

**CITY AND COUNTY OF SAN FRANCISCO**

**BOARD OF SUPERVISORS**

**BUDGET AND LEGISLATIVE ANALYST**

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May 20, 2022

**TO:** Budget and Appropriations Committee

**FROM:** Budget and Legislative Analyst



**SUBJECT:** May 25, 2022 Budget and Appropriations Committee Meeting

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| <b>Item 8</b><br><b>File 22-0497</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>Department:</b><br>Public Utilities Commission |
| <b>EXECUTIVE SUMMARY</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                   |
| <p style="text-align: center;"><b>Legislative Objectives</b></p> <ul style="list-style-type: none"> <li>File 22-0497 is an ordinance appropriating \$1,586,046 in CleanPowerSF revenues to fund capital projects and \$2,141,546 in California Public Utilities Commission grant funds to fund the Disadvantaged Communities Green Tariff and Community Solar Green Tariff programs in FY 2022-23. The total appropriation is \$3,727,592.</li> </ul> <p style="text-align: center;"><b>Key Points</b></p> <ul style="list-style-type: none"> <li>According to the SFPUC's 10-Year Financial Plan (adopted in February 2022), the CleanPowerSF Capital Improvement Plan includes funding of approximately \$62 million from FY 2022-23 to FY 2031-32, all of which is funded by customer revenues from power sales. Of the \$62 million, \$49 million (79 percent) will fund the Local Renewal Energy Program and the remaining \$13 million (21 percent) will fund the CleanPowerSF Customer Program.</li> <li>The Local Renewable Energy Program funds the development of new renewable energy (solar) and battery storage facilities to help CleanPowerSF meet its renewable energy mix targets. The CleanPowerSF Customer Program funds the development and implementation of programs that incentivize customers to invest in clean energy technology and decarbonization tools, including peak day pricing (demand response), electric mobility, building decarbonization through a Regional Heat Pump Water Heater Incentive Program, and local renewable energy generation through the Low-Income Inverter Replacement program.</li> <li>As directed by Assembly Bill 327, the California Public Utilities Commission (CPUC) created the Disadvantaged Communities Green Tariff and Community Solar Green Tariff Programs to increase the use of renewable energy in disadvantaged communities. Funding in FY 2022-23 would primarily go towards providing discounts to participating customers and program management for the Green Tariff program, and program management and procurement to prepare for the launch of the Community Solar Green Tariff program.</li> </ul> <p style="text-align: center;"><b>Fiscal Impact</b></p> <ul style="list-style-type: none"> <li>The Local Renewable Energy Program would receive \$665,000 and the Customer Program would receive \$917,874 in FY 2022-23. As required by the Charter, the Controller's Office would receive \$3,172 for its audit fund for the two programs. These programs will be paid for by CleanPowerSF's customer revenues from power sales. In addition, the Disadvantaged Communities Green Tariff and Community Solar Green Tariff Programs would receive \$2,137,263, and the Controller's Office would receive \$4,283 for its audit fund for the programs. These programs will be funded by a \$2,141,546 grant from CPUC.</li> </ul> <p style="text-align: center;"><b>Recommendation</b></p> <ul style="list-style-type: none"> <li>Approve the proposed ordinance.</li> </ul> |                                                   |

**MANDATE STATEMENT**

Charter Section 9.105 states that the Board of Supervisors shall approve by ordinance all amendments to the Annual Appropriation Ordinance after the Controller certifies the availability of funds.

Charter Section F1.113 states that 0.2 percent of the City's budget, excluding bond debt, must be set-aside for the Controller's audit fund.

**BACKGROUND****CleanPowerSF**

CleanPowerSF, operated by the San Francisco Public Utilities Commission (SFPUC) Power Enterprise, provides electricity generated from renewable sources to approximately 380,000 San Francisco customers. In 2016, CleanPowerSF began serving customers after the enactment of California Public Utilities Code Section 331.1(c) and 366.2 in 2002 authorizing local governments to create community choice aggregators to provide electricity to customers using the existing investor-owned utility's billing, transmission, and distribution infrastructure. Between 2004 and 2015, the Board of Supervisors approved a series of legislation supporting implementation of CleanPowerSF as the City's community choice aggregator.<sup>1</sup> In February 2021, the Board of Supervisors authorized CleanPowerSF to join a nine-member Joint Powers Agreement (JPA) with other community choice aggregators in Northern California (Ordinance 25-21).<sup>2</sup> The JPA, called California Community Power or "CC Power," was formed in April 2021.

**DETAILS OF PROPOSED LEGISLATION**

File 22-0497 is an ordinance appropriating \$1,586,046 in CleanPowerSF revenues to fund capital projects and \$2,141,46 in California Public Utilities Commission grant funds to fund the Disadvantaged Communities Green Tariff and Community Solar Green Tariff programs in FY 2022-23. The total appropriation is \$3,727,592.

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<sup>1</sup> See Ordinance Nos. 86-04, 147-07, 232-09, 45-10, 200-12, and 78-14; and Resolution Nos. 348-12, 331-13, and 75-15.

<sup>2</sup> According to the Budget and Legislative Analyst's report to the January 27, 2021 Budget and Finance Committee, the JPA was to be made up of Clean Power SF; Central Coast Community Power (serving parts of Monterey, San Benito, Santa Cruz, San Luis Obispo and Santa Barbara counties); East Bay Community Energy Authority (Alameda County); Marin Clean Energy Authority (serving Contra Costa, Marin, Napa and Solano counties as well as towns and cities within those counties); San Jose Clean Energy (City of San Jose); Redwood Coast Energy Authority (Humboldt County); Peninsula Clean Energy (San Mateo County and incorporated cities); Silicon Valley Clean Energy Authority (parts of Santa Clara County); and Sonoma Clean Power Authority (Sonoma and Mendocino Counties).

**CleanPowerSF Capital Plan**

According to the SFPUC's 10-Year Financial Plan (adopted in February 2022), the CleanPowerSF Capital Improvement Plan includes funding of approximately \$62 million from FY 2022-23 to FY 2031-32, all of which is funded by customer revenues from power sales. Of the \$62 million, \$49 million (79 percent) will fund the Local Renewable Energy Program, and the remaining \$13 million (21 percent) will fund the CleanPowerSF Customer Program. The SFPUC's 2017 fund balance requires that enterprises maintain fund balances equal to a minimum of 90 days or 25 percent of operating and maintenance expenses and provides for the Commission to consider lowering rates if fund balances exceed 68 percent of those costs. According to the FY 2022-23 to FY 2031-32 Financial Plan, the CleanPowerSF fund balance ranges from 37 to 47 percent of operating expenses.

According to the SFPUC, a pending 2022 Power Rate Study<sup>3</sup> informed a one-year CleanPowerSF rate proposal for FY 2022-23 for rates that will be in effect July 1, 2022. SFPUC states that the one-year CleanPowerSF rate proposal is a rate decrease from current rates. Rate changes have not been finalized yet. According to the SFPUC, the following factors have changed since the adoption of the financial plan in February 2022 that will impact projected future rate changes:

- An updated SFPUC Fund Balance Reserve Policy (approved in 2022), which now includes a higher CleanPowerSF fund balance minimum and target
- Extreme volatility in the power supply markets which are contributing to significantly higher than budgeted power purchase costs this fiscal year and expected next fiscal year (and potentially thereafter)

According to SFPUC staff, future CleanPowerSF rates will be set to ensure the Department meets financial covenants and commitments, as well as meet minimum fund balance requirements.

**Local Renewable Energy Program**

The Local Renewable Energy Program funds the development of new renewable energy (solar) and battery storage facilities to help CleanPowerSF meet its renewable energy mix targets. Funding in FY 2022-23 would go towards planning, design, construction management and environmental review. The facilities will be initially operated by third-parties (through power purchase agreements) but may be purchased by CleanPowerSF in the future through a buy-out option for the City.

**Customer Program**

The CleanPowerSF Customer Program funds the development and implementation of programs that incentivize customers to invest in clean energy technology and decarbonization tools, including peak day pricing (demand response), electric mobility, building decarbonization through a Regional Heat Pump Water Heater Incentive Program, and local renewable energy generation through the Low-Income Inverter Replacement program. Incentives are available for

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<sup>3</sup> According to SFPUC, the study began in 2021 and will be finalized in 2022.

residences and businesses investing in solar installations, solar water heating, and electric vehicles. The program includes a feed-in tariff<sup>4</sup> to procure local renewable energy through long-term power purchase agreements. Funding in FY 2022-23 would go towards staffing, incentives, and consultants for each of these programs.

### **California Public Utilities Commission Disadvantaged Communities Green Tariff and Community Solar Green Tariff Programs**

As directed by Assembly Bill 327, the California Public Utilities Commission (CPUC) created the Disadvantaged Communities Green Tariff and Community Solar Green Tariff Programs to increase the use of renewable energy in disadvantaged communities. SFPUC received approval of a grant from the CPUC in April 2021 to implement the programs in FY 2022-23.

Eligible customers participating in the Disadvantaged Communities Green Tariff and Community Solar Green Tariff programs will receive 100 percent renewable energy at a 20 percent discount off their monthly electricity bill. The SFPUC must procure energy from renewable resources located in disadvantaged communities to serve the customers participating in these programs. According to the SFPUC, the renewable energy project developers selected to provide energy for the Community Solar Green Tariff program must partner with a local community-based sponsor to support site selection of the renewable energy project and program enrollment.

Funding in FY 2022-23 would primarily go towards providing discounts to participating customers and program management for the Green Tariff program, and program management and procurement to prepare for the launch of the Community Solar Green Tariff program. According to the SFPUC, these programs are not included in CleanPowerSF's Capital Improvement Plan because they are grant-funded.

### **FISCAL IMPACT**

Exhibit 1 below shows the sources and uses of the proposed appropriation in FY 2022-23.

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<sup>4</sup> A feed-in tariff is a policy tool designed to support the development of renewable energy sources through the provision of a guaranteed, above-market price for producers

**Exhibit 1: Sources and Uses of Proposed Appropriation**

|                                                                                       | <b>FY 2022-23</b>  |
|---------------------------------------------------------------------------------------|--------------------|
| <b>Sources</b>                                                                        |                    |
| Interfund Transfers in from CleanPowerSF funds <sup>5</sup> (Capital Revenues)        | \$1,586,046        |
| CPUC State Grant                                                                      | 2,141,546          |
| <b>Total Sources</b>                                                                  | <b>\$3,727,592</b> |
| <b>Uses</b>                                                                           |                    |
| Local Renewable Energy Program                                                        | \$665,000          |
| Customer Program                                                                      | 917,874            |
| CPUC Disadvantaged Communities Green Tariff and Community Solar Green Tariff Programs | 2,137,263          |
| Controller's Audit Fund (Local Renewable Energy Program and Customer Program)         | 3,172              |
| Controller's Audit Fund (CPUC Disadvantaged Communities Programs)                     | 4,283              |
| <b>Total Uses</b>                                                                     | <b>\$3,727,592</b> |

Source: File 22-0497

As shown in Exhibit 1, the Local Renewable Energy Program would receive \$665,000 and the Customer Program would receive \$917,874 in FY 2022-23. As required by the Charter, the Controller's Office would receive \$3,172 for its audit fund for the two programs. These programs will be paid for by CleanPowerSF's customer revenues from power sales. In addition, the Disadvantaged Communities Green Tariff and Community Solar Green Tariff Programs would receive \$2,137,263, and the Controller's Office would receive \$4,283 for its audit fund for the programs. These programs will be funded by a \$2,141,546 grant from CPUC. Funding for the grant comes from PG&E's sale of carbon dioxide allowances under California's Cap and Trade program, and the Public Purpose Program Surcharge,<sup>6</sup> which is collected from all PG&E retail customers.

### RECOMMENDATION

Approve the proposed ordinance.

<sup>5</sup> According to SFPUC, an interfund transfer is a transfer between two funds in PeopleSoft. In this instance, the funds will be transferred from the CleanPower operating budget to the CleanPower Capital Fund. The source of funds is CleanPowerSF customer revenues from power sales.

<sup>6</sup> This surcharge is used to fund state-mandated gas assistance programs for low-income customers, energy efficiency programs, and public-interest research and development.

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| <b>Items 9 &amp; 10</b><br><b>Files 22-0498 &amp; 22-0499</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <b>Department:</b><br>Public Utilities Commission |
| <b>EXECUTIVE SUMMARY</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                   |
| <p style="text-align: center;"><b>Legislative Objectives</b></p> <ul style="list-style-type: none"> <li>• <b>File 22-0499</b> is an ordinance authorizing the San Francisco Public Utilities Commission (SFPUC) to issue \$140,889,875 in Power Revenue Bonds to fund Hetch Hetchy Water and Power Enterprise capital projects.</li> <li>• <b>File 22-0498</b> is an ordinance appropriating \$211,004,676 of Water Revenue Bond, Power Revenue Bonds, Cap and Trade revenues, and Hetch Hetchy Water and Power Revenues.</li> </ul> <p style="text-align: center;"><b>Key Points</b></p> <ul style="list-style-type: none"> <li>• Of the \$211 million appropriation, \$65 million are allocated to Power projects, \$115 million are allocated to Water projects, and \$31 million are financing costs, including capitalized interest and debt service reserve.</li> <li>• Between 2014 and 2020, the Board of Supervisors authorized \$535.7 million in Power Revenue Bonds, of which \$163.6 million were issued and \$372.1 million were authorized but not issued. Approval of new Power Revenue Bonds would increase total authorization to \$676.6 million and authorized but not issued bonds to \$513.0 million. According to the SFPUC 10-Year Financial Plan, SFPUC plans to issue \$110 million in Power Revenue Bonds in FY 2022-23; total bond issuance over the 10 years through FY 2031-32 is \$605 million. If the SFPUC issues \$110 million in Power Revenue Bonds in FY 2022-23, SFPUC will continue to have \$403 million in authorized and unissued Power Revenue Bonds. According to SFPUC this authorization is projected to be fully utilized to meet the approved capital spending requirements of the Power Enterprise.</li> </ul> <p style="text-align: center;"><b>Fiscal Impact</b></p> <ul style="list-style-type: none"> <li>• Annual Hetch Hetchy Enterprise debt service for outstanding debt is \$3.9 million in FY 2022-23, increasing to \$47.2 million in FY 2031-32.</li> <li>• SFPUC is currently undergoing a rate study, evaluating rates for Hetch Hetchy and CleanPowerSF customers. According to the 10-Year Financial Plan, SFPUC expects to increase Hetch Hetchy customer rates, which includes rates charged to City agencies, by 9.8 percent in FY 2022-23 and 8.4 percent in FY 2023-24. Given that the 10-Year Financial Plan projects annual Hetch Hetchy Fund balances and debt service coverage ratios that exceed SFPUC policy and bond covenants, the Board of Supervisors should request a report from SFPUC on proposed Hetch Hetchy and CleanPowerSF customer rate increases in FY 2022-23 and FY 2023-24. According to SFPUC staff, SFPUC will submit a memorandum to the Clerk of the Board following the Commission's actions on Hetch Hetchy and CleanPowerSF rates in accordance with Charter Section 8B.125</li> </ul> <p style="text-align: center;"><b>Recommendations</b></p> <ul style="list-style-type: none"> <li>• Amend the proposed ordinance (File 22-0499) to state that the required report detailing issuance of Power Revenue bonds will be included in the legislative file.</li> </ul> |                                                   |

- Request a report from SFPUC on proposed Hetch Hetchy and CleanPowerSF customer rate increases in FY 2022-23 and FY 2023-24 prior to the Budget and Appropriation Committee's recommendations in June 2022.
- Approve File 22-0499 as amended and File 22-0498.

## MANDATE STATEMENT

Charter Section 9.107(6, 8) states that the Board of Supervisors is authorized to provide for the issuance of revenue bonds for the purpose of the reconstruction or replacement of existing water facilities or electric power facilities or combinations of water and electric power facilities under the jurisdiction of the Public Utilities Commission, when authorized by resolution adopted by a three-fourths affirmative vote of all members of the Board of Supervisors; and issued to finance or refinance the acquisition, construction, installation, equipping, improvement or rehabilitation of equipment or facilities for renewable energy and energy conservation.

Charter Section 8B.124 states that the Public Utilities Commission is authorized to issue revenue bonds and other forms of indebtedness, when authorized by two-thirds vote of the Board of Supervisors, for Water Enterprise and Wastewater Enterprise capital projects

Charter Section F1.113 states that 0.2 percent of the City's budget, excluding bond debt, must be set-aside for the Controller's audit fund.

Charter Section 5A.31(d) states that one-twentieth of one percent (0.05%) from the proceeds of each issuance or sale of public utility revenue bonds must be set aside for use by the Public Utilities Commission Revenue Bond Oversight Committee to cover the costs of Committee activities.

Charter Section 9.105 states that the Board of Supervisors shall approve by ordinance all amendments to the Annual Appropriation Ordinance after the Controller certifies the availability of funds.

## BACKGROUND

The Hetch Hetchy Enterprise is composed of Hetch Hetchy Water, which manages the water system in and around the Hetch Hetchy Reservoir, and Hetch Hetchy Power, which is responsible for power generation.<sup>1</sup> Because power is generated hydroelectrically, some capital projects benefit both Hetch Hetchy Water and Hetch Hetchy Power operations. Hetch Hetchy Power primarily provides electricity to City agencies and other government entities.

## DETAILS OF PROPOSED LEGISLATION

**File 22-0499** is an ordinance authorizing (a) the issuance and sale of tax-exempt or taxable Power Revenue Bonds and other forms of indebtedness (as described below) by the San Francisco Public Utilities Commission (SFPUC) in an aggregate principal amount not to exceed \$140,889,875 to finance the costs of various Hetch Hetchy Power Enterprise capital projects; (b) the issuance of Power Revenue Refunding Bonds; (c) declaring the intent of SFPUC to reimburse itself with one

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<sup>1</sup> CleanPowerSF, which provides renewable electricity to residential and commercial customers in San Francisco, is also part of the Hetch Hetchy Enterprise, and the subject of File 22-0497.

or more issues of tax-exempt or taxable bonds or other forms of indebtedness; and (d) ratifying previous actions taken for purpose of issuing the bonds.

**File 22-0498** is an ordinance appropriating \$211,004,676, consisting of Power Revenue Bonds, Water Revenue Bonds, Hetch Hetchy revenues, and Cap and Trade revenues. \$140,889,875 of Power Bond proceeds and \$67,069,801 of Water Bond proceeds are placed on Controller's Reserve pending Controller certification of the availability of funds. Sources and uses of the appropriated funds are shown in Table 1 below. Projects funded by the appropriated funds are subject to final approval by the SFPUC and the Board of Supervisors of the California Environmental Quality Act (CEQA) findings.

### **Power Revenue Bond Issuance**

At the February 8, 2022 Commission meeting, the SFPUC approved the issuance of new Power Revenue Bonds to finance Power capital projects in FY 2022-23. The proposed ordinance allows the issuance of commercial paper or other interim debt to finance the projects prior to the issuance of the revenue bonds and provides for SFPUC to access California Water Resources Control Board revolving loan funds or grant funds.

The SFPUC may issue taxable or tax-exempt bonds in one or more series through either a negotiated or competitive sale. The SFPUC is to report to the Board of Supervisors within 30 days of the bond issuance: (i) the principal amount sold and method of sale, (ii) true interest cost, (iii) final maturity, (iv) the facilities constructed and/or improved, and (v) a statement about the remaining bonding authorization.

In addition, the SFPUC may issue refunding bonds to repay outstanding Power Revenue Bond debt if the issuance of the refunding bonds results in net present value debt service savings of 3 percent and does not extend the maturity date. If the SFPUC issues refunding bonds, then the SFPUC needs to submit to the Board of Supervisors the final official statement for the refunding bonds and a statement from the financial advisor on the 3 percent net present value debt service savings. SFPUC may request authorization to issue refunding bonds for other reasons than debt service savings if other benefits accrue, such as removal of bond covenants deemed to be onerous to the SFPUC. The authorization to issue refunding bonds extends through June 2027.

### **FY 2022-23 Capital Budget**

The proposed ordinance appropriates \$211.0 million in new bonds to fund Water Enterprise projects in the 10-Year Capital Plan for FY 2022-23 through FY 2031-32, shown in Table 1 below.

**Table 1: Sources and Uses of Funds**

|                                     | Power Bond<br>Proceeds | Water Bond<br>Proceeds<br>(File 22-0503) | Hetch Hetchy<br>Revenue | Cap & Trade      | Total                |
|-------------------------------------|------------------------|------------------------------------------|-------------------------|------------------|----------------------|
| <b>Sources</b>                      | \$140,889,875          | \$67,069,801                             | \$2,265,000             | \$780,000        | \$211,004,676        |
| <b>Uses</b>                         |                        |                                          |                         |                  |                      |
| Retail Power Distribution Projects  | \$57,032,000           |                                          |                         |                  | \$57,032,000         |
| Streetlight Replacement             |                        |                                          | 2,258,910               |                  | 2,258,910            |
| Treasure Island Projects            | 1,482,543              |                                          |                         |                  | 1,482,543            |
| General Fund Energy Efficiency      |                        |                                          |                         | 780,000          | 780,000              |
| Power Asset Acquisition             | 3,406,000              |                                          |                         |                  | 3,406,000            |
| Hetch Hetchy Water Infrastructure   |                        | 45,723,000                               |                         |                  | 45,723,000           |
| Hetch Hetchy Water - Power Projects | 44,140,154             |                                          |                         |                  | 44,140,154           |
| Hetch Hetchy Joint Projects - Water |                        | 11,286,331                               |                         |                  | 11,286,331           |
| Hetch Hetchy Joint Project - Power  | 13,794,404             |                                          |                         |                  | 13,794,404           |
| Bond Financing Costs                | 20,724,619             | 9,912,917                                |                         |                  | 30,637,536           |
| City Services Auditor               | 239,710                | 114,018                                  | 6,090                   |                  | 359,818              |
| Revenue Bond Oversight Committee    | 70,445                 | 33,535                                   |                         |                  | 103,980              |
| <b>Total Uses</b>                   | <b>\$140,889,875</b>   | <b>\$67,069,801</b>                      | <b>\$2,265,000</b>      | <b>\$780,000</b> | <b>\$211,004,676</b> |

Source: Appropriation Ordinance

<sup>a</sup> Bond financing costs include the costs of interim, short-term funding for projects by the Commercial Paper Program, such as accrued interest and credit bank and dealer fees associated with outstanding commercial notes as well as capitalized interest and other issuance costs.

Projects funded by the proposed appropriation are summarized in the Attachment.

### Power Revenue Bonds

Between 2014 and 2020, the Board of Supervisors authorized \$535,698,530 in Power Revenue Bonds, of which \$163,555,000 were issued and \$372,143,530 were authorized but not issued. Approval of new Power Revenue Bonds would increase total authorization to \$676,588,405 and authorized but not issued bonds to \$513,033,405. According to the SFPUC 10-Year Financial Plan, SFPUC plans to issue \$110 million in Power Revenue Bonds in FY 2022-23; total bond issuance over the 10 years through FY 2031-32 is \$605 million. If the SFPUC issues \$110 million in Power Revenue Bonds in FY 2022-23, SFPUC will continue to have \$403 million in authorized and unissued Power Revenue Bonds. According to SFPUC this authorization is projected to be fully utilized to meet the approved capital spending requirements of the Power Enterprise.

**FISCAL IMPACT***Debt Issuance*

SFPUC anticipates issuing \$140.9 million in Power Revenue Bonds at 5 percent interest and for a 30-year term. Capitalized interest costs over 30 months are \$17.6 million<sup>2</sup> and issuance costs are \$2.8 million<sup>3</sup> for net bond proceeds of approximately \$120.5 million. Average annual debt service over 30 years is approximately \$9.5 million.

The 10-Year Financial Plan provides for issuing \$110 million in Power Revenue Bonds in 2023 and future Power Revenue Bond issuances totaling \$605 million over 10 years. Annual Hetch Hetchy Enterprise debt service for outstanding debt is \$3.9 million in FY 2022-23, increasing to \$47.2 million in FY 2031-32.

The year-end Hetch Hetchy Enterprise fund balance is estimated to increase from \$71.1 million in FY 2022-23 to \$119.4 million in FY 2031-32. The SFPUC fund balance reserve policy is for fund balance to equal at least 25 percent of annual operating and maintenance expenses. According to the 10-Year Financial Plan, the Hetch Hetchy Enterprise fund balance is estimated to equal at 37 percent in FY 2022-23, increasing to 56 percent in FY 2027-28, before decreasing to 39 percent in FY 2031-32.

The annual debt service coverage ratio is estimated to be 30.9 in FY 2022-23, decreasing to 4.0 in FY 2031-32. According to covenants with bond holders, the annual debt service coverage ratio – the ratio of annual debt service to unrestricted fund balance and net revenues – should equal 1.25, and according to SFPUC financial policies, the annual debt service coverage ratio should equal 1.5. The SFPUC 10-Year Financial Plan assumes that the Hetch Hetchy Enterprise will have sufficient net revenues and unrestricted fund balance to achieve a debt service coverage ratio of at least 1.5.

*Power Rates*

SFPUC is currently undergoing a rate study, evaluating rates for Hetch Hetchy and CleanPowerSF customers. According to the 10-Year Financial Plan, SFPUC expects to increase Hetch Hetchy customer rates, which includes rates charged to City agencies, by 9.8 percent in FY 2022-23 and 8.4 percent in FY 2023-24. Given that the 10-Year Financial Plan projects annual Hetch Hetchy Fund balances and debt service coverage ratios that exceed SFPUC policy and bond covenants, the Board of Supervisors should request a report from SFPUC on proposed Hetch Hetchy and CleanPowerSF customer rate increases in FY 2022-23 and FY 2023-24 prior to the Budget and Appropriation Committee's recommendations in June 2022. According to SFPUC staff, SFPUC will submit a memorandum to the Clerk of the Board following the Commission's actions on Hetch Hetchy and CleanPowerSF rates in accordance with Charter Section 8B.125.

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<sup>2</sup> Capitalized interest is the amount of interest that accrues on the bonds during the construction period prior to placement of the asset into service.

<sup>3</sup> Issuance costs include underwriting fees, legal fees, financial advisory fees, credit enhancement fees, and other miscellaneous fees typically associated with a bond financing.

**POLICY CONSIDERATION**

File 22-0499 states that SFPUC should submit a report to the Clerk of the Board of Supervisors following sale of the Power Revenue bonds showing the results of the transaction, including (i) principal amount sold and method of sale, (ii) true interest cost, (iii) final maturity, (iv) the facilities constructed and/or improved, and (v) a statement about the remaining bonding authorization. The proposed ordinance should be amended to state that the required report detailing issuance of Power Revenue bonds approved by File 22-0499 will be included in the legislative files for the respective ordinances.

**RECOMMENDATIONS**

1. Amend the proposed ordinance (File 22-0499) to state that the required report detailing issuance of Power Revenue bonds will be included in the legislative file.
2. Request a report from SFPUC on proposed Hetch Hetchy and CleanPowerSF customer rate increases in FY 2022-23 and FY 2023-24 prior to the Budget and Appropriation Committee's recommendations in June 2022.
3. Approve File 22-0499 as amended and File 22-0498.

**Attachment: Hetch Hetchy Water and Power Projects**

Of the \$211 million appropriation, \$65 million are allocated to Power projects, \$115 million are allocated to Water projects, and \$31 million are financing costs, including capitalized interest and debt service reserve.

**Power Projects: \$65 million***Retail Power Distribution: \$57 million*

The largest retail power distribution project is connecting new Hetch Hetchy electricity users to the grid, including The Shipyard development at India Basin, 2000 Marin and 1990 Newcomb (the proposed new and existing City Distribution Development administrative buildings), University of California at San Francisco (UCSF) building, and other locations.

Other power distribution projects include (a) intervening facilities, which consists of transformers, fault interrupters, and infrastructure to connect PG&E facilities to customers;<sup>4</sup> (b) substation improvements; and (c) connections to affordable housing improvements.

*Other Power Projects: \$8 million*

The FY 2022-23 budget allocates \$3.4 million for a valuation of PG&E assets. This project is in response to the Board of Supervisors 2019 resolution to evaluate the purchase of PG&E assets, and in July 2021 the SFPUC filed with the California Public Utilities Commission a Petition of Valuation of PG&E electricity assets in San Francisco.

The other power projects funded in FY 2022-23 include (a) installation of streetlighting at 16 feet – 18 feet above the sidewalk to improve lighting for pedestrians; (b) undergrounding of electrical service on Treasure Island; and (c) municipal renewable energy projects consisting of solar, wind, and other renewable sources.

**Water and Joint Water-Power Projects: \$114.9 million***Water Infrastructure: \$45.7 million*

Hetch Hetchy water infrastructure project includes installation of valves in the three San Joaquin Pipeline transmission lines between Oakdale and Tracy to upgrade/install valves, allowing shutoff of water flow and entry of maintenance staff to inspect, maintain, and repair the pipelines.

*Power Infrastructure: \$44.1 million*

Power infrastructure projects consist of a series of projects to improve power transmission, including rehabilitation of the switchyard at Moccasin, inspection and maintenance of the existing conveyance of water from Hetch Hetchy Reservoir to Moccasin, monitoring of Priest Dam, upgrades to the Moccasin Powerhouse bypass, repair and replacement of power transmission facilities to extend the life of the facilities, upgrades to the transmission line

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<sup>4</sup> The Federal Energy Regulatory Commission (FERC) requires that all new or reconfigured connections to Hetch Hetchy customers be to the primary voltage and not to PG&E's downtown network.

between the Warnerville Substation to Modesto Irrigation District's Standiford Substation, rehabilitation of the Moccasin Powerhouse generators and upgrades to the Powerhouse, and other projects.

*Water-Power Joint Projects: \$25.1 million*

Joint Hetch Hetchy water and power projects consist of several infrastructure projects, including wildfire mitigation; planning and design for upgrades to the Early Intake Dam on the Tuolumne River; assessment and repair and replacement of facilities, including campgrounds, fish hatcheries, and maintenance yards; and other condition assessment and repair and replacement of dams, and roads and bridges; security and communications upgrades; and other projects.

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| <b>Items 11 &amp; 12</b><br><b>Files 22-0500 &amp; 22-0501</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>Department:</b><br>Public Utilities Commission |
| <b>EXECUTIVE SUMMARY</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                   |
| <p style="text-align: center;"><b>Legislative Objectives</b></p> <ul style="list-style-type: none"> <li>• <b>File 22-0500</b> is an ordinance authorizing the San Francisco Public Utilities Commission (SFPUC) to issue \$704,198,901 in Wastewater Revenue Bonds to fund Wastewater Enterprise capital projects.</li> <li>• <b>File 22-0501</b> is an ordinance appropriating \$793,003,901 of Wastewater Revenue Bond proceeds or State Loan or Grant Funds, wastewater revenues, and wastewater capacity fees for the Wastewater Enterprise's Capital Improvement Program for FY 2022-23 and placing \$704,198,901 on Controller's Reserve.</li> </ul> <p style="text-align: center;"><b>Key Points</b></p> <ul style="list-style-type: none"> <li>• Proposition E, approved by voters in 2002, provides for the Board of Supervisors to authorize SFPUC to issue revenue bonds. To date, the Board of Supervisors has authorized \$4.4 billion and SFPUC has issued \$3.4 billion in Wastewater Revenue Bonds authorized by Proposition E.</li> <li>• The appropriation of \$793 million funds projects approved in the SFPUC 10-Year Capital Plan.</li> </ul> <p style="text-align: center;"><b>Fiscal Impact</b></p> <ul style="list-style-type: none"> <li>• Annual Wastewater Enterprise debt service for outstanding debt is \$113.5 million in FY 2022-23, increasing to \$311.2 million in FY 2031-32.</li> <li>• The 10-Year Financial Plan assumes no sewer rate increase in FY 2022-23 and a 6 percent sewer rate increase in FY 2023-24.</li> </ul> <p style="text-align: center;"><b>Policy Consideration</b></p> <ul style="list-style-type: none"> <li>• According to the SFPPUC 10-Year Financial Plan, Wastewater Enterprise net revenues (sewer rate revenues less operating, capital, and debt service expenses) are sufficient to maintain Wastewater Enterprise fund balance in an amount that exceeds the SFPUC policy for minimum fund balance and debt service coverage ratios that exceed bond covenants. Because the 10-Year Financial Plan anticipates annual sewer rate increases of 6 percent between FY 2023-24 and FY 2029-30, decreasing to 5 percent in FY 2030-31 and FY 2031-32, the Board of Supervisors should request an annual report on Wastewater Enterprise expenditures, fund balance, and debt service coverage ratio, and the impact on sewer rates.</li> </ul> <p style="text-align: center;"><b>Recommendations</b></p> <ul style="list-style-type: none"> <li>• Amend the proposed ordinance (File 22-0500) to state that the required report detailing issuance of Wastewater Revenue Bonds approved by Files 20-0837, and 22-0500 will be included in the legislative files for the respective ordinances.</li> <li>• Request an annual report from the SFPUC General Manager on Wastewater Enterprise expenditures, fund balance, and debt service coverage ratio, and the impact on sewer rates.</li> <li>• Approve File 22-0500 as amended and File 22-0501.</li> </ul> |                                                   |

**MANDATE STATEMENT**

Charter Section 9.107(6, 8) states that the Board of Supervisors is authorized to provide for the issuance of revenue bonds for the purpose of the reconstruction or replacement of existing water facilities or electric power facilities or combinations of water and electric power facilities under the jurisdiction of the Public Utilities Commission, when authorized by resolution adopted by a three-fourths affirmative vote of all members of the Board of Supervisors; and issued to finance or refinance the acquisition, construction, installation, equipping, improvement or rehabilitation of equipment or facilities for renewable energy and energy conservation.

Charter Section 8B.124 states that the Public Utilities Commission is authorized to issue revenue bonds and other forms of indebtedness, when authorized by two-thirds vote of the Board of Supervisors, for Water Enterprise and Wastewater Enterprise capital projects.

Charter Section F1.113 states that 0.2 percent of the City's budget, excluding bond debt, must be set-aside for the Controller's audit fund.

Charter Section 5A.31(d) states that one-twentieth of one percent (0.05%) from the proceeds of each issuance or sale of public utility revenue bonds must be set aside for use by the Public Utilities Commission Revenue Bond Oversight Committee to cover the costs of Committee activities.

Charter Section 9.105 states that the Board of Supervisors shall approve by ordinance all amendments to the Annual Appropriation Ordinance after the Controller certifies the availability of funds.

**BACKGROUND**

The Wastewater Enterprise has three capital and repair and replacement programs.

1. The Sewer System Improvement Program (SSIP) is a phased program to improve the City's existing sewer collection and wastewater treatment facilities. Phase 1 is \$3.4 billion and is scheduled to be completed in 2025.
2. The Wastewater Facilities and Infrastructure Program encompasses capital improvements not part of the SSIP, including stormwater management, seismic upgrades, energy efficiency, and other improvements to modernize existing facilities.
3. The Renewal and Replacement Program is an ongoing program for periodic repair and replacement of the collection and treatment systems.

**DETAILS OF PROPOSED LEGISLATION**

**File 22-0500** is an ordinance (a) authorizing the issuance and sale of tax-exempt or taxable Wastewater Revenue Bonds and other forms of indebtedness (as described below) by the San Francisco Public Utilities Commission (SFPUC) in an aggregate principal amount not to exceed \$704,198,901 to finance the costs of Water Enterprise capital projects; (b) authorizing the

issuance of Wastewater Revenue Refunding Bonds and the retirement of outstanding Wastewater Enterprise Commercial Paper; (c) declaring the intent of SFPUC to reimburse itself with one or more issues of tax-exempt bonds or other forms of indebtedness; and (d) ratifying previous actions taken in connection with the issuance of the bonds.

**File 22-0501** is an ordinance (a) appropriating \$793,003,901 of proceeds from Revenue Bonds, State of California Water Resources Control Board's revolving loan funds (State Loan Funds) or grant funds (State Grant Funds), wastewater revenues, and wastewater capacity fees for the San Francisco Public Utilities Commission (SFPUC) Wastewater Enterprise's Capital Improvement Program for FY 2022-23 in FY 2022-23. \$704,198,901 of Revenue Bond and State Loan Funds or State Grant Funds proceeds are placed on Controller's Reserve pending Controller certification of the availability of funds. Sources and uses of the appropriated funds are shown in Table 1 below. Projects funded by the appropriated funds are subject to final approval of the California Environmental Quality Act (CEQA) findings by the SFPUC and the Board of Supervisors.

### **Wastewater Revenue Bond Issuance**

At the February 8, 2022 Commission meeting, the SFPUC approved the issuance of new Wastewater Revenue Bonds to finance wastewater capital projects in FY 2022-23. The proposed ordinance allows the issuance of commercial paper or other interim debt to finance the projects prior to the issuance of the revenue bonds and provides for SFPUC to access California Water Resources Control Board revolving loan funds or grant funds.

The SFPUC may issue taxable or tax-exempt bonds in one or more series through either a negotiated or competitive sale. The SFPUC is to report to the Board of Supervisors within 30 days of the bond issuance: (i) the principal amount sold and method of sale, (ii) true interest cost, (iii) final maturity, (iv) the facilities constructed and/or improved, and (v) a statement about the remaining bonding authorization.

In addition, the SFPUC may issue refunding bonds to repay outstanding Wastewater Revenue Bond debt if the issuance of the refunding bonds results in net present value debt service savings of 3 percent and does not extend the maturity date. If the SFPUC issues refunding bonds, then the SFPUC needs to submit to the Board of Supervisors the final official statement for the refunding bonds and a statement from the financial advisor on the 3 percent net present value debt service savings. SFPUC may request authorization to issue refunding bonds for other reasons that debt service savings if other benefits accrue, such as removal of bond covenants deemed to be onerous to the SFPUC. The authorization to issue refunding bonds extends through June 2027.

### **FY 2022-23 Capital Budget**

The proposed ordinance appropriates \$793.0 million of bond proceeds, wastewater revenues, and capacity fees to various SSIP and wastewater projects in FY 2022-23, as shown in Table 1 below.

**Table 1: Sources and Uses of Funds**

|                                         | <b>2023 Bond<br/>Proceeds<br/>(SSIP) <sup>a</sup></b> | <b>2021 Bond<br/>Proceeds</b> | <b>Wastewater<br/>Revenues</b> | <b>Capacity<br/>Fees</b> | <b>Total</b>         |
|-----------------------------------------|-------------------------------------------------------|-------------------------------|--------------------------------|--------------------------|----------------------|
| <b>Sources</b>                          | <b>\$686,028,786</b>                                  | <b>\$18,170,115</b>           | <b>\$82,628,000</b>            | <b>\$6,177,000</b>       | <b>\$793,003,901</b> |
| <b>Uses</b>                             |                                                       |                               |                                |                          |                      |
| SSIP Program Management                 | \$14,000,000                                          |                               |                                |                          | \$14,000,000         |
| Biosolids Digester Project              | 375,532,448                                           |                               |                                |                          | 375,532,448          |
| Southeast Treatment Plant               | 31,555,408                                            |                               |                                |                          | 31,555,408           |
| Northpoint Treatment Plant              | 11,314,730                                            |                               |                                |                          | 11,314,730           |
| Oceanside Treatment Plant               | 29,201,164                                            |                               |                                |                          | 29,201,164           |
| Treatment Plants (repair & replacement) |                                                       |                               | 25,680,135                     |                          | 25,680,135           |
| Collection System                       | 57,948,296                                            | 15,229,350                    | 55,784,284                     | 6,164,646                | 135,126,576          |
| Pump Station/ Force Mains               | 307,000                                               |                               |                                |                          | 307,000              |
| Green Infrastructure                    | 15,209,899                                            |                               |                                |                          | 15,209,899           |
| Flood Resilience                        | 48,055,523                                            |                               |                                |                          | 48,055,523           |
| Customer Service System                 |                                                       |                               | 998,325                        |                          | 998,325              |
| Treasure Island Improvements            |                                                       | 215,248                       |                                |                          | 215,248              |
| Financing Costs <sup>b</sup>            | 101,395,055                                           | 2,685,543                     |                                |                          | 104,080,598          |
| City Services Auditor                   | 1,166,249                                             | 30,889                        | 165,256                        | 12,354                   | 1,374,748            |
| Revenue Bond Oversight Committee        | 343,014                                               | 9,085                         |                                |                          | 352,099              |
| <b>Total Uses</b>                       | <b>\$686,028,786</b>                                  | <b>\$18,170,115</b>           | <b>\$82,628,000</b>            | <b>\$6,177,000</b>       | <b>\$793,003,901</b> |

Source: Appropriation Ordinance

<sup>a</sup> Sewer System Improvement Program<sup>b</sup> Financing costs include the costs of interim, short-term funding for projects by the Commercial Paper Program, such as accrued interest and credit bank and dealer fees associated with outstanding commercial notes as well as capitalized interest and other issuance costs

Project descriptions are included in the Attachment.

**Proposition E Bond Funds**

San Francisco voters approved Proposition E in 2002, providing for the Board of Supervisors to authorize issuance of Wastewater Revenue Bonds with three-fourths approval of the Board members. To date, the Board has authorized \$4,371,937,202, of which \$3,385,190,107 has been issued and \$986,747,095 is authorized but not issued.

Approval of the \$704,198,901 in new Wastewater Revenue Bond authority would increase the amount of bonds authorized in accordance with Proposition E to \$5,076,136,103. The authorized and unissued bonds would be \$1,690,945,996. According to the SFPUC's 10-Year Financial Plan, the Commission will issue Wastewater Revenue Bonds each year in FY 2022-23 through FY 2025-26, totaling \$2.145 billion, which includes bonds previously authorized, bonds authorized in accordance with File 22-0500, and future authorizations.

**10-Year Capital Plan**

The projects shown in Table 1 above are included in the SFPUC's 10-year Capital Plan for FY 2022-23 through FY 2031-32. According to SFPUC staff, the Commission is requesting one year of

appropriation approval, pending further evaluation of project spending and delays for ongoing Wastewater Enterprise projects.

## FISCAL IMPACT

### *Debt Issuance*

SFPUC anticipates issuing \$704.2 million in Wastewater Revenue Bonds at 5 percent interest and for a 30-year term. Capitalized interest costs over 30 months are \$88.0 million<sup>1</sup> and issuance costs are \$14.1 million<sup>2</sup> for net bond proceeds of approximately \$602.1 million. Average annual debt service over 30 years is approximately \$47 million.

The 10-Year Financial Plan provides for issuing \$546 million in Wastewater Revenue Bonds in 2023 and future Wastewater Revenue Bond issuances totaling \$3.5 billion over 10 years. Total annual Wastewater Enterprise debt service for outstanding debt is \$113.5 million in FY 2022-23, increasing to \$311.2 million in FY 2031-32.

The year-end Wastewater Enterprise fund balance is estimated to decrease from \$140 million in FY 2022-23 to \$79.4 million in FY 2031-32. The SFPUC fund balance reserve policy is for fund balance to equal at least 25 percent of annual operating and maintenance expenses. According to the 10-Year Financial Plan, the Wastewater Enterprise fund balance is estimated to equal 70 percent of annual operating and maintenance expenses in FY 2022-23, decreasing to 31 percent in FY 2031-32.

The annual debt service coverage ratio is estimated to be 3.35 in FY 2022-23, decreasing to 1.8 in FY 2031-32. According to covenants with bond holders, the annual debt service coverage ratio – the ratio of annual debt service to unrestricted fund balance and net revenues – should equal 1.25, and according to SFPUC financial policies, the annual debt service coverage ratio should equal 1.5. The SFPUC 10-Year Financial Plan assumes that the Wastewater Enterprise will have sufficient net revenues and unrestricted fund balance to achieve a debt service coverage ratio of at least 1.5.

### *Wastewater Customer Rates*

The 10-Year Financial Plan assumes no sewer rate increase in FY 2022-23 and a 6 percent rate increase for sewer rates in FY 2023-24.

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<sup>1</sup> Capitalized interest is the amount of interest that accrues on the bonds during the construction period prior to placement of the asset into service.

<sup>2</sup> Issuance costs include underwriting fees, legal fees, financial advisory fees, credit enhancement fees, and other miscellaneous fees typically associated with a bond financing.

**POLICY CONSIDERATION****Reporting on Proposition E Bonds**

File 20-0837 stated SFPUC should submit a report to the Clerk of the Board of Supervisors following sale of the Wastewater Revenue bonds showing the results of the transaction, including (i) principal amount sold and method of sale, (ii) true interest cost, (iii) final maturity, (iv) the facilities constructed and/or improved, and (v) a statement about the remaining bonding authorization. SFPUC provided information to the Budget and Legislative Analyst on total Wastewater Revenue Bond authorization under Proposition E, amount sold, and remaining authorized but not yet sold bonds, noted above. According to SFPUC staff, the Commission has issued commercial paper as interim financing for Wastewater Enterprise projects to be financed by the revenue bond proceeds.

File 22-0500 has the same reporting requirement for \$704.2 million in Wastewater Revenue Bonds authorized under the ordinance. The SFPUC is planning to issue bonds approved in Files 18,0452, 20-0837, and 22-0500 in FY 2022-23 through FY 2025-26, and therefore, will need to submit the report to the Clerk of the Board of Supervisors after sale of the bonds. The proposed ordinance should be amended to state that the required report detailing issuance of Wastewater Revenue bonds approved by Files 20-0837 and 22-0500 will be included in the legislative files for the respective ordinances.

**Fund Balance and Rate Increases**

According to the 10-Year Financial Plan for FY 2022-23 through FY 2031-32, the SFPUC does not plan to increase sewer rates for San Francisco rate payers in FY 2022-23 and plans to increase sewer rates by 6 percent in FY 2023-24. Sewer rates cover SFPUC overhead charges, Wastewater operating and capital expenditures, and debt service. According to the 10-Year Financial Plan, Wastewater Enterprise net revenues (sewer rate revenues less operating, capital, and debt service expenses) are sufficient to maintain Wastewater Enterprise fund balance in an amount that exceeds minimum fund balance requirements and debt service coverage ratios that exceed bond covenants over the 10-year term. Because the 10-Year Financial Plan anticipates annual sewer rate increases of 6 percent between FY 2023-24 and FY 2029-30, decreasing to 5 percent in FY 2030-31 and FY 2031-32, the Board of Supervisors should request an annual report on Wastewater Enterprise expenditures, fund balance, and debt service coverage ratio and the impact on sewer rates.

**RECOMMENDATIONS**

1. Amend the proposed ordinance (File 22-0500) to state that the required report detailing issuance of Wastewater Revenue bonds approved by Files 20-0837, and 22-0500 will be included in the legislative files for the respective ordinances.
2. Request an annual report on Wastewater Enterprise expenditures, fund balance, and debt service coverage ratio, and the impact on sewer rates.
3. Approve File 22-0500 as amended and File 22-0501.

**Attachment: Wastewater Enterprise Capital Projects****Program Management: \$14 million**

The 10-year capital plan provides for annual program management expenditures for the Sewer System Improvement Program, totaling \$195 million, of which \$140 million was previously appropriated and \$55 million is budgeted for FY 2022-23 through FY 2031-32. Program management includes condition assessment/ facility inspections, technical support and evaluations, water quality studies, project definition and prioritization, public outreach and education, and other SSIP program management activities.

**Biosolids/Digester Project: \$375.5 million**

The Biosolids/Digester project is the largest component of the SSIP, totaling \$2.4 billion over the term of the SSIP, with nearly \$1 billion previously appropriated and \$1.4 billion budgeted for FY 2022-23 through FY 2031-32. The Biosolids/Digester project provides for a new digester and solids handling facility at the Southeast Plant. The project, which requires relocation of utilities, demolition of existing infrastructure, and construction of a new digester and solids handling facility, began construction in 2019 after a one-year delay. Construction is scheduled for completion in 2025 and final project completion is scheduled for 2029.

**Southeast Treatment Plant Improvements: \$31.5 million**

Improvements to the Southeast Treatment Plant include replacement of the headworks facility and repairs, replacement, and upgrades to the treatment plant facility.

*Headworks Facility*

The FY 2022-23 budget includes \$18.4 million for the headworks facility; the total budget is \$679 million, of which \$652.2 million was previously appropriated. The SSIP provides for replacement of the headworks facilities, which provide the first step in the wastewater treatment process. The new headworks facility project consolidates two existing headworks facilities, modifies the pump station, and constructs a new odor control structure. Construction began in 2020 and is scheduled for completion in 2023 and final project completion is scheduled for 2024.

*Other Southeast Treatment Plant Improvements*

The FY 2022-23 budget includes \$13.1 million for security enhancements, new trades and maintenance buildings, and other facilities improvements at the Southeast Treatment Plant. Total Plant improvements, not including the Headworks Facility, are budgeted at \$769.9 million, of which \$314.5 million has previously been appropriated.

**North Point Treatment Plant Improvements: \$11.3 million**

Improvements to the North Point Treatment Plant include wet weather pump station improvements, outfall system rehabilitation, and other improvements. The total project budget is \$247.2 million, of which \$69.3 million was previously appropriated. The FY 2022-23 budget of \$11.3 million is for improvements to the wet weather pump station and upgrades to the distributed control system.

**Oceanside Treatment Plant Improvements: \$29.2 million**

Improvements to the Oceanside Treatment Plant include upgrades to various treatment processes, health and safety improvements to the administrative building, and upgrades to the distributed control system. The total project budget is \$742.0 million, of which \$89.1 million was previously appropriated.

**Other SSIP Projects: \$121.5 million***Stormwater and Flood Control: \$63.3 million*

The total SSIP budget for stormwater management is \$421.5 million, of which \$81.8 million was previously appropriated, and for flood control is \$805.6 million, of which \$117.4 million was previously appropriated. FY 2022-23 projects include daylighting of Yosemite Creek, green infrastructure projects at Balboa High School, Giannini Middle School, and Buchanan Street Mall, and green infrastructure grants to public and private properties.

*Sewer and Collection System: \$58.2 million*

The total SSIP budget for sewer and collection system projects is \$862.7 million, of which \$296.2 million was previously appropriated. Projects budgeted in FY 2022-23 include sewer improvements at Kansas and Main Streets, Taraval sewer improvements, large diameter sewer projects and channel force main, systemwide monitoring equipment assessments, and Geary underpass access enhancements.

**Other Wastewater Capital Projects: \$104.1 million**

Wastewater projects that are not part of the Sewer System Improvement Program include (1) repair and replacement of the collection system to replace small and large diameter pipes and sewer laterals; (2) annual repair and replacement projects to maintain treatment plant capacity and reliability; and (3) improvements to the Treasure Island resource recovery facility to provide tertiary treatment and wetlands.

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| <b>Items 13 &amp; 14</b><br><b>Files 22-0502 &amp; 22-0503</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>Department:</b><br>Public Utilities Commission |
| <b>EXECUTIVE SUMMARY</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                   |
| <p style="text-align: center;"><b>Legislative Objectives</b></p> <ul style="list-style-type: none"> <li>• <b>File 22-0503</b> is an ordinance authorizing the San Francisco Public Utilities Commission (SFPUC) to issue \$141,418,472 in Water Revenue Bonds to fund Water Enterprise capital projects.</li> <li>• <b>File 22-0502</b> is an ordinance appropriating \$122,471,597 of Water Revenue Bond proceeds or State Loan or Grant Funds, water revenues, and water capacity fees for the Water Enterprise's Capital Improvement Program for FY 2022-23; de-appropriating and re-appropriating Water capital project appropriations of \$38,331,661 in FY 2022-23; and placing \$96,899,821 of Water Revenue Bond and State Loan or Grant Fund proceeds on Controller's Reserve.</li> </ul> <p style="text-align: center;"><b>Key Points</b></p> <ul style="list-style-type: none"> <li>• Proposition E, approved by voters in 2002, provides for the Board of Supervisors to authorize SFPUC to issue revenue bonds. To date, the Board of Supervisors has authorized \$4.6 billion and SFPUC has issued \$3.8 billion in Water Revenue Bonds authorized by Proposition E. Of the authorized and unissued bonds of approximately \$800 million, \$130 million were approved in 2010 and 2014 for Water System Improvement Program projects.</li> <li>• The appropriation of \$122.4 million funds projects approved in the SFPUC 10-Year Capital Plan and other projects not in the Capital Plan, such as customer service system, emergency communications, and automated meter reading improvements.</li> </ul> <p style="text-align: center;"><b>Fiscal Impact</b></p> <ul style="list-style-type: none"> <li>• Annual Water Enterprise debt service for outstanding debt is \$335 million in FY 2022-23, increasing to \$409 million in FY 2031-32. Retail water rates are not increased in FY 2022-23 and would be increased by 5 percent in FY 2023-24.</li> </ul> <p style="text-align: center;"><b>Policy Consideration</b></p> <ul style="list-style-type: none"> <li>• The 10-Year Capital Plan provides for predevelopment funding for the Millbrae Yard and City Distribution Division administrative building, which include relocation of staff from existing space.</li> </ul> <p style="text-align: center;"><b>Recommendations</b></p> <ul style="list-style-type: none"> <li>• Amend the proposed ordinance (File 20-0503) to state that the required report detailing issuance of Wastewater Revenue bonds approved by File 20-0830 and File 22-0503 will be included in the legislative files for the respective ordinances.</li> <li>• Request the SFPUC General Manager to report on the proposed disposition of the Rollins Road facility during the review of the SFPUC two-year operating and capital budget in May 2024.</li> <li>• Amend File 20-0502 to place \$2,536,607 in the FY 2022-23 appropriation for predevelopment costs for the City Distribution Division administrative building on Budget and Finance Committee Reserve, pending a report to the Board of Supervisors on facility design, space needs, total project costs, and disposition of 1990 Newcomb Avenue.</li> <li>• Approve Files 20-0503 and 20-0502 as amended.</li> </ul> |                                                   |

**MANDATE STATEMENT**

Charter Section 9.107(6, 8) states that the Board of Supervisors is authorized to provide for the issuance of revenue bonds for the purpose of the reconstruction or replacement of existing water facilities or electric power facilities or combinations of water and electric power facilities under the jurisdiction of the Public Utilities Commission, when authorized by resolution adopted by a three-fourths affirmative vote of all members of the Board of Supervisors; and issued to finance or refinance the acquisition, construction, installation, equipping, improvement or rehabilitation of equipment or facilities for renewable energy and energy conservation.

Charter Section 8B.124 states that the Public Utilities Commission is authorized to issue revenue bonds and other forms of indebtedness, when authorized by two-thirds vote of the Board of Supervisors, for Water Enterprise and Wastewater Enterprise capital projects.

Charter Section F1.113 states that 0.2 percent of the City's budget, excluding bond debt, must be set-aside for the Controller's audit fund.

Charter Section 5A.31(d) states that one-twentieth of one percent (0.05%) from the proceeds of each issuance or sale of public utility revenue bonds must be set aside for use by the Public Utilities Commission Revenue Bond Oversight Committee to cover the costs of Committee activities.

Charter Section 9.105 states that the Board of Supervisors shall approve by ordinance all amendments to the Annual Appropriation Ordinance after the Controller certifies the availability of funds.

**BACKGROUND**

The San Francisco Public Utilities Commission (SFPUC) Water Enterprise provides both regional water conveyance and local (in-city) water distribution. The regional water conveyance system includes the Hetch Hetchy Reservoir, the Irvington Tunnel conveying water from the Hetch Hetchy Reservoir, the San Antonio and Calaveras Reservoirs in Alameda County, and the San Andreas and Crystal Springs Reservoirs on the Peninsula. The in-city distribution system is a series of pipelines that distributes water from the regional water conveyance system to residences and retail businesses in the city.

In 2003, SFPUC implemented the \$4.8 billion Water System Improvement Program (WSIP) to upgrade the regional and local water system. According to SFPUC, all local WSIP projects have been completed, and 47 of 52 regional WSIP projects are in the construction close-out or completion phase. The SFPUC forecasts that WSIP projects will be completed by May 2023.

The SFPUC approved the 10-year financial plan for FY 2022-23 through FY 2031-32 in February 2022 in accordance with Charter Section 8B.123. According to the 10-year financial plan, the Water Enterprise 10-year capital plan through June 2031 is \$1.9 billion, of which one-third is funded through Water Enterprise revenues and one-third is funded through debt. The Board of

Supervisors is being asked to approve the Water Enterprise capital improvement budget for FY 2022-23 and the issuance of Water Revenues Bonds, as detailed below.

### DETAILS OF PROPOSED LEGISLATION

**File 22-0503** is an ordinance (a) authorizing the issuance and sale of tax-exempt or taxable Water Revenue Bonds by the San Francisco Public Utilities Commission (SFPUC) in an aggregate principal amount not to exceed \$141,418,472 to finance the costs of Water Enterprise capital projects; (b) authorizing the issuance of Water Revenue Refunding Bonds and the retirement of outstanding Water Enterprise Commercial Paper; (c) declaring the intent of SFPUC to reimburse itself with one or more issues of tax-exempt bonds or other forms of indebtedness; and (d) ratifying previous actions taken in connection with the issuance of the bonds.

**File 22-0502** is an ordinance (a) appropriating \$122,471,597 of proceeds from Revenue Bonds, State of California Water Resources Control Board's revolving loan funds (State Loan Funds) or grant funds (State Grant Funds), water revenues, and water capacity fees for the San Francisco Public Utilities Commission (SFPUC) Water Enterprise's Capital Improvement Program for FY 2022-23; and (b) de-appropriating and re-appropriating Water Capital Project appropriations of \$38,331,661 in FY 2022-23. \$96,899,821 of Revenue Bond and State Loan Funds or State Grant Funds proceeds are placed on Controller's Reserve pending Controller certification of the availability of funds. Sources and uses of the appropriated funds are shown in Table 1 below and de-appropriation and re-appropriation of Water Capital Project funds are shown in Tables 2 and 3 below. Projects funded by the appropriated funds are subject to final approval by the SFPUC and the Board of Supervisors of the California Environmental Quality Act (CEQA) findings.

#### Water Revenue Bond Issuance

At the February 8, 2022 Commission meeting, the SFPUC approved the issuance of new Water Revenue Bonds to finance Water capital projects in FY 2022-23. The proposed ordinance allows the issuance of commercial paper or other interim debt to finance the projects prior to the issuance of the revenue bonds and provides for SFPUC to access California Water Resources Control Board revolving loan funds or grant funds.

The SFPUC may issue taxable or tax-exempt bonds in one or more series through either a negotiated or competitive sale. The SFPUC is to report to the Board of Supervisors within 30 days of the bond issuance: (i) the principal amount sold and method of sale, (ii) true interest cost, (iii) final maturity, (iv) the facilities constructed and/or improved, and (v) a statement about the remaining bonding authorization.

In addition, the SFPUC may issue refunding bonds to repay outstanding Water Revenue Bond debt if the issuance of the refunding bonds results in net present value debt service savings of 3 percent and does not extend the maturity date. If the SFPUC issues refunding bonds, then the SFPUC needs to submit to the Board of Supervisors the final official statement for the refunding bonds and a statement from the financial advisor on the 3 percent net present value debt service savings. SFPUC may request authorization to issue refunding bonds for other reasons that debt

service savings if other benefits accrue, such as removal of bond covenants deemed to be onerous to the SFPUC. The authorization to issue refunding bonds extends through June 2027.

### FY 2022-23 Capital Budget

The proposed ordinance appropriates \$122.5 million in new funds to Water Enterprise projects in the 10-Year Capital Plan for FY 2022-23 through FY 2031-22 and \$38.3 million in reappropriated funds to various Water Enterprise projects, shown in Tables 1 – 3 below.

**Table 1: Sources and Uses of Funds**

|                                | Regional Programs              |                                                | Local Programs              |                           |                     | Total                |
|--------------------------------|--------------------------------|------------------------------------------------|-----------------------------|---------------------------|---------------------|----------------------|
|                                | Water Revenue Bonds (Regional) | Water Enterprise Revenues (Wholesale Customer) | Water Revenue Bonds (Local) | Water Enterprise Revenues | Water Capacity Fees |                      |
| <b>Sources</b>                 | <b>\$26,562,907</b>            | <b>\$16,250,000</b>                            | <b>\$47,785,764</b>         | <b>\$29,715,926</b>       | <b>\$2,157,000</b>  | <b>\$122,471,597</b> |
| <b>Uses</b>                    |                                |                                                |                             |                           |                     |                      |
| Water Treatment                | \$9,771,729                    | \$4,806,200                                    |                             | \$2,587,955               |                     | \$17,165,884         |
| Water Transmission             |                                | 9,218,329                                      |                             | 4,963,715                 |                     | \$14,182,044         |
| Buildings & Grounds            | 12,806,742                     | 2,192,971                                      | 2,536,607                   | 1,180,830                 |                     | \$18,717,150         |
| Local Conveyance/ Distribution |                                |                                                | 38,081,293                  | 19,925,669                | 2,152,686           | \$60,159,648         |
| Customer Service               |                                |                                                |                             | 998,326                   |                     | \$998,326            |
| Financing <sup>a</sup>         | 3,925,998                      |                                                | 7,062,736                   |                           |                     | \$10,988,734         |
| Controller's Audit             | 45,157                         | 32,500                                         | 81,235                      | 41,931                    | 4,314               | \$205,137            |
| RBOC <sup>b</sup>              | 13,281                         |                                                | 23,893                      | 17,500                    |                     | \$54,674             |
| <b>Total Uses</b>              | <b>\$26,562,907</b>            | <b>\$16,250,000</b>                            | <b>\$47,785,764</b>         | <b>\$29,715,926</b>       | <b>\$2,157,000</b>  | <b>\$122,471,597</b> |

Source: File 22-0502

<sup>a</sup> Financing costs include the costs of interim, short-term funding for projects by the Commercial Paper Program, such as accrued interest and credit bank and dealer fees associated with outstanding commercial notes as well as capitalized interest and other issuance costs.

<sup>b</sup> Revenue Bond Oversight Committee

### Proposition E Bond Funds

San Francisco voters approved Proposition E in 2002, providing for the Board of Supervisors to authorize issuance of Water Revenue Bonds with three-fourths approval of the Board members. To date, the Board of Supervisors has authorized \$4,617,099,036 and SFPUC has issued \$3,769,973,951 in bonds authorized by Proposition E.

### *Water System Improvement Program*

The Board authorized \$3,070,808,317 in Water Revenue Bonds for Water System Improvement Program (WSIP) projects, of which \$2,940,525,000 have been issued and \$130,283,217 is authorized but not issued. According to the WSIP Quarterly Report, local WSIP projects are complete and regional projects are forecasted for completion in 2027.<sup>1</sup> According to SFPUC staff,

<sup>1</sup> The major regional WSIP projects to be completed are groundwater storage and recovery.

the WSIP has approximately \$77 million in outstanding Water Enterprise commercial paper, and current and future commercial paper issuances will be used to finance WSIP project construction. SFPUD will issue Water Revenue Bonds at a future date to retire the outstanding commercial paper.

#### *Other Water Enterprise Capital Projects*

The Board authorized \$1,546,290,719 in Water Revenue Bonds for other Water Enterprise capital projects, of which \$829,448,951 have been issued and \$716,841,768 is authorized but not issued.<sup>2,3</sup> According to SFPUC, the Commission has used commercial paper as interim financing for the Water Enterprise capital projects.

If the Board authorizes \$141,418,472 in new Water Revenue Bonds for Water Enterprise capital projects, total authorization increases to \$1,687,709,191 and the amount of authorized and unissued bonds increases to \$858,260,240. The SFPUC 10-Year Financial Plan provides for issuing \$406 million in Water Revenue Bonds in FY 2022-23; total Water Revenue Bond issuances over 10 years through FY 2031-32 are \$1.6 billion.

Of the requested Water Revenue Bond authorization of \$141,418,472:

- \$74,384,671 are allocated to Water Enterprise projects shown in Table 1 above: \$26,562,907 to regional projects and \$47,785,764 to local projects
- \$67,069,801 are allocated to Hetch Hetchy Water and Power Enterprise projects (File 22-0498).

#### 10-Year Capital Plan

The projects shown in Table 1 above are included in the SFPUC's 10-Year Capital Plan for FY 2022-23 through FY 2031-32. According to SFPUC staff, the Commission is requesting one year of appropriation approval, pending further evaluation of project spending and delays for ongoing Water Enterprise projects.

#### Re-appropriation of Funds

The proposed ordinance re-appropriates funds to regional and local water projects, shown in Tables 2 and 3 below.

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<sup>2</sup> The legislation authorizing the bonds provides for the use of State loans and other funds. Of the \$1.5 billion in bond authorization for Water Enterprise capital projects, the SFPUC used \$265.5 million in State loans in lieu of issuing bonds.

<sup>3</sup> Authorized and unissued Water Revenue Bonds were approved by the Board in 2018 (\$478.4 million authorized and \$143.8 million issued, with authorized and unissued bonds of \$334.6 million), 2019 (\$34.1 million authorized and not issued), and 2020 (\$341.1 million authorized and not issued).

**Table 2: De-appropriation and Re-appropriation of Regional Water Project Funds**

|                                  | Water Capital<br>Improvement<br>Program | Water Enterprise<br>Revenues | Water Enterprise<br>Revenues<br>(Wholesale<br>Customer) | Total                 |
|----------------------------------|-----------------------------------------|------------------------------|---------------------------------------------------------|-----------------------|
| <b>De-appropriation</b>          |                                         |                              |                                                         |                       |
| Water Supply & Storage           | (\$8,919,150)                           |                              |                                                         | (\$8,919,150)         |
| Watershed & Land Management      |                                         | (1,496,639)                  | (2,779,472)                                             | (4,276,111)           |
| Long-term Monitoring & Permit    |                                         | (810,509)                    | (1,505,231)                                             | (2,315,740)           |
| <b>Total De-appropriation</b>    | <b>(\$8,919,150)</b>                    | <b>(\$2,307,148)</b>         | <b>(\$4,284,703)</b>                                    | <b>(\$15,511,001)</b> |
| <b>Re-appropriation</b>          |                                         |                              |                                                         |                       |
| Regional Water Treatment Program | \$8,919,150                             | \$760,170                    | \$1,411,745                                             | \$11,091,065          |
| Communications & Monitoring      |                                         | 1,039,376                    | 1,930,269                                               | 2,969,645             |
| Buildings & Grounds              |                                         | 507,602                      | 942,689                                                 | 1,450,291             |
| <b>Total Re-appropriation</b>    | <b>\$8,919,150</b>                      | <b>\$2,307,148</b>           | <b>\$4,284,703</b>                                      | <b>\$15,511,001</b>   |

Source: File 22-0502

**Table 3: De-appropriation and Re-appropriation of Local Water Project Funds**

|                               | 2002<br>Proposition E | Water<br>Continuing<br>Projects | 2017 and<br>2021 Water<br>Revenue<br>Bonds | Water<br>Enterprise<br>Capital Funds | Total                 |
|-------------------------------|-----------------------|---------------------------------|--------------------------------------------|--------------------------------------|-----------------------|
| <b>De-appropriation</b>       |                       |                                 |                                            |                                      |                       |
| Treasure Island Improvements  | (\$6,159,918)         | (\$291,901)                     |                                            |                                      | (\$6,451,819)         |
| Local Water Supply            |                       | (835,847)                       | (11,250,000)                               | (3,182,000)                          | (15,267,847)          |
| Pacifica Recycled Water       |                       | (1,100,994)                     |                                            |                                      | (1,100,994)           |
| <b>Total De-appropriation</b> | <b>(\$6,159,918)</b>  | <b>(\$2,228,742)</b>            | <b>(\$11,250,000)</b>                      | <b>(\$3,182,000)</b>                 | <b>(\$22,820,660)</b> |
| <b>Re-appropriation</b>       |                       |                                 |                                            |                                      |                       |
| Local Conveyance/Distribution | \$6,159,918           | \$1,012,779                     | \$11,250,000                               | \$3,182,000                          | \$21,604,697          |
| Pump Station Improvements     |                       | 468,742                         |                                            |                                      | 468,742               |
| Automated Meter Reading       |                       | 747,221                         |                                            |                                      | 747,221               |
| <b>Total Re-appropriation</b> | <b>\$6,159,918</b>    | <b>\$2,228,742</b>              | <b>\$11,250,000</b>                        | <b>\$3,182,000</b>                   | <b>\$22,820,660</b>   |

Source: File 22-0502

According to SFPUC staff, as a preliminary step to FY 2022-23 Capital Budget development, a baseline review of all existing project appropriations was completed for potential closeout or repurposing to new capital budget needs. This review focused on capital project delivery and reduced the 2-year capital budget request to more efficiently use existing project appropriations.

Descriptions of the projects shown in Tables 1, 2, and 3 are provided in the attachment.

**FISCAL IMPACT***Debt Issuance*

SFPUC anticipates issuing \$141.4 million in Water Revenue Bonds at 5 percent interest and for a 30-year term. Capitalized interest costs over 30 months are \$17.7 million<sup>4</sup> and issuance costs are \$2.8 million<sup>5</sup> for net bond proceeds of approximately \$120 million.<sup>6</sup> Average annual debt service over 30 years is approximately \$9.5 million.

The 10-Year Financial Plan provides for issuing \$406 million in Water Revenue Bonds in 2023 and future Water Revenue Bond issuances totaling \$1.6 billion over 10 years. Annual Water Enterprise debt service for outstanding debt is \$335 million in FY 2022-23, increasing to \$409 million in FY 2031-32.

The year-end Water Enterprise fund balance is estimated to increase from \$178 million in FY 2022-23 to \$210.8 million in FY 2031-32. The SFPUC fund balance reserve policy is for fund balance to equal at least 25 percent of annual operating and maintenance expenses. According to the 10-Year Financial Plan, the Water Enterprise fund balance is estimated to equal at least 50 percent of annual operating and maintenance expenses through FY 2031-32.

The annual debt service coverage ratio is estimated to be 1.5 in FY 2022-23, increasing to 1.6 in FY 2031-32. According to covenants with bond holders, the annual debt service coverage ratio – the ratio of annual debt service to unrestricted fund balance and net revenues – should equal 1.25, and according to SFPUC financial policies, the annual debt service coverage ratio should equal 1.5. The SFPUC 10-Year Financial Plan assumes that the Water Enterprise will have sufficient net revenues and unrestricted fund balance to achieve a debt service coverage ratio of at least 1.5.

*Water Customer Rates*

The 10-Year Financial Plan assumes no rate increase for retail customers in FY 2022-23 and a 5 percent rate increase for retail customers in FY 2023-24. The 10-Year Financial Plan assumes a 15.9 percent rate increase for wholesale customers in FY 2022-23 and an 11.2 percent rate increase for wholesale customers in FY 2023-24. According to the 10-Year Financial Plan, wholesale water rates are set on an annual basis and are adopted by the Commission. The annual rate setting process for wholesale water customers is established by contract under the long-term Water Supply Agreement with wholesale customers.

The wholesale water rate increase of 15.9 percent for FY 2022-23 was adopted by the Commission on May 10, 2022. According to SFPUC staff, the rate increase was needed to cover

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<sup>4</sup> Capitalized interest is the amount of interest that accrues on the bonds during the construction period prior to placement of the asset into service.

<sup>5</sup> Issuance costs include underwriting fees, legal fees, financial advisory fees, credit enhancement fees, and other miscellaneous fees typically associated with a bond financing.

<sup>6</sup> As noted above, a portion of the Water Revenue Bond proceeds are allocated to Hetch Hetchy Water and Power Enterprise projects.

growing wholesale customers' share of expenditures in the Water enterprise. The need for a rate increase resulted from decreased water sales given in response to the systemwide call for water conservation and an increase in annual debt service payments for Water Enterprise bonds issued in prior years. According to SFPUC staff, the 15.9 percent rate increase in FY 2022-23 is the first rate increase for wholesale customers in five years where rates were held flat.

## **POLICY CONSIDERATION**

### **Reporting on Proposition E Bonds**

File 20-0830 stated SFPUC should submit a report to the Clerk of the Board of Supervisors following sale of the Water Revenue bonds showing the results of the transaction, including (i) principal amount sold and method of sale, (ii) true interest cost, (iii) final maturity, (iv) the facilities constructed and/or improved, and (v) a statement about the remaining bonding authorization. As noted above, SFPUC has not yet sold bonds authorized in File 20-0830, issuing commercial paper as interim debt instead. SFPUC provided information to the Budget and Legislative Analyst on total Water Revenue Bond authorization under Proposition E, amount sold, and remaining authorized but not yet sold bonds, noted above.

File 22-0503 has the same reporting requirement for \$141 million in Water Revenue Bonds authorized under the ordinance. The SFPUC is planning to issue bonds approved in Files 20-0830 and 22-0503 in FY 2022-23 and therefore, will need to submit the report to the Clerk of the Board of Supervisors after sale of the bonds. The proposed ordinance should be amended to state that the required report detailing issuance of Wastewater Revenue bonds approved by File 20-0830 and File 22-0503 will be included in the legislative files for the respective ordinances.

### **Fund Balance and Rate Increases**

According to the 10-Year Financial Plan for FY 2022-23 through FY 2031-32, the SFPUC does not plan to increase retail water rates for San Francisco rate payers in FY 2022-23 and plans to increase retail water rates by 5 percent in FY 2023-24. SFPUC plans to increase wholesale water rates by 15.9 percent in FY 2022-23 and 11.2 percent in FY 2023-24. Planned wholesale water rate increase in FY 2024-25 through FY 2031-32 range from 0 percent to 2.9 percent.

### **Project Costs**

#### *Millbrae Yard*

The FY 2022-23 capital budget includes \$2,178,702 for predevelopment costs Millbrae Yard laboratory and shop improvements, which includes expanding the existing Millbrae Administration Building to merge and house Water Enterprise staff and equipment currently located at Rollins Road. The project includes new laboratory and shop space and construction of two floors on top of the laboratory. Construction of the project is planned to begin in 2025 and complete in approximately 2028. According to SFPUC staff, the Commission does not have a plan for the disposition of the Rollins Road facility at this time. The Board of Supervisors should request the SFPUC General Manager report on the proposed disposition of the Rollins Road facility during the review of the SFPUC two-year operating and capital budget in May 2024.

*City Distribution Division Administrative Building*

The FY 2022-23 capital budget includes \$2,536,607 for predevelopment costs to construct a new administrative building for the City Distribution Division to replace the existing facility at 1990 Newcomb Avenue. According to the SFPUC's 10-Year Capital Plan, the Board has previously appropriated \$45.5 million for the new administrative building, of which \$4.3 million has been spent to date. The Budget and Legislative Analyst recommends placing \$2,536,607 on Budget and Finance Committee reserve, pending a report to the Board of Supervisors on facility design, space needs, total project costs, and disposition of 1990 Newcomb Avenue.

**RECOMMENDATIONS**

1. Amend the proposed ordinance (File 20-0503) to state that the required report detailing issuance of Water Revenue bonds approved by File 20-0830 and File 22-0503 will be included in the legislative files for the respective ordinances.
2. Request the SFPUC General Manager to report on the proposed disposition of the Rollins Road facility during the review of the SFPUC two-year operating and capital budget in May 2024.
3. Amend File 20-0502 to place \$2,536,607 in the FY 2022-23 appropriation for predevelopment costs for the City Distribution Division administrative building on Budget and Finance Committee Reserve, pending a report to the Board of Supervisors on facility design, space needs, total project costs, and disposition of 1990 Newcomb Avenue.
4. Approve Files 20-0503 and 20-0502 as amended.

**Attachment: Capital Project Summary**

File 22-0502 appropriates \$160,803,258 in new and reappropriated funds for regional and local water projects, including associated financing, auditing, and oversight costs, shown in Table 4 below.

**Table 4: Summary of Water Project Appropriation**

|                                      | <b>Appropriation<br/>New Funds</b> | <b>Re-<br/>appropriation</b> | <b>Total<br/>Appropriation</b> |
|--------------------------------------|------------------------------------|------------------------------|--------------------------------|
| <b>Regional Projects</b>             |                                    |                              |                                |
| Regional Water Treatment             | \$17,165,884                       | \$11,091,065                 | \$28,256,949                   |
| Water Transmission                   | 14,182,044                         |                              | 14,182,044                     |
| Communications & Monitoring          | 0                                  | 2,969,645                    | 2,969,645                      |
| Buildings & Grounds                  | 16,180,543                         | 1,450,291                    | 16,630,834                     |
| <b>Local Projects</b>                |                                    |                              |                                |
| Local Conveyance/ Distribution       | 60,159,648                         | 21,604,697                   | 81,764,345                     |
| Customer Service & System Monitoring | 998,326                            |                              | 998,326                        |
| Pump Station Improvements            |                                    | 468,742                      | 468,742                        |
| Automated Meter Reading              |                                    | 747,221                      | 747,221                        |
| Buildings & Grounds                  | 2,536,607                          |                              | 2,536,607                      |
| <b>Financing &amp; Oversight</b>     |                                    |                              |                                |
| Financing                            | 10,988,734                         |                              | 10,988,734                     |
| Controller's Audit                   | 205,137                            |                              | 205,137                        |
| Revenue Bond Oversight Committee     | 54,674                             |                              | 54,674                         |
| <b>Total</b>                         | <b>\$122,471,597</b>               | <b>\$38,331,661</b>          | <b>\$160,803,258</b>           |

**Regional Water Treatment Projects: \$28.3 million***Sunol Valley Water Treatment: \$13.1 million*

This is a multi-year project to (i) construct an ozone treatment facility to mitigate taste and odor problems stemming from algae blooms and improve water quality, and (ii) improve reliability of regional water delivery. Total estimated project costs are \$248 million through 2028.

*Water Quality Monitoring and Ground Water Treatment: \$15.2 million*

These projects include improvements to (i) prevent untreated water entering the drinking water supply and (ii) regional groundwater wells on the Peninsula. Improvements to regional water treatment facilities for water quality monitoring, and electrical, valve, and other upgrades total \$19.9 million through 2029; and improvements to ground water treatment total \$4 million through 2028.

**Water Transmission: \$14.2 million**

Water transmission projects include (i) pipeline and tunnel inspection and repair, as part of a 20-year inspection plan; and (ii) repairs to the Bay Division Pipelines in Alameda and San Mateo counties. Regional water transmission projects total \$202.1 million through 2032.

**Communications & Monitoring: \$2.9 million**

This project will provide redundant emergency communications capability and increased bandwidth for security data transfer. Specifically, it will build a microwave backbone to link the entire SFPUC regional water system from the Hetch Hetchy Dam site in Yosemite to the rest of the SFPUC sites (San Francisco, San Mateo, Santa Clara, and Alameda counties).

**Regional Building & Grounds Projects: \$16.2 million***Millbrae Yard Upgrades: \$12.8 million*

Millbrae Yard upgrades include (i) reconstruction of the slab between the warehouse loading dock and offices to offset soil settlement and upgrades to the heating, ventilation, and air conditioning (HVAC) system in the administration building, and (ii) renovation and expansion of the Millbrae administrative building.

Of the \$12.8 million, \$2.2 million is allocated to initial costs of the administrative building renovation and expansion, which is estimated to cost \$169.6 million through 2029. Administrative building improvements consist of three phases, including (1) construction of two additional floors in the Millbrae laboratory building and consolidation staff from the Rollins Road facility; (2) demolition and reconstruction of a new administration building adjacent to the laboratory; and (3) construction of new materials and equipment space. According to the SFPUC 10-year capital plan, only the reconstruction of the Millbrae laboratory building (phase one) is included in the 10-year plan.

*Sunol Yard Upgrades: \$3.4 million*

The Sunol Yard long term improvements, which began in 2009 and are scheduled to be completed in 2023, include redevelopment of the existing Sunol Yard and construction of a Watershed Center near the Sunol Water Temple. The total project costs are \$104.9 million, of which \$3.4 million remains. These funds will be used for addition Water Temple work that was not part of the original project, including a backup generator, 100 space parking lot, a history exhibit on the terrace and revisions to the interior exhibits, picnic area restoration and fixtures, and conversion of temporary construction areas to permanent areas for Water Supply and Treatment Division and Natural Resource Division use. According to SFPUC staff, the backup power generator system was requested to address increases in PG&E rolling and extended power outages, allow daily operation of the facility, and provide backup power to aquarium and quarantine systems. The changes to the exhibits were approved by the SFPUC Commission and added to the contract as a change order. The temporary construction areas are to be restored to pre-existing conditions after construction. The areas would be used to store Water Enterprise operations equipment and for an overflow parking lot at the Watershed Center

*Other Projects*

According to SFPUC staff, for the FY 2022-23 Capital Budget development, a baseline review of all existing project appropriations was completed for potential closeout or repurposing to new capital budget needs SFPUC proposes. Re-appropriation of \$1.4 million to regional building and

grounds projects provides funding for improvements to the Sunol and Millbrae Yards facilities maintenance shops and equipment storage.

***Local Building & Grounds Projects: \$4.0 million***

***City Distribution Division Headquarters: \$2.5 million***

The SFPUC proposes to construct a new headquarters building for the City Distribution Division to replace the existing building, which was constructed in 1962 and does not meet current seismic, Americans with Disabilities Act (ADA), or building system requirements. The total project cost is estimated to be \$393.8 million through 2028. The \$2.5 million appropriation is for initial pre-construction costs.

***Local Conveyance and Distribution: \$81.8 million***

***New Services: \$8 million***

These funds provide for new service installation requested by water customers and funded from Water Enterprise revenues. The SFPUC 10 Year Capital Plan provides for annual costs of new service installation of \$8 million.

***Renew Services: \$12.6 million***

These funds provide for repair and replacement of meters, valves, service connections and other components of the water distribution system between the water main and the customer's service connection. This project also supports development of the information technology infrastructure necessary to the asset management of the linear system, development of a master plan for water loss reduction and compliance with State regulations and planning to improve water quality. The 10 Year Capital Plan provides for total costs over 10 years of \$89.8 million, including annual costs of \$4 million for repair and replacement of components of the water distribution system between the water main and customer's service connection.

***Pipeline Replacement: \$61.2 million***

Pipeline replacement consists of long-term management of linear assets in the potable water distribution system between transmission or storage and final customer service connection, including replacement of 1,230 miles in the City's pipeline and water distribution system. The pipeline replacement program is projected to cost \$470.4 million over the term of the 10 Year Capital Plan.

***Other Local Projects***

Other projects include improvements to the systems supporting customer service, and pump station and automated meter reading improvements.

- \$998,326 is budgeted in FY 2022-23 for improvements to the customer service system, including a cloud-based contact center, new digital self-service customer platform, and a new customer care and billing service. Total project costs are estimated to be \$8.1 million.
- \$468,742 for pump station improvements The SFPUC's 12 major water pump stations and seven hydropneumatic tanks that boost pressure within the San Francisco distribution system need ongoing renewal and rehabilitation. This program provides long term

funding for renewal and rehabilitation of the water pump stations and hydro-pneumatic tanks that boost water pressure within the distribution system including the automation of the five pump suction valves at Lake Merced Pump Station.

- \$747,221 for automated meter reading improvements This program will provide funding to complete the Automated Water Meter Program (AWMP) during FY23 and for replacement planning of the AWMP System by the end of useful life. This project provides funding for AWMP Renewals needed through the 20-year system life (ending in 2031) and metering equipment (including automation) for all renewals and new services through 2031.