 damaged by fire in 2014 and has remained vacant since then. The developer intends to expand  
10 the damaged home by 140% to 2,824 ft<sup>2</sup>, and construct a 5,661 ft<sup>2</sup> residence with a four-car,  
11 underground parking lot at the front of the property. **The two homes together will total 8,485**  
12 **ft<sup>2</sup>— seven times larger than the original 1200 ft<sup>2</sup> home on the property.**

13 Planning Code Section 134 requires a rear yard area to be equivalent to 45% of the total  
14 lot depth at grade level in RH-2 districts. Because the project sponsor intends to build two large  
15 residences, the Project would eliminate the open space entirely. The Project would increase the  
16 discrepancy with the Code, in violation of Code section 172(b).

17 Mr. Akseth first alerted the City of his concerns on September 8, 2016, when he provided  
18 written comments to the ZA. (Exh. 2.) With the assistance of counsel, Mr. Akseth submitted  
19 more detailed comments on September 26, 2016. (Exh. 3.) Mr. Akseth and his counsel presented  
20 those concerns at the ZA hearing on this matter on September 28, 2016. Without addressing any  
21 of Mr. Akseth's concerns, the ZA granted the variance request on April 12, 2017.

### 22 III. Argument.

23 Variances are only allowed in San Francisco when *special circumstances* make it difficult  
24 for a project to meet the Planning Code's requirements. Specifically, the ZA must make findings  
25 that "*the plain and literal interpretation and enforcement of the Code would result in practical*  
26 *difficulties, unnecessary hardships, or where the results would be inconsistent with the general*  
27 *purpose of the Code.*" (See San Francisco Application Packet for Variance.)

28 Here, the ZA acknowledged the proper standard for granting a variance under Section  
29 305(c)'s five factors, but then went on to misapply those factors by relying on a faulty Project  
30 description and scant evidentiary support. In addition, the ZA ignored evidence that the project is  
31 subject to Article 22A of Health Code and potentially CEQA. These issues are discussed below.  
32

1 **A. The ZA’s Decision Relied on an Impermissibly Narrow Project Description**

2 Throughout the approval process, the City has described the project as the “repair and  
3 horizontal addition of an existing non-complying three story, single-family residence at the rear  
4 of the lot, *and* new construction of a four-story single-family residence at the front of the lot.”  
5 (See e.g., CEQA Categorical Exemption Determination (emphasis added) (Exh. 4).) However, in  
6 the variance process, the ZA described the project as the “repair and horizontal addition of an  
7 existing non-complying three story, single-family residence at the rear of the lot within the  
8 required rear yard,” but **ignored** the proposed four-story, 5,661 square-foot home at the front of  
9 the property. (ZA Decision at p. 1. (Exh. 5).) The ZA’s inaccurate Project description failed to  
10 consider the whole of the project – which includes two large homes, not one.

11 An analysis based on the full Project is important here. The long-standing rule is that  
12 variances may only be granted when the strict application of the zoning ordinance would deprive  
13 a property owner of privileges enjoyed by other property owners in the vicinity under the same  
14 zoning classification because of special circumstances applicable to the property including size,  
15 shape, topography, location, or surroundings. (Gov. Code §65906; *Eskeland v. City of Del Mar*  
16 (2014) 224 Cal.App.4th 936, 946.) A variance can only be sustained if **all** applicable  
17 requirements are met and supported by written findings supported by substantial evidence.  
18 (*Topanga Ass’n v. County of Los Angeles* (1974) 11 Cal.3d 506, 518.)

19 Looking at the full 2-residence Project, it is clear that the elimination of the rear yard  
20 requirement cannot be supported by the evidence because, as compared to the rest of the  
21 neighborhood, there is nothing special about this parcel. The main difference is that the subject  
22 parcel is slightly **larger** than some others in the area. However, that fact should make it **less**, not  
23 more burdensome, to maintain 45% open space. This overarching issue permeates the entire ZA  
24 decision because absent a variance the project sponsor can still reconfigure the project and fully  
25 develop the property. In short, the variance is only required because the developer seeks to build  
26 two large homes on a lot that previously held just one small home. While the developer could  
27 either replace the existing home at the rear of the lot or build a large new home at the front of the  
28 lot without a variance, he cannot do both without violating the open space requirement. As  
29 shown below, there is no legal basis for granting a variance from the open space requirement.  
30  
31  
32

1 **B. The ZA's Decision was Not Based on Substantial Evidence**

2 Section 305 of the San Francisco Zoning Code requires five specific findings before a  
3 variance may be issued, *all* of which must be based on substantial evidence. (*Topanga Ass'n*, 11  
4 Cal.3d at 518.) The record lacks substantial evidence for each of the required findings.

5 **1. There are no exceptional or extraordinary circumstances applying to the property**  
6 **involved or to the intended use of the property that do not apply generally to other**  
7 **properties or uses in the same class of district.**

8 The ZA found exceptional circumstances because the parcel is "irregularly shaped" with  
9 a depth of 155 feet. (Decision at p. 2.) However, in the context of other properties in the vicinity,  
10 there is nothing exceptional or extraordinary about this parcel's shape or size that would warrant  
11 a deviation from the City's Planning Code. (See, Parcel 6A, Exh. 6.) The subject lot is somewhat  
12 larger than neighboring properties and similarly shaped. The decision failed to explain how a  
13 putatively odd shaped lot justifies over-building on this property. Indeed, the larger lot size  
14 should make it *less*, not more burdensome, to comply with the 45% open space requirement.

15 Moreover, the record indicates that the ZA's findings concerning the rear yard setback  
16 are inaccurate. According to the project plans, the existing rear yard setback is 16 feet, but the  
17 developer proposes to reduce that amount to 13 feet. Importantly, drawing A02 shows that the  
18 setback would be less than 6 feet from Mr. Akseth's property and less than five feet from lot 33  
19 to the north. (Drawing A02, Exh. 7.) Mr. Akseth's rear yard measures 46 feet from his house to  
20 his rear fence, which is typical for other properties in the vicinity.

21 The ZA also found exceptional or extraordinary circumstances because the project would  
22 be a "minor expansion" to "provide additional habitable space during the proposed renovations."  
23 (Decision at p. 3.) This is a two-residence project comprised of 8,485 square-feet of interior  
24 living space with subterranean living, parking and storage. Expanding a single 1200 ft<sup>2</sup> house to  
25 two homes with 8,485 ft<sup>2</sup> is plainly not a "minor expansion." Furthermore, the ZA appears to  
26 assume that the "additional habitable space" is intended to be occupied during the renovations.  
27 This is simply false. The existing house has been abandoned for years, and there is no evidence  
28 that there will be any occupants during renovation.

29 Even in an RH-2 neighborhood, the expectation is that developers should only construct  
30 two-residence projects that comply with the Planning Code. Were the City to deem this  
31 particular situation exceptional or extraordinary, other residential property owners would  
32 reasonably expect they too could enjoy the same windfall absent any showing of extraordinary

1 circumstances, inevitably leading to over-built lots, over-crowding and loss of outside space.  
2 Ensuring that variances are granted only in truly extraordinary circumstances allows the City to  
3 avoid this type of poor and arbitrary planning. In short, the ZA decision points to nothing  
4 extraordinary about this situation.

5 **2. There are no exceptional or extraordinary circumstances, under which the literal**  
6 **enforcement of the Code would result in practical difficulty or unnecessary**  
7 **hardship not created by or attributable to the applicant or the owner of the property.**

8 Any hardship is due solely to the fact that the developer seeks to overbuild the lot by  
9 replacing a single small home with two large ones. Thus, any “hardship” is “attributable to the  
10 applicant,” and this prong cannot be satisfied. The ZA found that the abandoned, fire-damaged  
11 rear structure “must be maintained pursuant to Planning Code Section 317.” (Decision at p. 3.)  
12 Given the disrepair of the structure, including abandonment, unpermitted additions, and fire  
13 damage, there is no evidence in the record to support finding that the structure must be rebuilt  
14 under Section 317. (Exh. 8.)

15 Nevertheless, that issue is not germane here. The developer is seeking a variance to  
16 eliminate the legally-mandated 45% open space. If the City determines the damaged structure  
17 must be rebuilt, the solution is to reduce and reconfigure the proposed development footprint in a  
18 way that complies with the Code, e.g., the project sponsor could choose to rebuild the rear  
19 structure and dedicate an area at the front of the property as the required yard area. Put  
20 differently, a determination by the City that the structure must be rebuilt is not a proper basis for  
21 a variance; a new Code-compliant development proposal is the appropriate next step. The rear  
22 home could be reconstructed while complying with the 45% open space requirement, by moving  
23 the house farther forward on the lot, and there is no evidence to the contrary. In the alternative,  
24 the front home could be built without the rear home, while maintaining 45% open space. Finally,  
25 it appears possible to build two homes on the lot, and still maintain 45% open space if a different  
26 configuration is adopted. None of these options would amount to “unnecessary hardship.”

27 The ZA decision mischaracterized the Project description by claiming the rebuild would  
28 be limited to a “first floor addition primarily within the existing footprint and dormer windows  
29 that are modest.” (Decision at p. 3.) That finding omits the new subterranean first floor and the  
30 near doubling of square-footage (A1.3, Exh 7.) The decision concluded that “literal enforcement  
31 of the Code would preclude the owners from repairing and expanding the building as proposed  
32 and would result in unnecessary hardship with no compensating public benefit.” This completely

1 ignores the fact that the Project also includes a massive new house of 5661 ft<sup>2</sup>, and that it would  
2 certainly be feasible to re-build the fire-damaged house as the affordable 1200 ft<sup>2</sup> residence that  
3 was legally permitted. Such affordable housing is precisely what the City needs.

4 As shown in the first factor discussion above, there is no evidence of extraordinary  
5 circumstances, so the literal enforcement of the Code would not pose any hardship to the  
6 sponsor. Contrary to the decision's finding of "unnecessary hardship" to the developer, the City  
7 must assume the new owner examined the Code requirements before his recent purchase of the  
8 property and determined he could enjoy a reasonable return on his investment without any  
9 variances. That is, the sponsor should have purchased the parcel assuming he would be limited to  
10 construction with a code-compliant yard area, and without expanding a damaged, non-complying  
11 use at the rear of the property.

12 Finally, the decision found enforcement of the Code would provide no public benefit.  
13 (Decision at p. 3.) Yet there is a clear benefit to the public in maintaining open space in San  
14 Francisco neighborhoods, hence the existence of this City-wide mandate in the first place. A  
15 McMansion or two on every parcel is not consistent with the spirit of San Francisco's General  
16 Plan's policy to keep the city livable by requiring "outdoor areas designed for outdoor living,  
17 recreation and landscaping." It is the City's duty to keep rampant density in check and respect  
18 San Francisco's unique character – consistent with the Code. Furthermore, compliance with the  
19 Code would provide the public benefit of ensuring that this unit remains an affordable 1200 ft<sup>2</sup>  
20 unit rather than two unaffordable mansions.

21 **3. The variance is not necessary for the preservation and enjoyment of a substantial**  
22 **property right, possessed by other property in the same class of district.**

23 The ZA's decision found that the project sponsor should be allowed to "repair and  
24 expand the fire damaged residence, a substantial property right possessed by other properties in  
25 the same class of district." (Decision at p. 3.) The ZA found that "the modest building  
26 expansion" would "improve livability of the residence without material adverse impact." (Id.)

27 First, there is no dispute that there is a general right to rebuild a fire damaged home. But  
28 there is no right to rebuild a non-complying fire-damaged home with two massive new homes,  
29 one that is twice the size, and the other that is four times the size of the original; all while  
30 violating the 45% open-space requirement. Requiring the developer to comply with the Code and  
31 build only one home on the lot would not deprive the owner of any rights possessed by others.  
32

1           Second, the project sponsor did not own the abandoned, fire-damaged structure at the  
2 time of the fire. It is reasonable to assume the “substantial property right” contemplated in this  
3 factor covers individuals who seek to repair their own homes in the wake of a fire or other  
4 disaster. Here, the sponsor purchased the property *after* the fire, and thus cannot be afforded the  
5 same policy goal of helping homeowners rebuild the family home, thereby protecting their  
6 property right. The developer purchased the property solely for speculative investment.

7           Third, the Board must assume the sponsor purchased the property with the expectation of  
8 compliance with the Planning Code, not gambling on special treatment. The project sponsor will  
9 suffer no particularized prejudice. In fact, because other property owners have complied with the  
10 rear yard requirements, granting this variance would provide this landowner with a unique  
11 windfall. Finally, the notion that the expansion is “modest” is dispelled by the facts.

12           **4. The granting of the variance will be materially detrimental to the public welfare or**  
13 **materially injurious to the property or improvements in the vicinity.**

14           The ZA found that the variance would improve the “livability of the existing fire  
15 damaged dwelling,” and would not injure neighboring properties because the “existing residence  
16 has been in the same configuration for 85 years with no adverse effect or impact on the  
17 neighborhood.” (Decision at pp. 3-4.) These findings are not supported by the facts on five  
18 grounds. First, the existing structure is not livable. It was damaged by fire, is comprised of  
19 unpermitted illegal “junk” additions and was abandoned nearly three years ago.

20           Second, the project sponsor is *not* proposing to keep “the existing residence in the same  
21 configuration.” That is the whole point. The proposed Project is two large residences the smallest  
22 of which would more than double the size of the fire-damaged rear structure, and the two  
23 residences will be seven times larger than the original home.

24           Third, and more significantly, there is evidence the variance could materially injure  
25 neighboring properties, but the decision made no attempt to address Mr. Akseth’s concerns. Mr.  
26 Akseth’s property at 225 Whitney Street abuts 240 Chenery Street at the rear of both parcels.  
27 The building plans show that the proposed rear construction would limit setbacks to less than six  
28 feet from Mr. Akseth’s property, lot 26, to the west, and less than five feet from the property to  
29 north at lot 33. (A0.2, Exh. 7.) A multi-story, 2,824 square-foot house less than six feet from a  
30 neighboring property constitutes an injurious impact on Mr. Akseth’s quiet enjoyment.

31           Fourth, Mr. Akseth has raised concerns about a rear retaining wall he shares with 240  
32 Chenery. (See Exh. 3 at p. 6) The retaining wall is precariously leaning at roughly 82 degrees,



1 and has torn loose from the sidewalls. (Exh. C to Exh. 3) Excavation less than six feet from this  
2 wall could compromise it. Similarly, Mr. Akseth presented evidence that his yard is sinking.  
3 Previous below-gradient digging upslope at 240 Chenery is currently causing Mr. Akseth's soil  
4 to slide. The developer intends to dig down approximately seven or eight feet and excavate an  
5 undisclosed amount of soil to construct a full, below-grade floor. This excavation would occur  
6 just six feet from the failing retaining wall. Mr. Akseth is concerned this excavation will  
7 undermine the stability of the hill at 240 Chenery and damage his property, particularly in an  
8 earthquake-prone area with unstable clay soil. These facts show that eliminating the rear yard  
9 requirement could materially injure Mr. Akseth's property. The ZA's decision did not  
10 acknowledge these concerns.

11 Finally, as discussed below, Mr. Akseth is concerned about the potential dispersal of  
12 contaminated soil during construction given its history as a paint shop, and the fact that the site is  
13 on the Maher Map – the official City map of potentially contaminated property. (Exh. 9).

14 **5. The granting of the variance will not be in harmony with the general purpose and**  
15 **intent of this Code and will adversely affect the Master Plan.**

16 The ZA's decision found that the two-residence project of 8,485 square-feet "would be in  
17 keeping with the existing housing and neighborhood character." (Decision at p. 4.) In fact, there  
18 are no homes in the area close to this size. Glen Park and this immediate neighborhood have not  
19 been subject to the overbuilt-lot trend that has diminished some San Francisco neighborhoods.  
20 Glen Park has largely managed to retain its neighborhood character. Mr. Akseth is not opposed  
21 to the project sponsor's proposal for the large residence at the front of the property; nor would he  
22 be opposed to reasonable development at the rear so long as the City required a lawful setback.  
23 However, this jarring expansion from one vintage 1,200 ft<sup>2</sup> house to two massive mansions  
24 encompassing almost all of this sizeable lot cannot be shown to be in harmony with San  
25 Francisco's Planning Code or neighborhood character.

26 As shown above, there is no substantial evidence to support any of the five necessary  
27 findings. In most cases, the ZA did little more than simply reiterate the components of the factors  
28 themselves in a circular and conclusory fashion. The developer hopes to construct 8,485 ft<sup>2</sup> of  
29 new residential space absent the required outdoor area and with no credible showing for why a  
30 rear yard is not feasible. The City cannot assume, as the ZA did, that the developer must secure a  
31 variance in order to protect his property right. Based on the record, a variance may not be issued.  
32

1 (See, *Orinda Ass'n v. Bd. of Sup.*, 182 Cal.App.3d 1145 (1986) (facts did not justify a variance  
2 since property was not substantially different from other parcels in the same zone).)

3 **C. Variance Cannot Allow Expansion of a Non-Complying Use.**

4 Because the objective of zoning is to eliminate nonconforming uses, courts follow a strict  
5 policy against their extension or enlargement. *County of San Diego v. McClurken*, 37 Cal.2d 683  
6 (1951); *Manhattan Sepulveda v. City of Manhattan Beach*, 22 Cal.App.4<sup>th</sup> 865, 8709 (1994); SF  
7 Zoning Code Sect. 181. While a property owner may continue the use of a non-conforming use  
8 that pre-dates the zoning code, it may generally not expand that use. *Id.* The general rule is that  
9 nonconforming uses should be discontinued if possible, and not expanded. *Id.* Section 172(b) of  
10 the San Francisco Zoning Code states:

11 No existing structure which fails to meet the requirements of this Code in any manner as  
12 described in Subsection (a) above, or which occupies a lot that is smaller in dimension or  
13 area than required by this Code, shall be constructed, reconstructed, enlarged, altered or  
14 relocated so as to increase the discrepancy, or to create a new discrepancy, at any level of  
15 the structure, between existing conditions on the lot and the required standards for new  
16 construction set forth in this Code.

17 240 Chenery was a non-conforming use since it was used as an illegal sign-painting shop  
18 for decades, creating an industrial use in a residential area. It is also a non-complying use since  
19 the house is constructed on the required rear-yard open space. The same rule should apply to  
20 non-conforming and non-complying uses since their expansion in either case increases the  
21 intensity of uses that do not comply with the Code. In this case, 240 Chenery seeks to expand a  
22 noncomplying use in a manner that will impose additional burdens on adjacent properties, and  
23 will replace affordable housing with luxury housing. The proposed Project will increase the  
24 discrepancy with the Code. This flies in the face of the fundamental purpose of zoning law, and  
25 violated Section 172(b) of the Code, and should be rejected.

26 Architect Richard Lee Parker, AIA, LEED, AP, states in his attached letter:

27 Per Planning Code Section 134(a)(1)(C) the existing Non-Conforming Unit (NCU)  
28 located in the required rear yard was illegally added onto in the 1970's and the project  
29 sponsor is proposing to create a greater code discrepancy. Per the published long-  
30 standing interpretation of Subsection 172(b), which states that no NCU may be altered in  
31 such a way as to increase a code discrepancy or create a new discrepancy be allowed. The  
32 project sponsors propose to decrease the existing rear yard space of the existing original  
home to the detriment of adjacent properties. (Exh. 1)

**D. The Zoning Administrator Ignored Evidence of Potential Site Contamination and  
the Need for Additional Investigation under Health Code Article 22A and CEQA.**

1           **1. The City may not Waive the Project from Compliance with Health Code Article**  
2           **22A.**

3           On November 3, 2016, Mr. Akseth sent a detailed letter, based on expert opinion, to the  
4 San Francisco Department of Health (DPH) documenting concerns that the soil at 240 Chenery  
5 may be contaminated with lead and/or hazardous chemicals. This is because the property  
6 operated as an unpermitted, nonconforming sign-painting business for decades. (Exh. 10) Sign  
7 painting generally requires use of paints, solvents, and other hazardous chemicals, and illegal  
8 operations such as this one often illegally dumped solvents into the soil. Without proper  
9 identification and a City-approved remediation plan, workers, future residents, and neighbors  
10 may be exposed to these chemicals through inhalation and dermal contact.

11           Mr. Akseth provided the City's DPH with an expert report raising the above concerns.  
12 (Exh. A to Exh. 10). In response, the DPH provided a copy of a waiver of Health Code Article  
13 22A the City granted the project a year earlier, in December, 2015, without acknowledging Mr.  
14 Akseth's concerns. (Exh. 11.) According to the waiver, no further City involvement was  
15 warranted because the property has been continuously zoned as residential since at least 1921,  
16 and the available information did not indicate potential or known soil contamination by  
17 hazardous substances or materials. (Id.)

18           However, available information *does* indicate a potential for contamination. Moreover,  
19 the waiver did not conform with Article 22A. Compliance with Article 22A is mandatory if the  
20 project: (1) will move or excavate more than 50 cubic yards of soil; and (2) is on a map of  
21 parcels that are potentially contaminated ("Maher Map"). Sect. 106A.3.2.4.1(f). Mr. Hagemann  
22 has presented evidence that the Project will require more than 250 cubic yards of soil excavation.  
23 (Exh. 12). Attached hereto as Exhibit 9 is the City's Maher Map showing that the subject parcel  
24 is on the Maher Map of potentially contaminated sites. Therefore a soil and groundwater  
25 assessment is required pursuant to Article 22A. The Maher Waiver appears to have been granted  
26 on false pretenses. The City cannot waive this project from the requirements of Article 22A.

27           **2. The Project is not Exempt from CEQA**

28           The record shows that the project is not eligible for a categorical exemption under the  
29 California Environmental Quality Act (CEQA). Categorical exemptions are certain classes of  
30 activities that generally do not have a significant effect on the environment. (CEQA § 21084(a).)  
31 Public agencies utilizing CEQA exemptions must support their determination that a particular  
32 project is exempt with substantial evidence that support each element of the exemption. (CEQA

1 § 21168.5.) A court will reverse an agency's use of an exemption if the court finds evidence a  
2 project may have an adverse impact on the environment. (*Dunn Edwards Corp. v. Bay Area Air*  
3 *Quality Management Dist.* (1992) 9 Cal.App.4th 644, 656.)

4 Although the ZA's decision claimed the project was exempt from CEQA, it omitted  
5 evidence concerning potential site contamination. The City's CEQA exemption erroneously  
6 found that no CEQA review was required because the project would involve less than 50 cubic  
7 yard of excavation, and would not involve potentially contaminated soil. Certified  
8 Hydrogeologist Matthew Hagemann, has submitted comments concluding that the project will  
9 require over 250 cubic yards of excavation and may involve contaminated soil. (Exh. 10 & 12).  
10 Appellant has submitted herewith the City's Maher Map showing that the parcel has been  
11 identified as potentially contaminated and is on the Maher Map. (Exh. 9). This is substantial new  
12 evidence requiring CEQA review. Under CEQA, whenever a project site is suspected of  
13 containing hazardous materials based on previous use, the developer must submit a Phase 1  
14 environmental assessment. (*See CEQA Categorical Exemption Determination.*) The same facts  
15 that made the project subject to Health Code Article 22A, also preclude the City from exempting  
16 it from CEQA. In addition, Mr. Akseth's concerns about the integrity of the retaining wall he  
17 shares with 240 Chenery must be analyzed under CEQA. The proposed excavation less than six  
18 feet from the retaining wall, could compromise the wall.

19 Mr. Akseth anticipates the developer will argue the CEQA exemption for this matter was  
20 finalized when the Planning Department issued certain building permits on July 22, 2015.  
21 However, this is not the case. The City did not issue its discretionary zoning variance until April  
22 12, 2017. Pending the variance, the developer was unable to proceed with construction of the  
23 Project because the proposed front residence is the aspect requiring the rear yard setback. As a  
24 factual matter, it was not until the City granted the variance and thereby also finalized the  
25 excavation of more than 50 cubic yards of soil on a parcel that had been used as a sign painting  
26 enterprise for decades, that Mr. Akseth's concerns about disruption of hazardous chemicals  
27 ripened. Until the variance was granted, it was not clear that the Project would be allowed to  
28 proceed as proposed. It cannot be the rule that Mr. Akseth was required to file suit on a project  
29 that may or may not have ultimately been approved by the City.

30 The Courts have made clear a CEQA claim is not ripe for judicial review until the  
31 administrative process has resulted in a final decision approving the project. (*Cal. Water Impact*  
32

1 *Network v. Newhall Co. Water Dist.*, (2008) 161 Cal.App.4th 1464, 1489.) Similarly, members  
2 of the public may submit CEQA comments on a project any time prior to the final lead agency  
3 hearing approving the project, here the Zoning Administrator and Board of Appeals. (*Bakersfield*  
4 *Citizens v. Bakersfield* (2004) 124 Cal.App.4th 1184, 1199.) Finally, under the CEQA guidelines  
5 for categorical exemptions, “when a public agency decides that a project is exempt from CEQA,  
6 and the public agency approves or determines to carry out the project, the agency may file a  
7 notice of exemption. The notice shall be filed, if at all, **after approval of the project.**”  
8 (Guideline § 15062(a) emphasis added.)

9 The CEQA regulations advise that a notice of exemption may accompany the project  
10 application through the approval process, but may not be filed until the project has actually been  
11 approved. Several cases have reiterated this idea. “We conclude that a notice of exemption filed  
12 before the final approval of a proposed project is invalid and does not trigger the 35-day statute  
13 of limitations.” (*Coalition for Clean Air v. City of Visalia*, 209 Cal.App.4th 408 (2012).)

14 An agency's decision is not "final" for purposes of judicial review until all administrative  
15 appeals have been exhausted before the agency. *San Franciscans for Reasonable Growth v. City*  
16 *of San Francisco* (1984) 151 CAL.App.3d 61, 70, note 9.) Therefore, Mr. Akseth was free to raise  
17 issues under CEQA with the Zoning Administrator and the Board of Appeals. In any case, the  
18 evidence that the Project is on the Maher Map and will required more than 250 cubic yards of  
19 excavation is clearly substantial new evidence requiring reopening of the CEQA process.

### 20 III. Conclusion

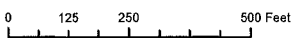
21 As shown above, the Zoning Administrator’s decision must be overturned. The decision’s  
22 five findings under Planning Code Section 305 were not based on substantial evidence; instead,  
23 the ZA’s analysis omitted facts and made conclusory findings. In addition, because the Project  
24 would result in excavation of more than 50 cubic yards of soil, and the property is on the City’s  
25 Maher Map, it requires further action under Health Code Article 22A, and must be reviewed  
26 under CEQA. Finally, the City should not allow expansion of a non-complying and non-  
27 conforming use, particularly since it will result in the elimination of affordable housing and its  
28 replacement with luxury housing.

29 Respectfully submitted,

30   
31 Richard Toshuyuki Drury  
32 LOZEAU DRURY LLP

# EXHIBIT 3

# Maher Map



# EXHIBIT 4



# Ernie Solon's Whimsical Gewgaws

**E**rnie Solon makes gewgaws. The big front yard of the Chenery Street home where he lived for 57 years was jumbled with them.

One day last year, at 4 a.m., a fire raged through his downstairs workshop, destroying a lifetime of brushes, equipment and tools. Faced with the cost and bureaucracy involved in rebuilding, Ernie, a retired sign painter, moved next door. Most of his gewgaws moved with him, to a smaller space next to his new driveway. Passers-by still take time to gawk at them.

"Crazy Horse is made from concrete," Ernie said about his replica of the Sioux warrior, who is in full war bonnet. "I added wood chips to give it texture."

A wizened fortune-teller stands next to Crazy Horse, and next to that is a casino slot machine with "Little Big Horn" inscribed on its face. Indian visages appear on three windows of the gambling machine, with whimsical labels: one says "Sitting Bull," another says "7th Calvery." The middle likeness is Ernie's play on George Armstrong Custer's last name, one of those words the FCC doesn't allow broadcasters to use over the airwaves.

Behind Crazy Horse is a windmill, which may have first seen service next to a Nebraska sod house, a relic of the 1862 Homestead Act.

"I ordered the windmill," he admitted.

For anyone steeped in San Francisco history, there's a whiff of the old Playland at the Beach in his collection. That long-closed amusement park was the home of Laffing Sal, once the city's best-known gewgaw. (Sal presided over the entrance to Playland's Fun House, cackling and gesticulating and frequently frightening young children.)

"I painted the Fun House and a lot of the concessions at Playland," Ernie recalled.

He has painted lots of other things, as well, including the signs at Bird & Beckett Books and Records, and over the door of Glen Park Hardware.

Ernie painted signs for more than 40 years. Once, you could find his work on parking lot directional signs, in City Hall, at the airport, and at Excelsior District pizza parlors, Sunset District dry cleaners and Mission District auto parts dealers.

"After work we'd go to Seals Stadium and get in through the right field gate



Ernie Solon adjusts one of his gewgaws, above; his fortune teller gewgaw, below.

Photos by Murray Schneider

when the seventh inning ended," said Ernie, an impish smile crossing his lips. "I named my daughter Brooks after Brooks Holder, a Seals outfielder."

Ernie Solon was born in 1926 in Allison, N.M. "My father was an Apache, my mother was Hispanic," he said. "My dad worked in the Madrid, New Mexico, coal mines, and in 1943, when I was 17, I joined the Merchant Marines and saw the world."

Sailing the seas during World War II, Ernie anchored in ports below the equator. "I liked the Central and South

American ladies," he said, his playful smile getting even wider.

Discharged on the West Coast in 1946, Ernie lived for a while in Contra Costa County, working for the Hercules Powder Company and the Pullman Company.

Eventually he was drafted into the Army during the Korean War. A civilian again at the end of that "conflict," he ended up living in a hotel in North Beach.

"It was a flophouse," he said. "So one day I'm sitting in a North Beach bar and there's this guy next to me.



His name is Jerry Salazar, and we get to talking. Jerry's a sign painter and he needed some cash. There's not much to spend money on while shipping out, and I'd saved some, so we did a deal—Jerry teaches me the sign painting business and I give him the money."

Ernie stayed with Salazar until 1958, then went out on his own. He worked on Valencia Street and at Sanchez and Market streets. He set up shop at his own house in Glen Park the year after he met his wife.

"I met Betty in 1957 at a bar on Lombard Street. It was a time when neighborhood saloons had dancing, and I asked her for one," he said. "Later, we'd go dancing at the Avalon in the city and the Ali Baba in Oakland."

Betty and Ernie moved to Chenery Street and had three children, Brooks, Frederica and Domingo, who followed his father in the sign-painting business for a while.

"Sign work wasn't easy when San Francisco was a blue-collar town," said Ernie, "and the city was full of sign shops. We did our own lettering, and we needed heavy wooden 40-foot extension ladders. The secret was not getting hurt.

"I'd take my ladders to Candlestick and do the sign work on the outfield fences," he continued. "A decade earlier I did the signs for a Van Ness Oldsmobile dealership. Joe Perry sold cars there." Joe "The Jer" Perry, a 49ers fullback and a member of the team's "million-dollar backfield" during the 1950s, moonlighted selling cars.

"I couldn't drive an Olds," said Ernie. "If you were a working-class guy, you couldn't afford one.

"We worked hard, took our share of abuse from customers, but when the day was over we knew we'd created something that'd last for a dozen years, and we knew how to relax.

"It took me 10 years to learn the sign business, but I paid the bills and led a working man's life."

Fifty years ago, corner grocery stores dotted Chenery Street, and Ernie added one more at the Randall Street corner. The shop opened in 1965, with Betty as manager. Ernie painted footprints to and from the doorway for a block in each direction.

"Glen Park was like a tiny little Swiss village back then," he said. "We had a dachshund we called Buford, and we'd take him to Glen Canyon. Buford liked ice cream, so afterwards

# Take Root in a Magical Front Yard

we'd drive him to Mitchell's. Buford always liked slurping his ice cream from a cone."

Betty died in 2013, and now he shares his home just with Star, his 11-year-old cat. Ernie can't help thinking of Betty when he looks at his collection.

"You know how wives are," he said, a twinkle in his eyes. "She'd look at Crazy Horse and the slot machine and say, 'You want to fix something in the house, fix a door!'"

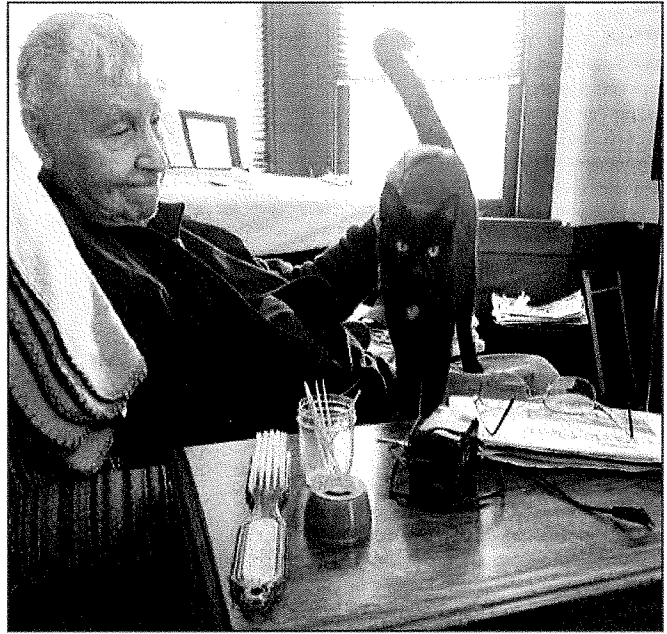
Ernie is 89 now. His Pacific Coast League Seals are long gone. His sign painter cronies are mostly gone, too. As for the San Francisco Giants, not enough can be said about them as far as he's concerned—he watches every game.

He's also learning computer software coding — "I want to stay current."

He stood and took a step or two from his chair. Star padded along, rubbing against his leg. Bending over, Ernie fingered his stiff knees.

"Bad knees," he volunteered. "Job-related."

By way of explanation, he said, smiling: "All that beer settles." ❖



Eric Whittington welcomes Ernie Solon to Bird & Beckett, top left; Ernie in his living room with his cat Star, top right; and appraising his Little Big Horn gewgaw, above.

Photos by Murray Schneider

# EXHIBIT 5



Technical Consultation, Data Analysis and  
Litigation Support for the Environment

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Santa Monica, CA 90405

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October 31, 2016

Richard Drury  
Lozeau | Drury LLP  
410 12th Street, Suite 250  
Oakland, CA 94607

**Subject:           Comments on the 240 Chenery Street Project**

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Dear Mr. Drury:

I have reviewed environmental aspects of the proposed development of two homes at 240 Chenery Street in San Francisco, California. The developer is proposing to replace an existing 1200 square foot home with 2 homes, one over 5000 SF, and one about 2800 SF. The former property owner used his home as a sign painting shop for decades.<sup>1</sup>

Sign painting generally requires the use of paints, solvents, and other hazardous chemicals. Given the period over which the residence was use for paining, it is possible that lead paints were used. Lead is a probable human carcinogen per the US Environmental Protection Agency and lead is known to cause neurological damage.<sup>2</sup> Paint solvents (Stoddard Solvent) are petroleum mixtures and can affect the nervous system.<sup>3</sup> Paint thinners typically contain toluene, a compound that may affect the nervous system.<sup>4</sup>

These chemicals may remain in storage at the existing residence requiring proper handling and disposal upon demolition. If improperly disposed in soil (i.e., backyard dumping) when sign painting was practiced, they may be present in soil and groundwater at the project site. Upon the initiation of demolition and earth-moving activities, workers may be exposed to these materials and the health risks that they pose through dermal contact and inhalation. Adjacent residents may also be exposed to health risks through inhalation of dust and vapor. In my opinion based on years of review of similar types of operations, I conclude there is at least a fair argument that the soil and/or groundwater at the property may be contaminated with toxic chemicals and that further investigation is therefore appropriate. Because of the potential presence of these materials, the City should require a thorough assessment of the site to determine the presence of any hazardous materials. Such an assessment is

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<sup>1</sup> <https://glenparkassociation.org/2015/04/25/who-makes-those-cool-signs-on-chenery-ernie-does/>

<sup>2</sup> <https://www.atsdr.cdc.gov/toxfags/tf.asp?id=93&tid=22>

<sup>3</sup> <https://www.atsdr.cdc.gov/toxfags/tf.asp?id=415&tid=73>

<sup>4</sup> <https://www.atsdr.cdc.gov/toxfags/tf.asp?id=160&tid=29>

typically undertaken with the conduct of a Phase I Environmental Assessment ("ESA"), a routine requirement for projects undergoing CEQA review.

Given the likely presence of hazardous materials and the potential for improper storage and disposal, a Phase I ESA should be prepared for the Project site by a certified professional and included in support of an Initial Study. Any conditions identified as hazardous in the Phase I should be addressed through mitigation in a Mitigated Negative Declaration.

Standards for performing a Phase I ESA have been established by the US EPA and the American Society for Testing and Materials Standards ("ASTM").<sup>5</sup> Phase I ESAs are conducted to identify conditions indicative of releases of hazardous substances and include:

- An inspection;
- interviews with people knowledgeable about the property; and
- recommendations for further actions to address potential hazards.

Phase I ESAs conclude with the identification of any "recognized environmental conditions" ("RECs") and recommendations to address such conditions. A REC is the presence or likely presence of any hazardous substances or petroleum products on a property under conditions that indicate an existing release, a past release, or a material threat of a release of any hazardous substances or petroleum products into structures on the property or into the ground, groundwater, or surface water of the property.

The City exempted the project from CEQA and therefore a Phase I ESA, which would have been likely triggered, was not completed. A Categorical Exemption is not appropriate, under the checklist used by the City, if the project site is "suspected of containing hazardous materials based on a previous use". In my opinion, given the past use of the site, it is reasonable to suspect the presence of hazardous substances in the existing building and in soil or groundwater if improper disposal practices were used. The potential for hazardous substances to be present should be evaluated in a Phase I ESA in support of an Initial Study/Mitigated Negative Declaration to form an adequate basis to determine if mitigation is needed to protect health of workers and adjacent residents.

Additionally, the San Francisco Building Code section 106A.3.2.4. states: "Soil and/or groundwater sampling and analysis [is] required... on any lot in the City known or suspected by the Department of Public Health to contain hazardous substances in the soil and/or groundwater, using the definition of hazardous substance contained in Article 22A of the Health Code." A Phase I ESA is necessary in support of an Initial Study/Mitigated Negative Declaration to determine if soil and groundwater sampling is required under City building codes, in my opinion, given the past use of the Project property.

If Phase I identifies "recognized environmental conditions" such as the potential for soil contaminants to exist at the Project site, then a Phase II Environmental Site Assessment should be conducted to include soil sampling. The results of the Phase II, if necessary, should be compared to regulatory screening levels for construction worker exposure.<sup>6</sup>

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<sup>5</sup> <http://www.astm.org/Standards/E1527.htm>

<sup>6</sup> [http://www.waterboards.ca.gov/sanfranciscobay/water\\_issues/programs/esl.shtml](http://www.waterboards.ca.gov/sanfranciscobay/water_issues/programs/esl.shtml)

Sincerely,

A handwritten signature in black ink, appearing to read "Matt Hagemann". The signature is fluid and cursive, with a long horizontal stroke at the end.

Matt Hagemann, P.G., C.Hg.



Technical Consultation, Data Analysis and  
Litigation Support for the Environment

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May 4, 2017

Richard Drury  
Lozeau | Drury LLP  
410 12th Street, Suite 250  
Oakland, CA 94607

**Subject: Comments on the 240 Chenery Street Project**

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Dear Mr. Drury:

I have reviewed plans for proposed development of two homes at 240 Chenery Street in San Francisco, California. The developer is proposing to construct underground parking to accommodate four cars, bike storage, and utilities. According to architectural plans included in the variance application, the dimensions of the underground garage for the front house are approximately 36 feet wide by 24 feet long by 8 feet deep which represents a volume of 6,912 cubic feet or 256 cubic yards.

It is my understanding that project estimates state that a volume of 50 cubic yards of material will be excavated for construction. This estimate is vastly lower than the 256 cubic yards I have estimated to be required for project construction. Additional soil will also need to be excavated for construction of the rear house (although dimensions are not available). Therefore, the estimate of 50 yards is inaccurate and needs to be verified.

Sincerely,

A handwritten signature in cursive script that reads "Matt Hagemann".

Matt Hagemann, P.G., C.Hg.

