

File No. 230168

Committee Item No. 5

Board Item No. _____

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget and Finance Committee Date March 15, 2023

Board of Supervisors Meeting Date _____

Cmte Board

- Motion
- Resolution
- Ordinance
- Legislative Digest
- Budget and Legislative Analyst Report
- Youth Commission Report
- Introduction Form
- Department/Agency Cover Letter and/or Report
- MOU
- Grant Information Form
- Grant Budget
- Subcontract Budget
- Contract/Agreement
- Form 126 – Ethics Commission
- Award Letter
- Application
- Public Correspondence

OTHER (Use back side if additional space is needed)

- Boundary Map
- Planning Commission Motion No. 20635 1/30/2020
- OEWD Presentation 3/15/2023
- _____
- _____
- _____
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- _____

Completed by: Brent Jalipa Date March 9, 2023

Completed by: Brent Jalipa Date _____

1 [Resolution of Intention to Establish San Francisco Enhanced Infrastructure Financing District
2 No. 1 (Power Station)]

3 **Resolution of intention to establish San Francisco Enhanced Infrastructure Financing**
4 **District No. 1 (Power Station) to finance public capital facilities and projects of**
5 **communitywide significance related to the Potrero Power Station project and other**
6 **authorized costs, and determining other matters in connection therewith, as defined**
7 **herein.**

8
9 WHEREAS, California Barrel Company LLC, a Delaware limited liability company
10 ("Developer"), owns approximately 21.0 acres of developed and undeveloped land located in
11 the City and County of San Francisco ("City"), generally bound by 22nd Street to the north, the
12 San Francisco Bay to the east, 23rd Street to the south and Illinois Street to the west
13 ("Developer Property"); and

14 WHEREAS, Existing structures on the Developer Property consist primarily of vacant
15 buildings and facilities associated with its use as a former power station; and

16 WHEREAS, Pacific Gas & Electric Company, a California corporation ("PG&E"), owns
17 approximately 4.8 acres of land located in the City that is adjacent to the Developer Property
18 ("PG&E Sub-Area"); and

19 WHEREAS, Harrigan, Weidenmuller Co. owns approximately 10.9 acres of land to the
20 south of the Developer Property and is improved with warehouses and ancillary improvements
21 (the "Weidenmuller Property"); and

22 WHEREAS, The Developer Property, the PG&E Sub-Area, and the Weidenmuller
23 Property are referred to herein as the "Subject Property"; and

24 WHEREAS, The Developer and the City executed a Development Agreement dated
25 (for reference purposes only) as of September 22, 2020 (as it may be amended from time to

1 time, "Development Agreement"), relating to the proposed development of a project known as
2 the Potrero Power Station ("Project"), which was approved by the Board of Supervisors
3 pursuant to Ordinance No. 62-20, which was adopted by the Board of Supervisors on April 21,
4 2020, and signed by the Mayor on April 24, 2020, and a copy of which is in File No. 200040;
5 and

6 WHEREAS, The Project is a phased, mixed use development on or around the
7 Developer Property that is more particularly described in the Development Agreement; and

8 WHEREAS, On January 30, 2020, by Motion No. 20635, the Planning Commission
9 certified as adequate, accurate and complete the Final Environmental Impact Report ("FEIR")
10 for the Project pursuant to the California Environmental Quality Act (California Public
11 Resources Code Section 21000 et seq.) ("CEQA"); a copy of Planning Commission Motion
12 No. 20635 is on file with the Clerk of the Board of Supervisors in File No. 230168. Also, on
13 January 30, 2020, by Motion No. 20635, the Planning Commission adopted findings, including
14 a rejection of alternatives and a statement of overriding considerations ("CEQA Findings") and
15 a Mitigation Monitoring and Reporting Program ("MMRP"); these motions are on file with the
16 Clerk of the Board of Supervisors in File No. 230168; in Ordinance No. 62-20, the Board of
17 Supervisors adopted as its own and incorporated by reference as though fully set forth therein
18 the CEQA Findings, including the statement of overriding considerations, and the MMRP; and

19 WHEREAS, On September 9, 2020, the San Francisco Planning Department published
20 an Addendum to the FEIR finding certain proposed changes to the Project's phasing plan did
21 not change the conclusions of the FEIR and that the changes would not result in substantially
22 more severe impacts than what was identified in the FEIR (the "FEIR Addendum"); and

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1 WHEREAS, Pursuant to Resolution No. 66-11, which was adopted by the Board of
2 Supervisors on February 8, 2011, and signed by the Mayor on February 18, 2011, and a copy
3 of which is in File No. 110036, the Board of Supervisors adopted Final Board of Supervisors
4 Guidelines for the Establishment and Use of Infrastructure Financing Districts in San
5 Francisco (“Guidelines”) that describe minimum threshold criteria and strategic criteria for the
6 City to consider when evaluating the proposed formation of an infrastructure financing district;
7 and

8 WHEREAS, On February 27, 2023, the Capital Planning Committee adopted an
9 interpretative supplement to the Guidelines to provide guidance to City staff and the
10 development community about application of the Guidelines; and

11 WHEREAS, The Project will provide a significant number of new housing units in San
12 Francisco, 30% of which will be affordable to persons of low and moderate income, and
13 significant community benefits including public open spaces and community facility areas, but
14 the Project has significant public infrastructure obligations that must be completed before the
15 Project’s residential units and community benefits can be constructed; and

16 WHEREAS, The Project is eligible for financial assistance from an infrastructure
17 financing district under the Guidelines; and

18 WHEREAS, The Board of Supervisors is authorized to initiate the process to establish
19 an enhanced infrastructure financing district over the Subject Property pursuant to
20 Chapter 2.99 of Part 1 of Division 2 of Title 5 of the California Government Code, commencing
21 with Section 53398.50 (“EIFD Law”); and

22 WHEREAS, In accordance with Government Code, Section 53398.54, the City has
23 complied with the prerequisites to initiate the creation of, or participate in the governance or
24 financing of, an enhanced infrastructure financing district for the Project and will provide the
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1 required certification to the Department of Finance and the EIFD Public Financing Authority
2 No. 1 (as defined below) in accordance with the EIFD Law; and

3 WHEREAS, Pursuant to Government Code, Section 53398.59, an enhanced
4 infrastructure financing district may be divided into project areas; and

5 WHEREAS, The Board of Supervisors intends to establish the San Francisco
6 Enhanced Infrastructure Financing District No. 1 (Power Station”) (“Power Station EIFD”) and
7 project areas within the Power Station EIFD to finance (i) the purchase, construction,
8 expansion, improvement, seismic retrofit or rehabilitation of certain real or other tangible
9 property with an estimated useful life of 15 years or longer that are projects of communitywide
10 significance that provide significant benefits to the Power Station EIFD or the surrounding
11 community, including any directly-related planning and design work, (ii) the costs described in
12 Government Code Sections 53398.56, 53398.57 and 53398.58 (as applicable) and (iii) the
13 ongoing or capitalized costs to maintain public capital facilities financed in whole or in part by
14 the Power Station EIFD, all as more fully described in Exhibit A attached hereto; and

15 WHEREAS, The Power Station EIFD shall be a legally constituted governmental entity
16 separate and distinct from the City and its sole purpose shall be to finance public capital
17 facilities and projects of communitywide significance; and

18 WHEREAS, Government Code, Section 53398.63(d)(5)(B), provides that the
19 infrastructure financing plan for the Power Station EIFD may establish a separate and unique
20 time limit for each project area after which all tax allocations to the Power Station EIFD from
21 the project area will end and the Power Station EIFD’s authority to repay indebtedness from
22 tax allocations to the Power Station EIFD from the project area will end, not to exceed 45
23 years from the date that the Power Station EIFD has actually received \$100,000 in annual
24 incremental tax revenue from the project area, and the Board of Supervisors intends that the

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1 infrastructure financing plan for the Power Station EIFD will specify the date on which the
2 allocation of tax increment will end on a project area-by-project area basis; and

3 WHEREAS, The Power Station EIFD will be governed by a legislative body to be
4 known as the Enhanced Infrastructure Financing District Public Financing Authority No. 1
5 ("EIFD Public Financing Authority No. 1"), and the EIFD Public Financing Authority No. 1 will
6 be established by an ordinance of the Board of Supervisors to be considered for approval
7 concurrently with this Resolution; and

8 WHEREAS, The EIFD Public Financing Authority No. 1 will be responsible for causing
9 preparation of the infrastructure financing plan for the Power Station EIFD ("Power Station
10 IFP"), which will describe, among other things, the allocation by the City to the Power Station
11 EIFD of certain incremental property tax revenue for the purpose of funding public capital
12 facilities and other specified projects of communitywide significance that provide significant
13 benefits to the Power Station EIFD or the surrounding community and the issuance by the
14 Power Station EIFD of bonds and other debt; and

15 WHEREAS, The Power Station IFP will be subject to the review and approval by
16 resolution of the Board of Supervisors following a public hearing, and adoption and
17 implementation by the EIFD Public Financing Authority No. 1 following three public hearings;
18 now, therefore, be it

19 RESOLVED, That the Board of Supervisors hereby finds that the recitals are true and
20 correct; and, be it

21 FURTHER RESOLVED, That the Board of Supervisors hereby proposes and intends to
22 cause the establishment of the Power Station EIFD over the Subject Property, to be known as
23 the "San Francisco Enhanced Infrastructure Financing District No. 1 (Power Station)", under
24 the provisions of the EIFD Law, and further proposes and intends that the Power Station EIFD
25 shall include project areas (each, "Project Area"; collectively, "Project Areas"), which shall be

1 referred to as “Project Area ___ of the San Francisco Enhanced Infrastructure Financing
2 District No. 1 (Power Station)”; and, be it

3 FURTHER RESOLVED, That the Board of Supervisors hereby determines that the
4 proposed boundaries of the Power Station EIFD and the Project Areas are as shown on the
5 map of the Power Station EIFD and the Project Areas on file with the Clerk of the Board of
6 Supervisors in File No. 230168, which boundaries are hereby preliminarily approved and to
7 which map reference is hereby made for further particulars; and, be it

8 FURTHER RESOLVED, That the boundaries of the proposed EIFD shall include all of
9 the Subject Property; and, be it

10 FURTHER RESOLVED, That because the Board of Supervisors anticipates the need
11 to make future changes to the boundaries of the Power Station EIFD and the Project Areas in
12 order to conform to final development parcels approved by the Board of Supervisors and so
13 that the California State Board of Equalization can assign tax rate areas to the Project Areas,
14 the Board of Supervisors hereby declares its intention that the Power Station IFP shall
15 establish a procedure by which certain future amendments of the boundaries of the Power
16 Station EIFD and the Project Areas and corresponding amendments to the Power Station IFP
17 may be approved by the EIFD Public Financing Authority No. 1 without further hearings or
18 approvals, as long as the EIFD Public Financing Authority No. 1 finds that the amendments
19 will not impair the Power Station EIFD’s ability to pay debt service on its bonds or other debt
20 or, in and of themselves, reduce the debt service coverage on any bonds or other debt below
21 the amount required to issue parity debt; and

22 FURTHER RESOLVED, That the Board of Supervisors hereby determines and finds
23 that the boundaries of the proposed EIFD do not include any portion of a former
24 redevelopment project area that was created pursuant to Part 1 (commencing with Section
25 33000) of Division 24 of the California Health and Safety Code; and, be it

1 FURTHER RESOLVED, That the Board of Supervisors hereby determines and finds
2 that there are no existing dwelling units within the boundaries of the proposed EIFD; and, be it

3 FURTHER RESOLVED, That the Board of Supervisors hereby determines and finds
4 that the types of public capital facilities and other projects of communitywide significance to be
5 financed by the Power Station EIFD shall consist of those described on Exhibit A hereto and
6 hereby incorporated herein (the "Facilities"), that the Facilities are authorized to be financed
7 by the Power Station EIFD under Government Code Sections 53398.52 and 53398.55(b), and
8 that each of the Facilities (i) constitutes real or other tangible property with an estimated
9 useful life of 15 years or longer that is of communitywide significance and provides significant
10 benefits to the Power Station EIFD or the surrounding community, (ii) is in addition to those
11 facilities provided in the territory of the Power Station EIFD before the Power Station EIFD
12 was created, (iii) will not supplant facilities already available within the proposed boundaries of
13 the Power Station EIFD, although the Facilities may supplement, rehabilitate or upgrade such
14 facilities or make such facilities more sustainable and (iv) if it is located outside the boundaries
15 of the proposed EIFD, it has a tangible connection to the work of the Power Station EIFD;
16 and, be it

17 FURTHER RESOLVED, That the Board of Supervisors hereby finds that the Power
18 Station EIFD is necessary to advance the City's goal in proposing establishment of the Power
19 Station EIFD, which is to help address a shortfall in (i) funding for the provision of public
20 capital facilities of communitywide significance that provide significant benefits and promote
21 economic development and the construction of housing within the boundaries of the Power
22 Station EIFD or the surrounding community and (ii) funding for affordable housing; and, be it

23 FURTHER RESOLVED, That the Board of Supervisors hereby declares that, pursuant
24 to the EIFD Law, if the Power Station EIFD is approved by the EIFD Public Financing
25 Authority No. 1 in accordance with the EIFD Law, and if the Power Station IFP is approved by

1 resolution of the Board of Supervisors pursuant to Government Code Section 53398.68, in
2 each case after any public hearings required by the EIFD Law, the incremental property tax
3 revenue that is allocated by the City to the Power Station EIFD (but not by any other affected
4 taxing entity), which may include incremental property tax revenue described in Government
5 Code, Sections 53398.75(a)(2) and 53398.75(e)(1), may be used to finance Facilities and
6 other authorized costs and to pay debt service on bonds and other debt of the Power Station
7 EIFD; and be it

8 FURTHER RESOLVED, That the Board of Supervisors hereby authorizes the Director
9 of the Office of Public Finance to establish the time and date for a public hearing of the Board
10 of Supervisors on the proposed Power Station IFP and to cause the Clerk of the Board of
11 Supervisors to (i) publish a notice of such public hearing in accordance with the Power Station
12 EIFD law and (ii) mail a copy of such notice to (A) each owner of land (as defined in the EIFD
13 Law) within the proposed EIFD, (B) each affected taxing entity (as defined in the EIFD Law), if
14 any, and (C) the EIFD Public Financing Authority No. 1; and, be it

15 FURTHER RESOLVED, Pursuant to Government Code, Section 53398.60, the Board
16 of Supervisors hereby directs the Clerk of the Board of Supervisors to mail a copy of this
17 Resolution to (i) each owner of land within the proposed EIFD (although the Director of the
18 Office of Public Finance is hereby authorized to instead mail a notice of intention to create the
19 Power Station EIFD in accordance with Government Code, Section 53398.60(b)), (ii) each
20 affected taxing entity and (iii) the EIFD Public Financing Authority No. 1; and, be it

21 FURTHER RESOLVED, That in connection with the formation of the City and County
22 of San Francisco Special Tax District No. 2022-1 (Power Station) (“CFD”) related to the
23 Project, pursuant to Resolution No. 30-22, adopted by the Board of Supervisors on
24 January 25, 2022, the Board of Supervisors approved the execution and delivery of a Deposit
25 and Reimbursement Agreement between the City and the Developer (“Deposit Agreement”),

1 under which the Developer agreed to deposit funds with the City to pay the costs of forming
2 the CFD, and the Board of Supervisors hereby authorizes and approves an amendment of the
3 Deposit Agreement to provide for a deposit by the Developer to pay the costs of forming the
4 Power Station EIFD and managing the Power Station EIFD, including any costs incurred by
5 the EIFD Public Financing Authority No. 1 and the City, and an Authorized Officer is hereby
6 authorized and directed to execute such amendment of the Deposit Agreement; and, be it

7 FURTHER RESOLVED, That this resolution in no way obligates the Board of
8 Supervisors or the EIFD Public Financing Authority No. 1 to form the Power Station EIFD. The
9 establishment of the Power Station EIFD is subject to all requirements of EIFD Law, including:
10 (a) the Board of Supervisors' approval of a proposed Power Station IFP following a public
11 hearing, to the extent required by the EIFD Law; and (b) the EIFD Public Financing Authority
12 No. 1's approval of the Power Station IFP following three public hearings conducted pursuant
13 to EIFD Law; and, be it

14 FURTHER RESOLVED, That the Board of Supervisors has reviewed and considered
15 the FEIR and FEIR Addendum, and finds that the FEIR and Addendum are adequate for their
16 use for the actions taken by this resolution and incorporates the FEIR and the CEQA findings
17 contained in Ordinance No. 62-20 and the FEIR Addendum by this reference and further finds
18 that, pursuant to CEQA Guidelines, Section 15162, no additional environmental review is
19 required because there are no substantial changes to the Project analyzed in the FEIR and
20 the FEIR Addendum, no change in circumstances under which the Project is being
21 undertaken, and no new information that was not known and could not have been known
22 shows that new significant impacts would occur, that the impacts identified in the FEIR and
23 the FEIR Addendum as significant impacts would be substantially more severe, or that
24 mitigation or alternatives previously found infeasible are now feasible; and, be it

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1 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or
2 word of this resolution, or any application thereof to any person or circumstance, is held to be
3 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision
4 shall not affect the validity of the remaining portions or applications of this resolution, this
5 Board of Supervisors hereby declaring that it would have passed this resolution and each and
6 every section, subsection, sentence, clause, phrase, and word not declared invalid or
7 unconstitutional without regard to whether any other portion of this resolution or application
8 thereof would be subsequently declared invalid or unconstitutional; and, be it

9 FURTHER RESOLVED, That the Mayor, the Controller, the Director of the Office of
10 Public Finance, the Clerk of the Board of Supervisors and any and all other officers of the City
11 are hereby authorized, for and in the name of and on behalf of the City, to do any and all
12 things and take any and all actions, including execution and delivery of any and all
13 documents, assignments, certificates, requisitions, agreements, notices, consents,
14 instruments of conveyance, warrants and documents, which they, or any of them, may deem
15 necessary or advisable in order to effectuate the purposes of this resolution; provided
16 however that any such actions be solely intended to further the purposes of this resolution,
17 and are subject in all respects to the terms of the Resolution; and, be it

18 FURTHER RESOLVED, That all actions authorized and directed by this resolution,
19 consistent with any documents presented herein, and heretofore taken are hereby ratified,
20 approved and confirmed by this Board of Supervisors; and, be it

21 FURTHER RESOLVED, That this resolution shall take effect upon its enactment.
22 Enactment occurs when the Mayor signs the resolution, the Mayor returns the resolution

23 ///

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1 unsigned or does not sign the resolution within ten days of receiving it, or the Board of
2 Supervisors overrides the Mayor's veto of the resolution.

3

4 APPROVED AS TO FORM:
5 DAVID CHIU, City Attorney

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7 By: /s/ Mark D. Blake
8 Mark D. Blake
Deputy City Attorney

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Power Station Enhanced Infrastructure Finance District

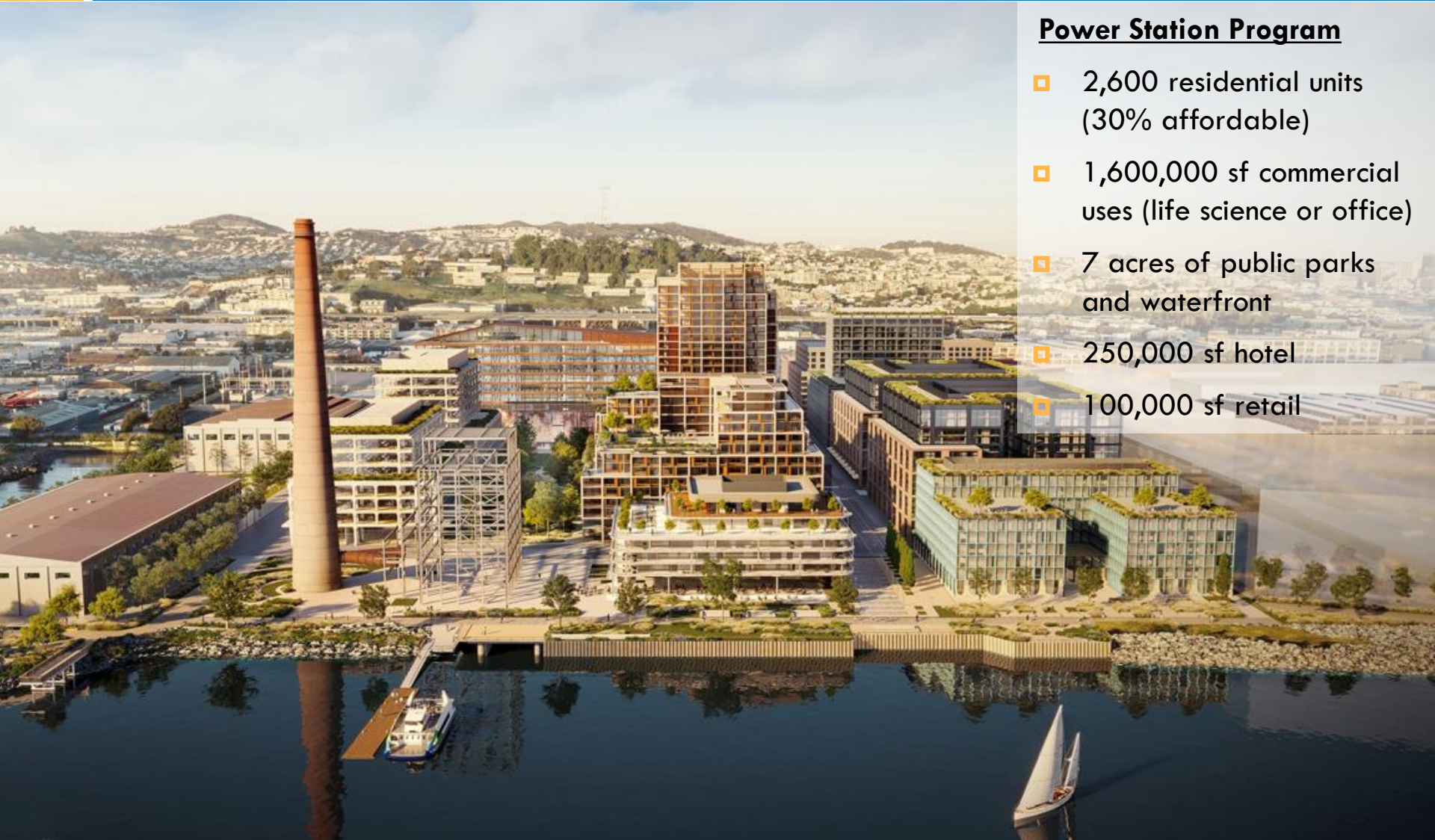
Controller's Office of Public Finance &
Office of Economic and Workforce Development

Board of Supervisors
Budget and Finance Committee

March 15, 2023

Power Station Project

2

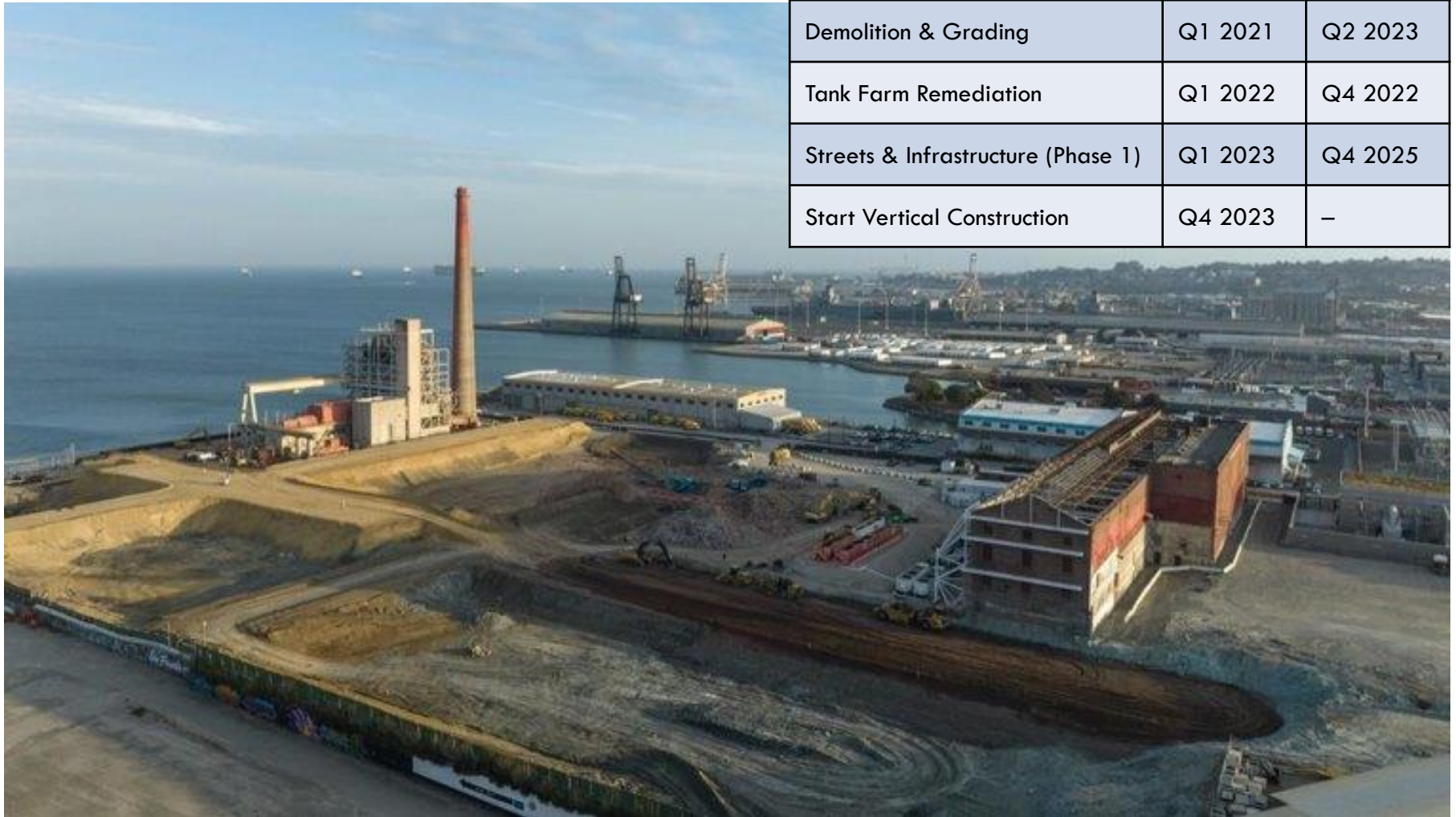


Power Station Program

- ❑ 2,600 residential units (30% affordable)
- ❑ 1,600,000 sf commercial uses (life science or office)
- ❑ 7 acres of public parks and waterfront
- ❑ 250,000 sf hotel
- ❑ 100,000 sf retail

Power Station Project

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Milestones	Start	Completion
Demolition & Grading	Q1 2021	Q2 2023
Tank Farm Remediation	Q1 2022	Q4 2022
Streets & Infrastructure (Phase 1)	Q1 2023	Q4 2025
Start Vertical Construction	Q4 2023	–

Enhanced Infrastructure Financing District (EIFD)

4

- ❑ EIFD is a state-authorized public financing tool that pledges incremental property taxes within a specific geographic area to fund public capital facilities related to the development in the district.
- ❑ The Power Station EIFD complies with the citywide IFD guidelines established in 2011 and supplemented this year:
 - ❑ Limits IFD eligibility to large-scale projects with significant rezoning that address infrastructure deficiencies and contain long-term maintenance commitments.
 - ❑ Projects must maintain a net fiscal benefit to City. Projects can access 50% of annual tax increment for EIFD with remaining 50% disbursed to general fund.
 - ❑ New policy limits IFD debt across all IFDs such that total annual debt payments do not exceed 5% of annual property tax revenue.
 - ❑ New "use it or lose it" clause provides option for City to dissolve a district if minimum development milestones are not met (clause expires once debt is issued).

Net Fiscal Benefit Analysis

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- ▣ EPS has prepared a fiscal impact report to demonstrate the Power Station project's net fiscal impact after the diversion of IFD revenues.
- ▣ On behalf of the Controller's Office and OEWD, the City's fiscal consultant Keyser Marston Associates has peer-reviewed the analysis and has confirmed that the project will generate a net fiscal benefit.
- ▣ A more detailed projected fiscal impact of the EIFD will be prepared during the creation of the Infrastructure Financing Plan, prior to adoption of the EIFD for the project.

Estimated Power Station Tax Increment	
Power Station Property Tax - General Fund Revenue	23,434,560
Power Station - Special Funds	3,794,169
Power Station - Property Tax in lieu of VLF	4,434,396
Total Power Station – TIF Revenue	31,663,125
Developer Share Property Tax – General Fund Revenue (50%)	11,717,280
Developer Share – Special Funds (50%)	1,897,084
Developer Share – Property Tax in lieu of VLF (50%)	2,217,198
Developer Share of Power Station TIF Revenue	15,831,563
City Share of Tax Increment	15,831,563

Next Steps

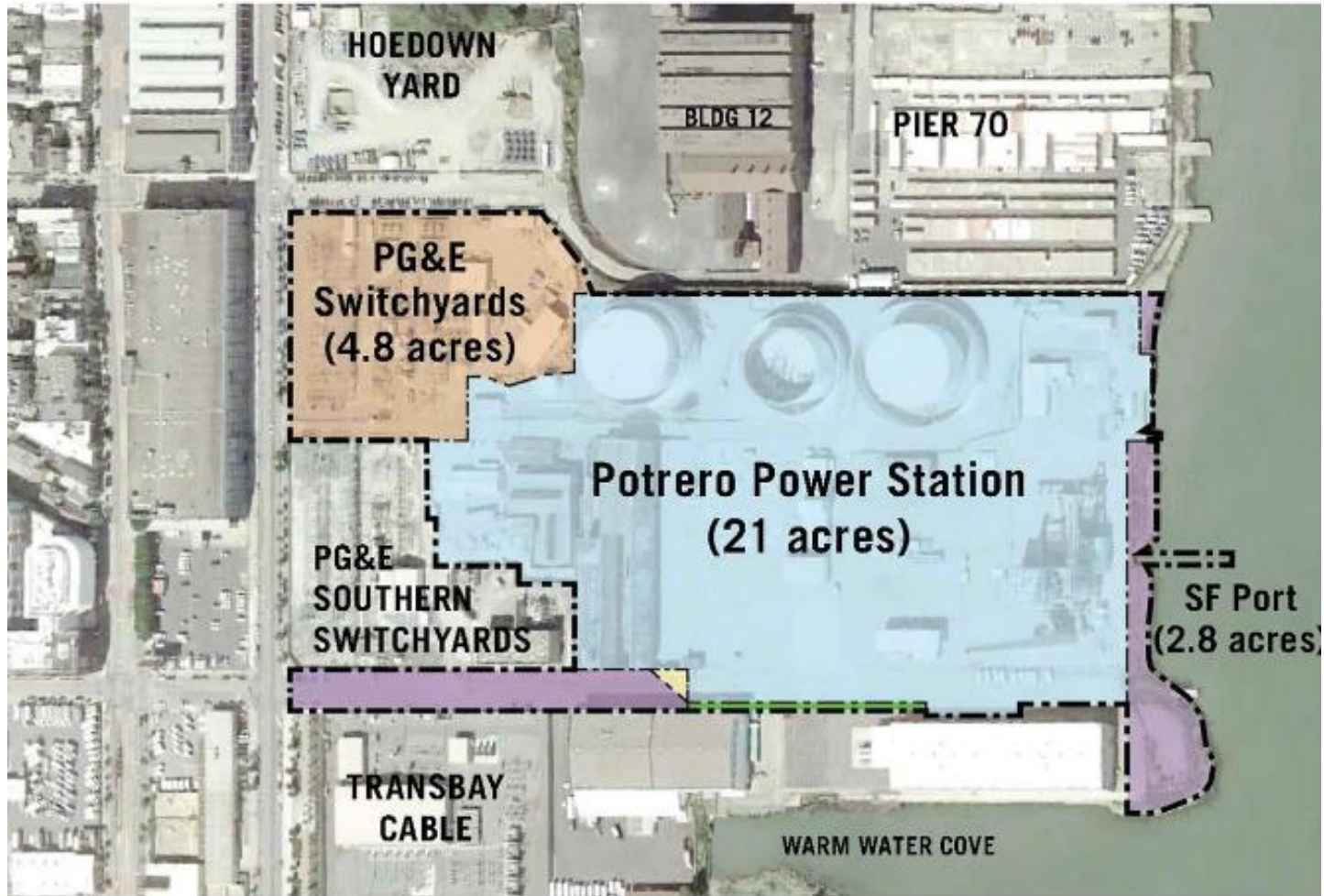
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- ❑ Resolution of Intention to Establish the Power Station EIFD – Budget & Finance Committee
- ❑ EIFD Public Financing Authority (PFA) Ordinance - Rules Committee
 - ❑ EIFD law requires the City to establish a PFA to be the legislative body for the EIFD. The PFA will consist of three members of the Board of Supervisors and two public members. The PFA is responsible for reviewing and adopting the IFP.
- ❑ Subsequent action by the Board of Supervisors is required to approve the Power Station Infrastructure Financing Plan and division of taxes within the EIFD (via resolution, estimated at end of 2023).
- ❑ The Power Station project is committed to advancing early infrastructure and site preparation work this year, with a goal to begin vertical construction of the first housing project before the end of 2023.

Appendix

Power Station Project

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Power Station Public Benefits

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- Housing: 30% affordable in every phase (up to 780 total affordable units, two-thirds onsite)
- Transportation: bus stop and layover facilities, shuttle to BART, \$61M in transportation fees
- Workforce Development: robust First Source Hiring and LBE agreements – includes specific tech/biotech programs
- Open Space: 7 acres of new open space – includes passive and active recreation
- Community Facilities and Historic Preservation: space for new YMCA, on-site childcare facilities, retention of “Station A” complex
- Adaptation/Resiliency/Benefits to Port: improvements to shoreline areas never before open to public

EIFD Eligible Uses

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Facilities

- ▣ Streets and Sidewalks
- ▣ 21st Century Infrastructure
- ▣ New Seawall and Shoreline Improvements
- ▣ Parks and Open Space
- ▣ Additional Community Facilities
- ▣ Privately-Owned, Publicly Accessible Community Improvements
- ▣ Preservation of Historic Structures
- ▣ Affordable Housing

Other

- ▣ Bond-related Expenses
- ▣ Administrative Fees
- ▣ Reimbursement of costs related to the formation of the EIFD and Project Area(s)

1 EXHIBIT A

2 SAN FRANCISCO
3 ENHANCED INFRASTRUCTURE FINANCING DISTRICT NO. 1
4 (POWER STATION)

5 DESCRIPTION OF FACILITIES
6 TO BE FINANCED BY THE
7 EIFD

8 The captioned enhanced infrastructure financing district ("Power Station EIFD") shall be authorized to
9 finance all or a portion of the costs of the purchase, construction, expansion, improvement, seismic
10 retrofit, rehabilitation, repair, replacement or maintenance of the public capital facilities or other
11 projects of communitywide significance that are (i) authorized by Chapter 2.99 of Part 1 of Division 2 of
Title 5 of the Government Code ("EIFD Law") and (ii) related to the development of the project known
as the Potrero Power Station ("Project"), including, but not limited to, the actual costs of those facilities
and projects of communitywide significance described below (the "Facilities") and those costs
described below.

12 The Facilities may be owned by a public agency (including, but not limited to, the City and County of
13 San Francisco (including through its Port Commission or other City agencies, collectively, "City")) or
privately-owned as permitted by the EIFD law.

14 Facilities may be physically located within or outside the boundaries of the Power Station EIFD; any
15 Facilities that are located outside the boundaries of the Power Station EIFD must have a tangible
connection to the work of the Power Station EIFD.

16 Capitalized terms used herein but not defined herein have the meanings given them in the
17 Development Agreement by and between the City and California Barrel Company LLC, dated
18 September 22, 2020, relating to the Project, as amended from time to time (including all exhibits
thereto, "Development Agreement").

19 The Facilities include, but are not limited to, the following:

- 20 • Affordable Housing: Publicly- or privately-owned housing for persons of very low, low and
21 moderate income, as defined in Sections 50105 and 50093 of the California Health and Safety
Code, for rent or purchase.
22 • Infrastructure, as defined in the Development Agreement.
23 • Parks and Open Space, as defined in the Development Agreement.
24 • Public Improvements, as defined in the Development Agreement.
25 • Privately-Owned Community Improvements, as defined in the Development Agreement.
• TDM Measures, as defined in the Transportation Plan attached to the Development Agreement.
• Improvements, Waterfront Park, and Recreational Dock (all as defined in the Ground Lease (No.
L-16662) between the City, operating by and through the San Francisco Port Commission and

1 California Barrel Company LLC dated as of March 15, 2021, as may be amended from time to time ("Port Lease").

- 2 • Port Approval Items, as described on Exhibit G to the Port Lease.
- 3 • Craig Lane, as defined in the Reciprocal Easement Agreement by and among California Barrel Company LLC, FC PIER 70, LLC and the City, operating by and through the San Francisco Port commission, dated as of March 15, 2021, as may be amended from time to time.
- 4 • The partial demolition, abatement, stabilization and/or rehabilitation of existing structures for incorporation into the Project, including "Station A", "Unit 3" and "The Stack" in accordance with Section 53398.55(b).

6 OTHER EXPENSES

7 The Power Station EIFD may also finance any of the following:

8 1. Costs described in Government Code Sections 53398.53, 53398.56, 53398.57 and
9 53398.58, including, but not limited to, the reimbursement for any costs advanced to file and prosecute
an action or proceeding pursuant Government Code Sections 53398.57 and 53398.58.

10 2. Costs incurred in connection with the division of taxes pursuant to Government Code
11 Section 53398.75.

12 3. The ongoing or capitalized costs to maintain the Facilities financed in whole or in part by
the Power Station EIFD.

13 4. Expenses related to bonds and other debt of the Power Station EIFD, including
14 underwriters discount, reserve fund, capitalized interest, letter of credit fees and expenses, bond and
disclosure counsel fees and expenses, bond remarketing costs, and all other incidental expenses.

15 5. Administrative fees of the City, the Power Station EIFD and the bond trustee or fiscal agent
16 related to the bonds and other debt of the Power Station EIFD.

17 6. Reimbursement of costs related to the formation of the Power Station EIFD (and the
18 Project Areas) advanced by the City, the landowner(s) in the Power Station EIFD, or any party related
to any of the foregoing, as well as reimbursement of any costs advanced by the City, the landowner(s)
19 in the Power Station EIFD or any party related to any of the foregoing, for Facilities, fees or other
purposes or costs of the Power Station EIFD.

20 7. Costs otherwise incurred in order to carry out the authorized purposes of the Power
21 Station EIFD; and any other expenses incidental (including administrative and legal costs) to the EIFD
and to the construction, expansion, improvement, seismic retrofit, rehabilitation, completion,
22 inspection, or acquisition of the Facilities.

**AMENDED AND RESTATED
DEPOSIT AND REIMBURSEMENT AGREEMENT**

**City and County of San Francisco
Special Tax District No. 2022-1
(Power Station)**

**San Francisco Enhanced Infrastructure
Financing District No. 1
(Power Station)**

THIS AMENDED AND RESTATED DEPOSIT AND REIMBURSEMENT AGREEMENT (the "Agreement"), dated for convenience as of ____ 2023, is by and between the City and County of San Francisco (the "City"), a charter city and municipal corporation, and California Barrel Company LLC, a Delaware limited liability company (the "Landowner"), and amends and restates that certain Deposit and Reimbursement Agreement, dated for convenience as of January 1, 2022 (the "Original Agreement"), by and between the City and the Landowner.

RECITALS:

WHEREAS, the City previously established City and County of San Francisco Special Tax District No. 2022-1 (Power Station) (the "Special Tax District") under Chapter 43, Article X of the San Francisco Administrative Code (as it may be amended from time to time, "Code"), which Code incorporates by reference the Mello-Roos Community Facilities Act of 1982, as amended, commencing with Section 53311 of the California Government Code (the "Act");

WHEREAS, the Landowner would like the City to establish an enhanced infrastructure financing district (the "EIFD") and its governing body (the "PFA") under Chapter 2.99 of Part 1 of Division 2 of Title 5 of the California Government Code (as it may be amended from time to time, the "EIFD Law");

WHEREAS, pursuant to the Original Agreement, the Landowner advanced funds to the City or to its agents and consultants as necessary to ensure payment of any and all costs of the City in forming the Special Tax District, provided that any advances would be reimbursed to the Landowner from the proceeds of any bonds issued by the City for the Special Tax District to the extent legally permissible;

WHEREAS, Section 53314.9 of the Act provides that, either before or after formation of the Special Tax District, the City may accept advances of funds and may provide, by resolution, for the use of those funds, including but not limited to pay any cost incurred by the local agency in creating the Special Tax District, and may agree to reimburse the advances under all of the following conditions: (1) the proposal to repay the advances is included both in the resolution of intention and the resolution of formation to establish the Special Tax District; and (2) any proposed special tax is approved by the qualified electors of the Special Tax District and, if the qualified

electors of the district do not approve the proposed special tax, the local agency shall return any funds which have not been committed for any authorized purpose by the time of the election; and

WHEREAS, the Landowner is willing to advance funds to the City, the EIFD or their agents and consultants as necessary to ensure payment of any and all costs of the City or the EIFD in forming the EIFD and the PFA or administering the PFA, provided that the City uses good faith efforts to include any such advances in the infrastructure financing plan for the EIFD (the "IFP") as eligible costs of the EIFD, to the extent permitted by law;

WHEREAS, the City and the Landowner now desire to amend and restate the Original Agreement to specify the terms of the advances of funds and reimbursement with respect to the Special Tax District, the EIFD and the PFA.

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants set forth herein, and for other consideration the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

AGREEMENT:

Section 1. The Advances. In connection with the formation of the Special Tax District, the Landowner previously provided \$100,000 to the City (the "Initial Advance"), to be used by the City to pay the "Initial Costs" (as defined below).

The Landowner hereby agrees to provide \$_____, in the form of cash, electronic transfer or a check payable to the City (the "Second Advance"); the Second Advance shall be delivered to the Director of the Office of Public Finance of the City prior to the execution of this Agreement by the City. The City, by its execution hereof, acknowledges receipt of the Second Advance. The Second Advance represents costs that the City and the Landowner have concluded are not being funded with other moneys provided by the Landowner.

The Landowner further agrees to advance any additional amounts (collectively with the Initial Advance and the Second Advance, the "Advances") incurred or reasonably expected to be incurred by the City, promptly upon written demand therefore by the Director of the Office of Public Finance, said Advances to be made to the City or directly to the City's consultants as specified by the Director of the Office of Public Finance in writing to the Landowner. In the event that the Landowner shall fail or refuse to remit any such amounts to or at the direction of the Director of the Office of Public Finance, all processing by the City of the proceedings for the EIFD shall cease until such time as the requested amounts are paid by the Landowner.

The Initial Costs include, but are not limited to: (i) the fees and expenses of any consultants to the City employed in connection with the formation of the Special Tax District, the EIFD or the PFA (such as engineering, legal counsel, including special counsel to the City, financial advisory, special tax consultant and fiscal consultant); (ii) the costs of appraisals, absorption studies and

other reports necessary or deemed advisable by City staff in forming the Special Tax District or the EIFD and issuing bonds for the Special Tax District or the EIFD; (iii) costs of publication of notices, preparation and mailing of ballots and other costs related to any election or hearing with respect to the Special Tax District, the EIFD or the PFA, any special tax to be levied on the taxable property in the Special Tax District, the allocation of property tax revenue by the City to the EIFD, or any bonded indebtedness of the Special Tax District or the EIFD; (iv) the costs (including attorneys fees) of any action prosecuted in the superior court to validate (A) the formation of the Special Tax District, said special tax and/or any bonded indebtedness or (B) the formation of the EIFD or the PFA, the allocation of property tax revenues by the City to the EIFD and/or any bonded indebtedness; (v) the costs of any actions (including attorneys fees) challenging the formation of the Special Tax District, the EIFD or the PFA; (vi) a reasonable charge, as determined by the Director of the Office of Public Finance, in her sole discretion, for an allocable share of administrative expense with respect to City staff engaged in analyzing and participating in the Special Tax District formation, special tax formulation, EIFD formation, allocation of property tax revenues by the City to the EIFD, administration of the PFA, facilities acquisition and bond issuance proceedings; and (vii) any and all other actual costs and expenses incurred by the City with respect to the creation of the Special Tax District, the creation of the EIFD or the PFA or the administration of the PFA.

Section 2. Use of Funds.

(a) Pursuant to Section 53314.9 of the Act, the Advances are subject to reimbursement only as follows:

(i) If bonds are issued under the Code by the City secured by special taxes levied upon the land within the Special Tax District, the City shall provide for reimbursement to the Landowner, without interest, of all Advances spent on Initial Costs related to the Special Tax District, said reimbursement to be made solely from the proceeds of such bonds and only to the extent otherwise permitted under the Code. On or within thirty (30) days after the date of issuance and delivery of the bonds, the Director of the Office of Public Finance shall pay to the Landowner an amount equal to the Advances theretofore expended on Initial Costs related to the Special Tax District, without interest, to the extent such amount is funded with proceeds of the bonds and said reimbursement is otherwise permitted under the Code.

(ii) If bonds are never issued for the Special Tax District, the Director of the Office of Public Finance shall, within thirty (30) days after adoption of the resolution stating the intent of the City to terminate proceedings under the Code with respect to the issuance of bonds for the Special Tax District, return any then unexpended Advances to the Landowner, without interest, less (A) an amount equal to any Initial Costs incurred by the City or that the City is otherwise committed to pay, which costs would be subject to payment under Section 1 above but have not yet been paid by the City and (B) the amount of any such Advances that the City or the Director of the Office of Public Finance concludes will be necessary to pay Initial Costs related to the EIFD or the PFA.

(b) Advances related to the EIFD or the PFA are subject to reimbursement only as follows:

(i) If the EIFD is formed, the IFP provides for the reimbursement of the Advances related to the EIFD and the PFA and bonds are issued by the EIFD under the EIFD Law, the City shall use good faith efforts to cause the EIFD to pay to the Landowner, without interest, an amount equal to all Advances spent on Initial Costs related to the EIFD and the PFA, said reimbursement to be made solely from the proceeds of such bonds and only to the extent otherwise permitted under the EIFD Law.

(ii) If the EIFD is not formed, the Director of the Office of Public Finance shall return any then unexpended Advances to the Landowner, without interest, less an amount equal to any Initial Costs which have been incurred or committed, but not yet paid by the City from the Advances.

(iii) If the EIFD is formed, but the IFP does not provide for the reimbursement of Advances, bonds are not issued by the EIFD or the EIFD does not agree to reimburse the Advances, the Director of the Office of Public Finance shall, within thirty (30) days of such determination, return any then unexpended Advances to the Landowner, without interest, less an amount equal to any Initial Costs incurred by the City or that the City or is otherwise committed to pay, which costs would be subject to payment under Section 1 above but have not yet been paid by the City.

Section 3. Reimbursement of Other Landowner Costs.

(a) Special Tax District. Nothing contained herein shall prohibit reimbursement of other costs and expenses of the Landowner incurred in connection with the Special Tax District from the proceeds of such bonds. Any such reimbursement shall be made solely from the proceeds of such bonds and only to the extent otherwise permitted under the Code and otherwise provided for in the proceedings for the formation of the Special Tax District and the issuance of such bonds.

(b) EIFD. Nothing contained herein shall prohibit reimbursement of other costs and expenses of the Landowner incurred in connection with the EIFD or the PFA from the proceeds of such bonds. Any such reimbursement shall be made solely from the proceeds of such bonds and only to the extent otherwise permitted under the EIFD Law and the IFP and otherwise provided for in the proceedings for the formation of the EIFD and the issuance of such bonds.

Section 4. Agreement Not Debt or Liability of City. It is hereby acknowledged and agreed that this Agreement is not a debt or liability of the City, which is consistent with Section 53314.9(b) of the Act with respect to the Special Tax District. The City shall in no event be liable hereunder other than to return any unexpended and uncommitted portions of any Advances as provided in Section 2 above and provide an accounting under Section 7 below. The City shall not be obligated to advance any of its own funds with respect to the establishment of the Special Tax

District, the EIFD or the PFA or for any of the other purposes listed in Section 1 hereof. No member of the City Council of the City or member, associate member, director, officer, employee or agent of the City shall to any extent be personally liable hereunder.

Section 5. No Obligation to Form EIFD or PFA. The provisions of this Agreement shall in no way obligate the City to form the EIFD or the PFA, or to take any action with respect to the Special Tax District, the EIFD or the PFA.

Section 6. Severability. If any part of this Agreement is held to be illegal or unenforceable by a court of competent jurisdiction, the remainder of this Agreement shall be given effect to the fullest extent reasonably possible.

Section 7. Accounting. The City shall use the Advances to pay Initial Costs promptly upon the receipt of invoices from consultants and professionals for Initial Costs, as such invoices shall have been reviewed and approved by the Director of the Office of Public Finance ("Director"), in consultation with the City Attorney, as necessary. The Director shall maintain copies of all invoices paid from the Advances in accordance with this Section.

The Advances may be commingled with other funds of the City for purposes of investment and safekeeping, but the City shall at all times maintain records of the expenditure of the Advances. The City shall provide the Landowner with a written accounting, including copies of supporting invoices, of Advances expended pursuant to this Agreement within thirty (30) days of receipt by the Director of the Office of Public Finance of a written request therefor submitted by an authorized officer of the Landowner. No more than one accounting will be provided in any calendar month and the cost of providing the accounting shall be considered an Initial Cost.

Section 8. Indemnification. The Landowner hereby agrees to assume the defense of, indemnify and hold harmless the City, and each of its members, officers, employees and agents, from and against all actions, claims or proceedings of every type and description to which they or any of them may be subjected or put, by reason of, or arising out of, any acts or omissions of the Landowner or any of its members, officers, employees, contractors or agents in connection with the establishment of the Special Tax District and the issuance of any bonds by the City for the Special Tax District. The City shall promptly notify the Landowner of any such claim, action or proceeding, and the City shall cooperate in the defense thereof. The obligations of the Landowner under this Section shall not apply to any claims, actions or proceedings arising through the negligence or willful misconduct of the City, its members, officers, employees or agents.

The Landowner hereby agrees to assume the defense of, indemnify and hold harmless the City, the EIFD, the PFA, and each of their respective members, officers, employees and agents, from and against all actions, claims or proceedings of every type and description to which they or any of them may be subjected or put, by reason of, or arising out of, any acts or omissions of the Landowner or any of its members, officers, employees, contractors or agents in connection with the establishment of the EIFD or the PFA, the approval of the IFP, the allocation of property tax revenue by the City to the EIFD, and the issuance of any bonds by the EIFD. The City shall promptly

notify the Landowner of any such claim, action or proceeding, and the City shall cooperate in the defense of any action against the City or its agents. The obligations of the Landowner under this Section shall not apply to any claims, actions or proceedings arising through the negligence or willful misconduct of the City, the EIFD or the PFA, or their respective members, officers, employees or agents.

Section 9. Governing Law. This Agreement shall be governed and construed in accordance with the laws of the State of California.

Section 10. Successors and Assigns. This Agreement shall be binding upon and inure to the benefit of the successors and assigns of the parties hereto.

Section 11. Effect of this Agreement. This Agreement supersedes the Original Agreement in its entirety, and the Original Agreement shall be of no further force or effect.

Section 12. Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed an original.

Section 13. Electronic Signatures.

(a) The parties hereto acknowledge and agree that this Agreement may be executed by one or more electronic means (hereinafter referred to as "Electronic Signatures"). Each party hereto agrees that Electronic Signatures provided by such party shall constitute effective execution and delivery of this Agreement by such party to all other parties to or relying on this Agreement. Each party hereto agrees that Electronic Signatures shall constitute complete and satisfactory evidence of the intent of such party to be bound by those signatures and by the terms and conditions of this Agreement as signed. Each party agrees that Electronic Signatures shall be deemed to be original signatures for all purposes.

(b) Each party hereto agrees to accept Electronic Signatures provided by any and all other parties to this Agreement as (i) full and sufficient intent by such parties to be bound hereunder, (ii) effective execution and delivery of this Agreement and (iii) constituting this Agreement an original for all purposes, without the necessity for any manually signed copies to be provided, maintained or to exist for back up or for any other purpose.

(c) If Electronic Signatures are used to execute this Agreement, each party hereto hereby accepts the terms of, and intends and does sign, this Agreement by its Electronic Signature hereto.

* * * * *

IN WITNESS THEREOF, the parties have executed this Agreement as of the day and year first written above.

LANDOWNER:

CALIFORNIA BARREL COMPANY LLC,
a Delaware limited liability company

By: _____

Name: _____

Its: _____

CITY:

CITY AND COUNTY OF SAN FRANCISCO with
respect to the City and County of San Francisco
Special Tax District 2022-1 (Power Station) and
with respect to the proposed San Francisco
Enhanced Infrastructure Financing District No. 1
(Power Station)

By: _____

Name: _____

Its: _____

ATTEST:

By: _____

Clerk of the Board of Supervisors



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Motion No. 20635

HEARING DATE: JANUARY 30, 2020

Case No.: 2017-011878ENV
Project Title: Potrero Power Station Mixed-Use Development Project
Zoning: M-2 (Heavy Industrial) and PDR 1-G
(Production, Distribution and Repair - General),
40-X and 65-X Height District
Block/Lot: Assessor's Block 4175/Lot 002, Block 4175/Lot 017, Block 4175/Lot 018,
Block 4232/Lot 001, Block 4232/Lot 006; and non-assessed Port and
City/County of San Francisco properties
Project Sponsor: California Barrel Company, LLC
Jim M. Abrams, J. Abrams Law, P.C
jabrams@jabramslaw.com, (415) 999-4402
Staff Contact: Rachel Schuett – (415) 575-9030
rachel.schuett@sfgov.org

1650 Mission St.
Suite 400
San Francisco,
CA 94103-2479

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

ADOPTING FINDINGS RELATED TO THE CERTIFICATION OF A FINAL ENVIRONMENTAL IMPACT REPORT FOR THE PROPOSED POTRERO POWER STATION MIXED-USE DEVELOPMENT PROJECT.

MOVED, that the San Francisco Planning Commission (hereinafter "Commission") hereby CERTIFIES the final Environmental Impact Report identified as Case No. 2017-011878ENV, the "Potrero Power Station Mixed-Use Development Project" (hereinafter "Project"), based upon the following findings:

1. The City and County of San Francisco, acting through the Planning Department (hereinafter "Department") fulfilled all procedural requirements of the California Environmental Quality Act (Cal. Pub. Res. Code Section 21000 *et seq.*, hereinafter "CEQA"), the State CEQA Guidelines (Cal. Admin. Code Title 14, Section 15000 *et seq.*, (hereinafter "CEQA Guidelines"), and Chapter 31 of the San Francisco Administrative Code (hereinafter "Chapter 31").
 - A. The Department determined that an Environmental Impact Report (hereinafter "EIR") was required and provided public notice of that determination by publication in a newspaper of general circulation on November 1, 2017.
 - B. The Department held a public scoping meeting on November 15, 2017 in order to solicit public comment on the scope of the Project's environmental review.
 - C. On October 3, 2018, the Department published the Draft Environmental Impact Report (hereinafter "DEIR") and provided public notice in a newspaper of general circulation of the availability of the DEIR for public review and comment and of the date and time of the Planning Commission public

hearing on the DEIR; this notice was mailed to the Department's list of persons requesting such notice.

- D. Notices of availability of the DEIR and of the date and time of the public hearing were posted near the project site on October 3, 2018.
 - E. On October 3, 2018, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it, to those noted on the distribution list in the DEIR, and to government agencies, the latter both directly and through the State Clearinghouse.
 - F. A Notice of Completion was filed with the State Secretary of Resources via the State Clearinghouse on October 3, 2018.
2. The Commission held a duly advertised public hearing on said DEIR on November 8, 2018 at which opportunity for public comment was given, and public comment was received on the DEIR. The period for acceptance of written comments ended on November 19, 2018.
 3. The Department prepared responses to comments on environmental issues received at the public hearing and in writing during the 45-day public review period for the DEIR, prepared revisions to the text of the DEIR in response to comments received or based on additional information that became available during the public review period, and corrected errors in the DEIR. This material was presented in a Responses to Comments document, published on December 11, 2019, distributed to the Commission and all parties who commented on the DEIR, and made available to others upon request at the Department.
 4. A Final Environmental Impact Report (hereinafter "FEIR") has been prepared by the Department, consisting of the DEIR, any consultations and comments received during the review process, any additional information that became available, and the Responses to Comments document, all as required by law.
 5. Project EIR files have been made available for review by the Commission and the public. These files are available for public review at the Department at 1650 Mission Street, Suite 400, and are part of the record before the Commission.
 6. On January 30, 2020, the Commission reviewed and considered the information contained in the FEIR and hereby does find that the contents of said report and the procedures through which the FEIR was prepared, publicized, and reviewed comply with the provisions of CEQA, the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code.
 7. The Planning Commission hereby does find that the FEIR concerning File No. 2017-011878ENV reflects the independent judgment and analysis of the City and County of San Francisco, is adequate, accurate, and objective, and that the Responses to Comments document contains no significant revisions to the DEIR that would require recirculation of the document pursuant to CEQA Guideline section 15088.5, and hereby does CERTIFY THE COMPLETION of said FEIR in compliance with CEQA, the CEQA Guidelines and Chapter 31 of the San Francisco Administrative Code.

8. The Commission, in certifying the completion of said FEIR, hereby does find that the Project Variant described in the FEIR (with or without the PG&E subarea) would have the following significant unavoidable environmental impacts, which cannot be mitigated to a level of insignificance:
- A. **CR-4:** The Project Variant would demolish the Meter House and the Compressor House, two individually significant historic architectural resources, and would also partially demolish Station A, a third individually significant historic architectural resource, which would materially alter in an adverse manner the physical characteristics that justify their inclusion in the California Register of Historical Resources.
 - B. **TR-5:** The Project Variant would result in significant impacts on Muni transit operations on the 22 Fillmore and 48 Quintara/24th Street bus routes due to increases in transit travel time.
 - C. **C-TR-5:** The Project Variant would substantially contribute to significant impacts on Muni transit operations on the 22 Fillmore and 48 Quintara/24th Street bus routes due to increases in transit travel time.
 - D. **NO-2:** Construction of the Project Variant would cause a substantial temporary or periodic increase in ambient noise levels at noise-sensitive receptors, above levels existing without the project.
 - E. **NO-8:** Operation of the Project Variant would cause substantial permanent increases in ambient noise levels along some roadway segments in the project vicinity that would affect off-site noise-sensitive receptors.
 - F. **C-NO-1:** Concurrent construction of the Project Variant and other development in the area would result in substantial temporary or periodic in ambient noise levels that would affect future planned offsite and proposed onsite noise-sensitive receptors.
 - G. **C-NO-2:** Traffic increases associated with operation of the Project Variant, in combination with other cumulative development, would result in a substantial contribution to increases in ambient noise levels along roadway segments in the project vicinity.
 - H. **AQ-2:** Construction of the portions of the Project Variant concurrent with operation of other portions of the Project Variant would result in emissions of ozone precursors at levels exceeding significance thresholds, which would violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.
 - I. **AQ-3:** Criteria air pollutant emissions—reactive organic gases and oxides of nitrogen—during operation of the Project Variant would exceed significance thresholds, which would violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.

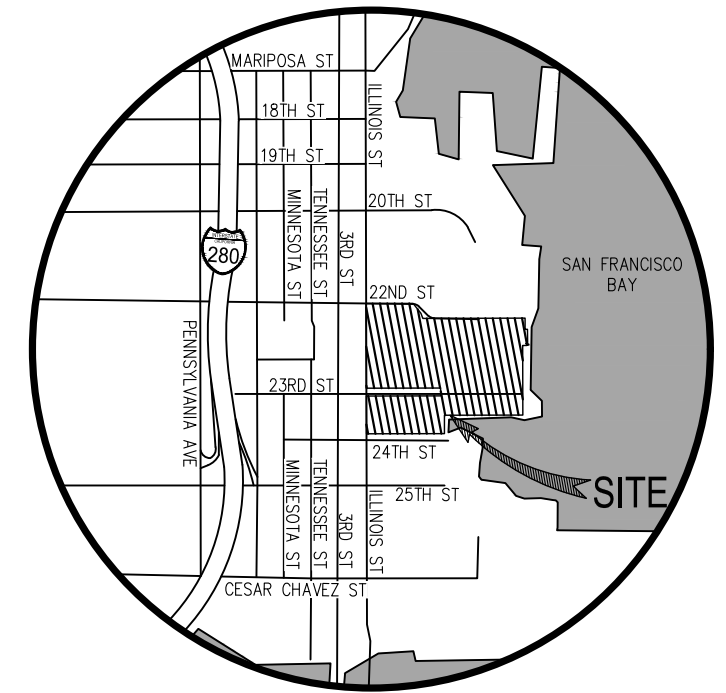
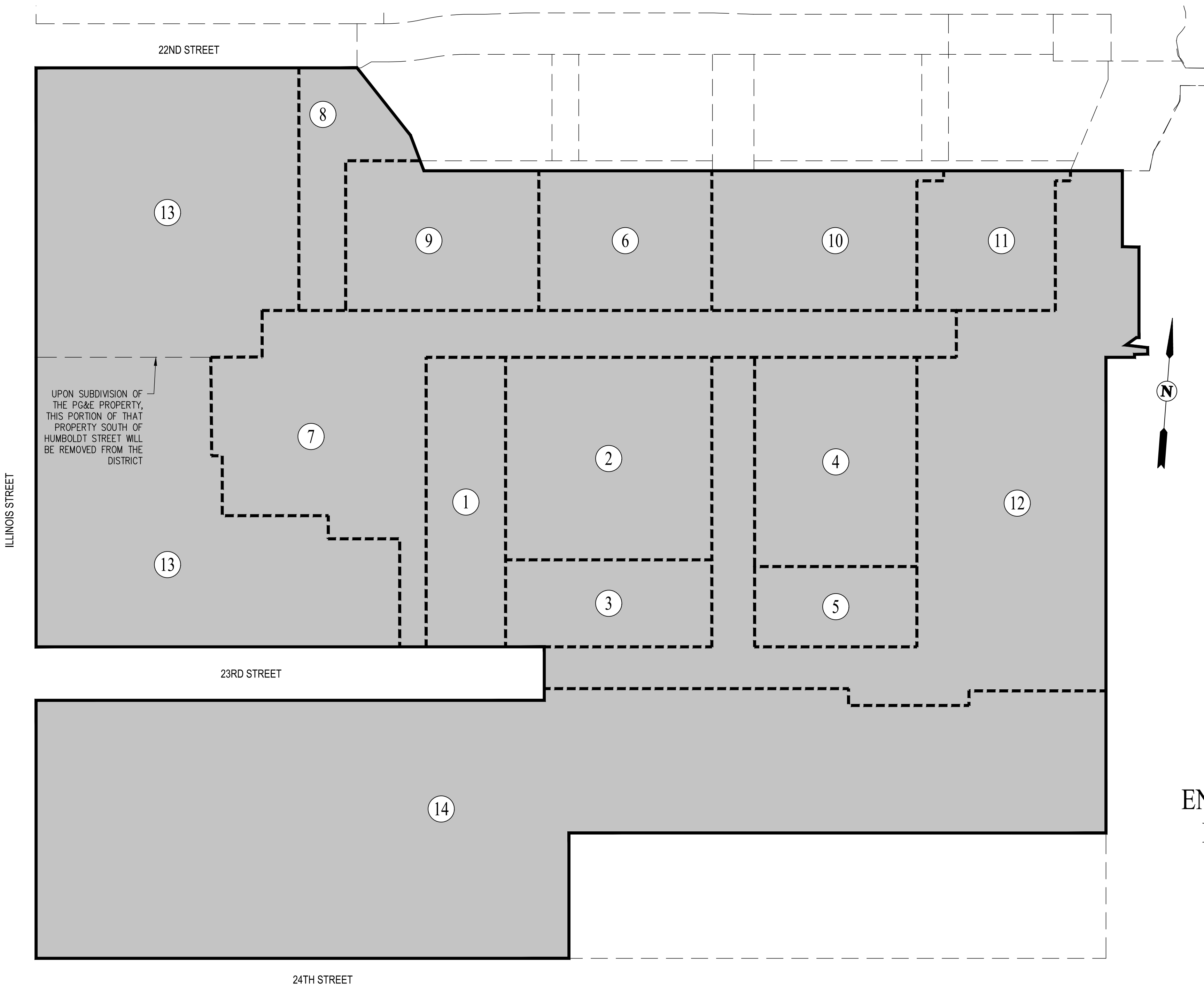
- J. **C-AQ-1:** Criteria air pollutant emissions from implementation of the Project Variant, in combination with past, present, and reasonably foreseeable future development in the project area, would result in a substantial contribution to cumulative regional air quality impacts.
 - K. **WS-2:** The phased construction of the Project Variant could alter localized wind conditions in a manner that substantially affects public areas on or near the project site, under interim conditions prior to full buildout.
9. The Commission reviewed and considered the information contained in the FEIR prior to approving the Project.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting of January 30, 2020.



Jonas P. Ionin
Commission Secretary

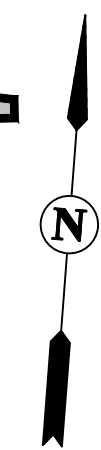
AYES: Diamond, Fung, Koppel, Melgar, Moore
NOES: None
ABSENT: Johnson, Richards
ADOPTED: January 30, 2020



VICINITY MAP
NOT TO SCALE

LEGEND

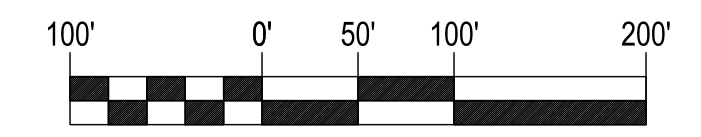
- PROPERTY BOUNDARIES
- PROJECT AREA LIMITS
- PROJECT AREA NUMBER
- DISTRICT LIMITS



BOUNDARY MAP OF
SAN FRANCISCO
ENHANCED INFRASTRUCTURE
FINANCING DISTRICT NO. 1
(POWER STATION)
CITY AND COUNTY OF SAN FRANCISCO,
STATE OF CALIFORNIA

cbg SAN RAMON (925) 866-0322
ROSEVILLE (916) 788-4456
WWW.CBANDG.COM

CIVIL ENGINEERS SURVEYORS PLANNERS
SCALE: 1" = 100' FEBRUARY 2023



GRAPHIC SCALE

PROJECT AREA SUMMARY

PROJECT AREA	MAP REFERENCE	FINAL MAP	APN
1	BLOCK 15	10714	4175-026
2	BLOCK 7A	10714	4232-019
	BLOCK 7B	10714	4232-020
3	BLOCK 11	10714	4232-021
4	BLOCK 8	10714	4232-022
5	BLOCK 12	10714	4232-023
6	BLOCK 2	10714	4175-027
	CRAIG LANE	10714	4175-023
7	BLOCK 5	N/A	4175-019
	HUMBOLDT STREET	N/A & 10714	4175-019 & 4175-025
	GEORGIA LANE	10714	4175-020
8	BLOCK 14	N/A	4175-018 (P)
	GEORGIA STREET	N/A	4175-018 (P) & 4175-019
9	BLOCK 1	N/A	4175-018 (P) & 4175-019
	LOUISIANA STREET	10714	4175-021
10	CRAIG LANE	N/A	4175-019
	BLOCK 3	N/A	4175-028
	CRAIG LANE	N/A	4175-028
	MARYLAND STREET (NORTH)	10714	4175-022
11	BLOCK 4	N/A	4175-028
	DELAWARE STREET (NORTH)	N/A	4175-028
12	BLOCK 9	N/A	4175-028
	DELAWARE STREET (SOUTH)	10714	4232-017
	MARYLAND STREET (SOUTH)	10714	4232-018
	23RD STREET	10714	4232-014
	HUMBOLDT STREET PLAZA	N/A	4175-028
	WATERFRONT PARK	N/A	4175-028
	STACK PLAZA	N/A	4175-028
	LOT N	10714	4232-016
13	LOT O	10714	4232-015
	PG&E PROPERTY	N/A	4175-018 (P) & 4175-019
14	HUMBOLDT STREET	N/A	4175-019
	MULLER PROPERTY	N/A	4232-010 (P)

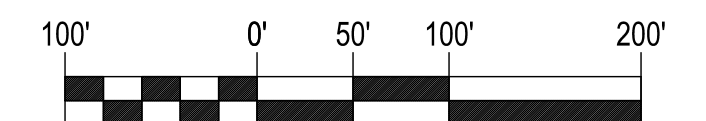
BOUNDARY MAP OF
SAN FRANCISCO
ENHANCED INFRASTRUCTURE
FINANCING DISTRICT NO. 1
(POWER STATION)

CITY AND COUNTY OF SAN FRANCISCO,
 STATE OF CALIFORNIA

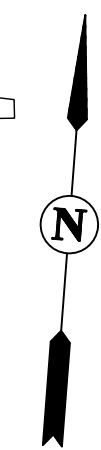
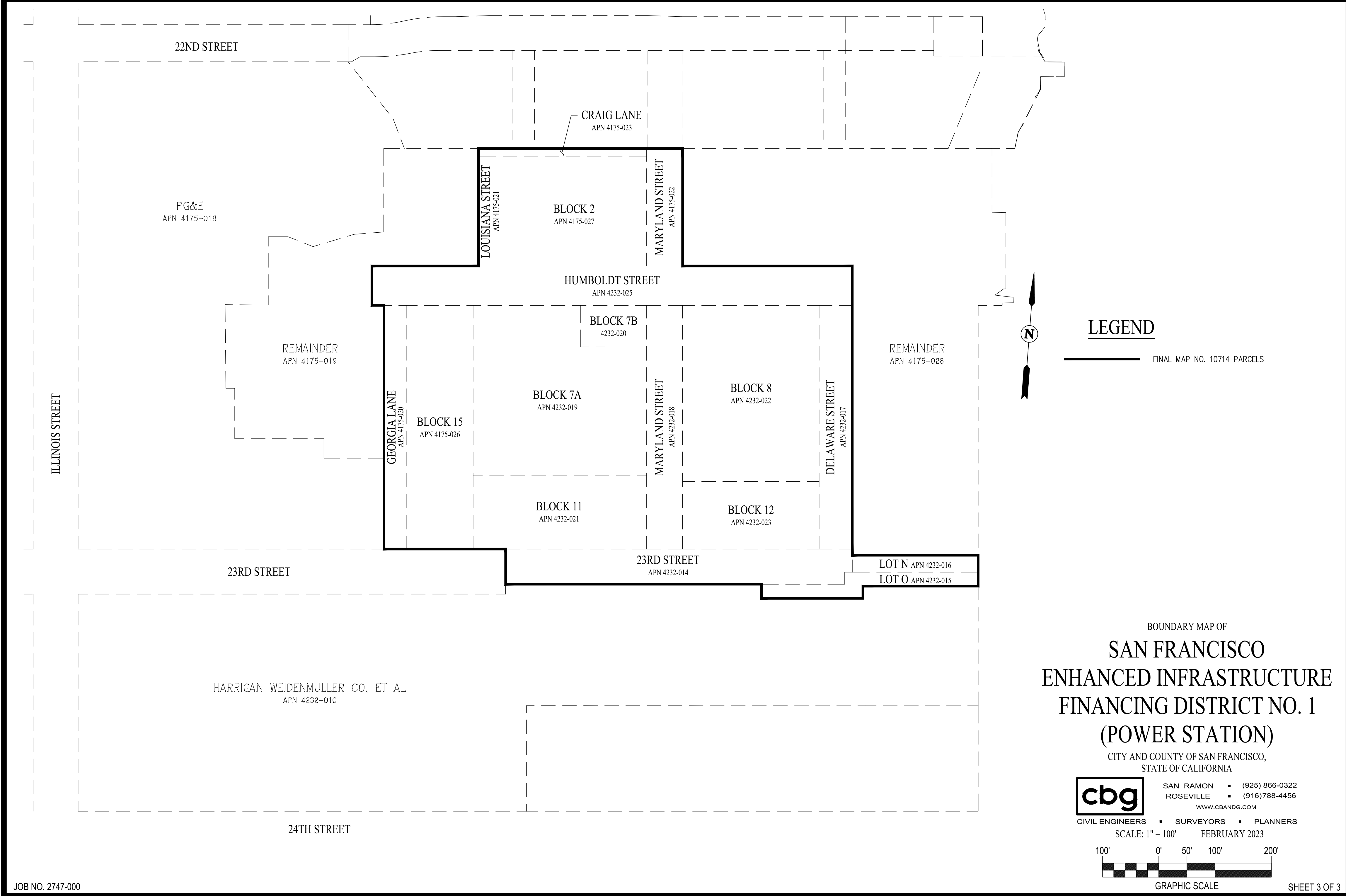


SAN RAMON (925) 866-0322
 ROSEVILLE (916) 788-4456
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CIVIL ENGINEERS SURVEYORS PLANNERS
 SCALE: 1" = 100' FEBRUARY 2023



GRAPHIC SCALE



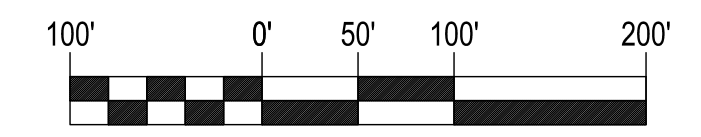
LEGEND

———— FINAL MAP NO. 10714 PARCELS

BOUNDARY MAP OF
SAN FRANCISCO
ENHANCED INFRASTRUCTURE
FINANCING DISTRICT NO. 1
(POWER STATION)
 CITY AND COUNTY OF SAN FRANCISCO,
 STATE OF CALIFORNIA

cbg SAN RAMON (925) 866-0322
 ROSEVILLE (916) 788-4456
 WWW.CBANDG.COM

CIVIL ENGINEERS SURVEYORS PLANNERS
 SCALE: 1" = 100' FEBRUARY 2023



GRAPHIC SCALE

From: [Jamie Bruning-Miles](#)
To: [Jalipa, Brent \(BOS\)](#)
Cc: [Enrique Landa](#); [Tina Chang](#); [Nora Hodgson Mansilla](#)
Subject: Support for Resolution 230168 Potrero Power Station EIFD
Date: Wednesday, March 8, 2023 1:53:13 PM
Attachments: [Outlook-logo.png](#)
[Outlook-tagline.png](#)
[Power Station EIFD Letter of Support.030823.pdf](#)

This message is from outside the City email system. Do not open links or attachments from untrusted sources.

The attached letter is in support for Resolution 230168 Potrero Power Station EIFD.

Thank you,
Jamie Bruning-Miles

Jamie Bruning-Miles
President & CEO
YMCA of San Francisco
169 Steuart Street
San Francisco, CA. 94105
Direct: 415-281-6753
Main: 415-777-9622
www.ymcasf.org



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FOR YOUTH DEVELOPMENT®
FOR HEALTHY LIVING
FOR SOCIAL RESPONSIBILITY

March 8, 2023

VIA EMAIL

San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place
City Hall, Room 244
San Francisco, California 94102

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am pleased to write a letter of support for the Potrero Power Station Enhanced Infrastructure Financing District (EIFD).

As the President & CEO of the YMCA of San Francisco, a resident of San Francisco, and a community leader and non-profit service provider and employer in District 10, I cannot wait for Power Station's stretch of the waterfront to be opened after being closed off to the public for the past 150 years.

The project will not only bring an active waterfront to Dogpatch and our City, but also provide thousands of jobs, approximately 2600 units of housing, including much needed affordable housing, seven acres of parks, and tens of thousands of square feet of community spaces. None of this is possible without the infrastructure to support a growing neighborhood. The Potrero Power Station EIFD provides the financing needed to construct utility lines, roads, bike lanes, and sidewalks. The sooner infrastructure is in, the sooner we can all enjoy a waterfront site that has been closed to San Franciscans for over a century. I am personally eager to experience the benefits that will be realized with the buildout of Power Station.

Power Station's clear commitment to the District 10 community has been undeniable. During entitlements, they hosted nearly 170 events that reached over 82,000 people. They sponsored neighborhood gatherings and dedicated their time and expertise to local initiatives. Even after getting their project entitled, they continued working and investing in the community, including providing nearly \$2 million in grants to organizations that serve District 10 residents. The YMCA of San Francisco has benefitted from pro bono consulting to provide a future community wellness center at Crane Cove Park. I am grateful for this long-term relationship with and support from our neighbor.

YMCA of San Francisco

169 Steuart Street, San Francisco, CA 94105

P 415 777 9622 F 415 398 9622 www.ymcasf.org



FOR YOUTH DEVELOPMENT®
FOR HEALTHY LIVING
FOR SOCIAL RESPONSIBILITY

This letter serves as my unwavering support for the Potrero Power Station EIFD and the team behind Power Station. I sincerely hope you adopt the resolution before you - let's get the waterfront open!

Sincerely,

Jamie Bruning-Miles
President & CEO
YMCA of San Francisco

From: joannecompean@homelessprenatal.org on behalf of [Martha Ryan](#)
To: [Jalipa, Brent \(BOS\)](#)
Cc: [Enrique Landa](#); [Tina Chang](#); [Nora Hodgson Mansilla](#)
Subject: Support of Resolution #23168 Potrero Power Station EIFD.
Date: Wednesday, March 8, 2023 4:09:43 PM
Attachments: [Power Station Support Resolution #23168.pdf](#)

This message is from outside the City email system. Do not open links or attachments from untrusted sources.

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am pleased to write a letter of support for the Potrero Power Station EIFD. Please see the attached letter of support.

Warm regards,

Martha Ryan
Founder
Homeless Prenatal Program

HOMELESS PRENATAL PROGRAM

Breaking the cycle of childhood poverty.

March 8, 2023

San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place
City Hall, Room 244
San Francisco, California 94102

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Interim Executive Director

Martha Ryan,
Founder

Re: Resolution #23168 Potrero Power Station EIFD.

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am pleased to write a letter of support for the Potrero Power Station EIFD.

As Founder of the Homeless Prenatal Program I cannot wait for Power Station's stretch of the waterfront to be opened after being closed off to the public for the past 150 years. The project will not only bring an active waterfront to Dogpatch and our City but also provide thousands of jobs, approximately 2600 units of housing, including much needed affordable housing, seven acres of parks, and tens of thousands of square feet of community spaces. None of this is possible without the infrastructure to support a growing neighborhood. The Potrero Power Station EIFD provides the financing needed to construct utility lines, roads, bike lanes and sidewalks. The sooner infrastructure is in, the sooner we can all enjoy a waterfront site that has been closed to San Franciscans for over a century. I am personally eager to experience the benefits that will be realized with the buildout of Power Station.

Power Station's clear commitment to the community has been undeniable. During entitlements, they hosted nearly 170 events that reached over 82 thousand people. They sponsored neighborhood gatherings and dedicated their time and expertise to local initiatives. Even after getting their project entitled, they continued working and investing in the community, including providing nearly \$2 million in grants to organizations that serve District 10 residents. The Homeless Prenatal Program was the recipient of the Power Station's generosity -- both pro bono consulting by Power Station team members and sponsorship of our fundraisers. I am grateful for this long term relationship with and support from our neighbor.

This letter serves as my unwavering support for the Potrero Power Station EIFD and the team behind Power Station. I sincerely hope you adopt the Resolution #23168 before you - let's get the waterfront open!

Sincerely,


Martha Ryan, Founder
Homeless Prenatal Program



2500 18th Street
San Francisco, CA 94110

[HOMELESSPRENATAL.ORG](https://homelessprenatal.org)

415.546.6756 | @hpp_sf

From: joannecompean@homelessprenatal.org on behalf of [Shellena Eskridge](#)
To: [Jalipa Brent \(BOS\)](#)
Cc: [Enrique Landa](#); [Tina Chang](#); [Nora Hodgson Mansilla](#)
Subject: Resolution #23168 Potrero Power Station EIFD
Date: Thursday, March 9, 2023 10:47:48 AM
Attachments: [Power Station Support Resolution #23168.pdf](#)

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Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am pleased to provide the attached letter of support for the Potrero Power Station EIFD.

With warm regards,

--

Shellena Eskridge, MSW, LCSW

Interim Executive Director

Pronouns: She, Her

* Please note, HPP continues to serve families virtually and is now serving families onsite by appointment only. Please be in touch as needed by phone and email.



2500 18th St. San Francisco, CA 94110
(p) 415.546.6756 ext. 369 | (f) 415.546.6778

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Remote Intake Line for clients seeking services: (415-754-0581)

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HOMELESS PRENATAL PROGRAM

Breaking the cycle of childhood poverty.

March 9, 2023

San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place
City Hall, Room 244
San Francisco, California 94102

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Arpana Vidyarthi

Shellena Eskridge,
Interim Executive Director

Martha Ryan,
Founder

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am pleased to write a letter of support for the Potrero Power Station EIFD.

As Interim Executive Director of the Homeless Prenatal Program I cannot wait for Power Station's stretch of the waterfront to be opened after being closed off to the public for the past 150 years. The project will not only bring an active waterfront to Dogpatch and our City but also provide thousands of jobs, approximately 2600 units of housing, including much needed affordable housing, seven acres of parks, and tens of thousands of square feet of community spaces. None of this is possible without the infrastructure to support a growing neighborhood. The Potrero Power Station EIFD provides the financing needed to construct utility lines, roads, bike lanes and sidewalks. The sooner infrastructure is in, the sooner we can all enjoy a waterfront site that has been closed to San Franciscans for over a century. I am personally eager to experience the benefits that will be realized with the buildout of Power Station.

Power Station's clear commitment to the community has been undeniable. During entitlements, they hosted nearly 170 events that reached over 82 thousand people. They sponsored neighborhood gatherings and dedicated their time and expertise to local initiatives. Even after getting their project entitled, they continued working and investing in the community, including providing nearly \$2 million in grants to organizations that serve District 10 residents. The Homeless Prenatal Program has benefitted from both pro bono consulting by Power Station team members and sponsorship of our fundraisers. I am grateful for this long term relationship with and support from our neighbor.

This letter serves as my unwavering support for the Potrero Power Station EIFD and the team behind Power Station. I sincerely hope you adopt the resolution before you - let's get the waterfront open!

Sincerely,



Shellena Eskridge
Interim Executive Director



2500 18th Street
San Francisco, CA 94110

[HOMELESSPRENATAL.ORG](https://homelessprenatal.org)

415.546.6756 | @hpp_sf

From: [Katherine Doumani](#)
To: [Jalipa Brent \(BOS\)](#)
Cc: [Enrique Landa](#); [Tina Chang](#); nm@associatecapital.com
Subject: LOS for Power Station EIFD
Date: Friday, March 10, 2023 9:08:03 AM
Attachments: [Power Station LOS EIFD from DNA.pdf](#)

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Please find Letter of Support attached regarding the Power Station Development EIFD.

Thank you,

Katherine



KATHERINE DOUMANI President

e. president@dogpatchna.org **w.** www.dogpatchna.org

a. 1459 18th Street #227 | San Francisco CA 94107

p. 415.713.4561 [Join us to Create a Stronger Community](#)



San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place
City Hall, Room 244
San Francisco, California 94102

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

On behalf of the Dogpatch Neighborhood Association Executive Committee, I am pleased to write a letter of support for the Potrero Power Station EIFD.

As direct neighbors of the development, the Dogpatch Community is eager for Power Station's stretch of the waterfront to be opened after being closed off to the public for the past 150 years. The project will not only bring an active waterfront to Dogpatch and our City but also provide thousands of jobs, approximately 2600 units of housing, including much needed affordable housing, seven acres of parks, and tens of thousands of square feet of community spaces. None of this is possible without the infrastructure to support a growing neighborhood. The Potrero Power Station EIFD provides the financing needed to construct utility lines, roads, bike lanes and sidewalks. The sooner infrastructure is in, the sooner we can all enjoy a waterfront site that has been closed to San Franciscans for over a century.

The Power Station's commitment to the community has been impressive. They sponsor neighborhood gatherings and dedicate their time and expertise to local initiatives. And what is most striking and unusual compared to many other developers in our neighborhood, after getting their project entitled, the Power Station team has continued working and investing in the community. We are grateful for this long term relationship with and support from our neighbor.

With this letter we voice our support for the Potrero Power Station EIFD and the team behind this project. We urge you to adopt the resolution before you - let's get the waterfront open!

Katherine Doumani

Katherine Doumani

President, Dogpatch Neighborhood Association Executive Committee

info@dogpatchNA.org

1459 18th St. #227, San Francisco CA 94107

From: [Susan Eslick](#)
To: [Jalipa, Brent \(BOS\)](#)
Cc: [Enrique Landa](#); nm@associatecapital.com
Subject: Support of Resolution #23168 Potrero Power Station EIFD
Date: Friday, March 10, 2023 2:04:08 PM

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March 10, 2023

San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place City Hall, Room 244
San Francisco, California 94102

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

Please use this email as my support of Power Station's proposed EIFD. I am a 27 year resident and business owner in Dogpatch, founder and board member of the GBD, past president of the Dogpatch Neighborhood Association and currently the treasurer of the Dogpatch Business Association. I am very involved in all things pertaining to Dogpatch.

Power Station is an important project for Dogpatch and San Francisco. The development will bring much needed housing, jobs and investment in our community. Neighbors have worked with Associated Capital for years to tailor a suite of community benefits like affordable housing, childcare, community facilities and waterfront parks to improve our community. I personally have seen the extent that the developer has gone to build infrastructure and work tirelessly with our community. We do not want the process to stop and we urge you to support this EIFD to keep the project moving.

The project sponsor, Associate Capital, has been a consistent and reliable partner for our community. They regularly offer to help with important initiatives in our neighborhood and help outside their project.

We look forward to seeing their continued progress at Power Station and having a positive working relationship for years to come.

I urge you to support the Power Station's EIFD and keep this project moving for Dogpatch and our city.

Sincerely,

Susan Eslick

susan the bookkeeper

susan eslick
1129 tennessee st
san francisco, ca 94107
415.297.1116

From: [Bruce Kin Huie](#)
To: [Jalipa Brent \(BOS\)](#)
Cc: [Enrique Landa](#); nm@associatecapital.com; [Adam J. Gould, CFP](#); [Brett Villaume](#); [Susan Eslick](#)
Subject: Power Station IFD - Letter of Support - Bruce Kin Huie
Date: Saturday, March 11, 2023 9:36:45 AM
Attachments: [image001.png](#)

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San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place City Hall, Room 244
San Francisco, California 94102

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am writing in **support the EIFD** being considered for Power Station. My name is Bruce Kin Huie, long time resident of Dogpatch, past president the Dogpatch Neighborhood Association (DNA) and current secretary of the newly formed Dogpatch Business Association (DBA).

Power Station is a vital project for our neighborhood. Over the past six years, the neighborhood worked with the developer Associate Capital, to plan a project for the former Potrero Power Plant that we can all support. The resulting project, Power Station, will feature much needed housing and expansion for life science users. For our community however it will also include parks, water front open space, a grocery store, library child care and other community facilities to further enhance Dogpatch. The success of Crane Cove Park is evidence of much community facilities and waterfront open space are desired and well used by this community.

Since the project was approved in 2020 we continue to see the developer make consistent progress and advance the infrastructure. The proposed EIFD legislation will keep current pace going and get the project in a position where we can open our Dogpatch's waterfront in the next few years. The neighborhood and community does not want to see this project stop. To the contrary, we continue to have a very positive working relationship with the developer and want to see this project move forward and move forward quickly.

This is a good project, a good developer and great community partner, I urge you to support and approve this legislation. If you have any questions – please reach out. Glad to carve out time to address.

Best always –

BRUCE KIN HUIE | Secretary
Mobile: +1-415-308-5438



DOGPATCH BUSINESS ASSOCIATION

1129 Tennessee Street | San Francisco CA 94107

Website: <http://www.dbasf.com/>

From: [Randy Seriguchi Jr](#)
To: [Jalipa Brent \(BOS\)](#)
Cc: e5@associatecapital.com; tc@associatecapital.com; nm@associatecapital.com
Subject: Letter of Support - Resolution #23168 Potrero Power Station EIFD
Date: Saturday, March 11, 2023 3:50:51 PM
Attachments: [Power Station EIFD Letter of Support - Urban Ed Academy .pdf](#)

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Hi Brent,

Good afternoon! My name is Randy Seriguchi and I am submitting a letter of support for the Potrero Power Station EIFD on behalf of Urban Ed Academy. Kindly find our letter attached.

Thank you in advance for your review and consideration.

Best,
Randy

--

Randy Seriguchi, Jr., Esq.

Executive Director | [Urban Ed Academy](#)

(p): 415.330.1015 | (c): 732.500.3504

Every Child Deserves to See Themselves in the Classroom

Need to schedule a meeting? Please email my Executive Assistant Diane at diane@urbanedacademy.org



March 10, 2023

VIA EMAIL

URBANEDACADEMY.ORG

To: brent.jalipa@sfgov.org

cc: e5@associatecapital.com, tc@associatecapital.com, nm@associatecapital.com



Enrique Land

URBANEDACADEMY.ORG

In community,

Randal Seriguchi, Jr.
Executive Director
Urban Ed Academy

(e): randy@urbanedacademy.org

From: [Keith Goldstein](#)
To: [Jalipa, Brent \(BOS\)](#)
Subject: Resolution #23168, Power Station IFD
Date: Monday, March 13, 2023 9:43:51 AM

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San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place City Hall, Room 244
San Francisco, California 94102

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am writing in support of Power Station's IFD. I am a long-time resident of the neighborhood, past chair of the EN CAC, currently president of Potrero Dogpatch Merchants Association, VP of Potrero Boosters and Board President of Golden Gate Senior Services.

I have been involved in the Power Station project for the past six years. During that time I have seen the progress Associate Capital has made transforming the former Potrero Power Plant and turning into a neighborhood for all San Franciscans. Power Station is a good project, not only will it bring more than 2000 units of housing and thousands of jobs, but it will also reopen a waterfront that has been closed from the public for a century.

The project has been making very brisk progress since being approved in 2020 and I have personally seen the changes on the site during my visits. I, along with many of my neighbors, would hate to see the project slow down, to the contrary we'd like to see the project speed up and deliver the community benefits we designed with the developer. This is why urge you to support and advance the Power Station's EIFD.

Our community has a unique relationship with this developer, all too often you meet developers while their projects are before the community, but very rarely do you see them after their projects are entitled. This is not the case with the Power Station team, post entitlement they are as active as they ever have been supporting the neighborhood with grants, events, and active participation in our community by the team.

This is easily the best development project I've seen in my 27 years of community engagement. Please support this important legislation.

Sincerely,
Keith Goldstein

From: [Adam Zolot](#)
To: [Jalipa, Brent \(BOS\)](#)
Cc: [Enrique Landa](#); nm@associatecapital.com; tc@associatecapital.com
Subject: Support for Resolution 230168 Potrero Power Station EIFD
Date: Wednesday, March 8, 2023 10:44:37 PM

This message is from outside the City email system. Do not open links or attachments from untrusted sources.

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am pleased to write a letter of support for the Potrero Power Station Enhanced Infrastructure Financing District (EIFD).

As the owner of Dogpatch Paddle and a member of the executive team of the Potrero Boosters Neighborhood Association I am enthralled, and personally invested, in the activation of the waterfront at the Power Station. My business provides services for human-powered watercraft (kayaks and paddle boards) to enjoy recreation along the southern waterfront. Each summer, we host over 450 children in our summer camps, including dozens of scholarship through the DCYF's summer together program.

The Power Station project is set to transform Dogpatch and the city by bringing a vibrant waterfront, thousands of job opportunities, roughly 2600 housing units (with a focus on affordable housing), seven acres of parkland, and plenty of community spaces. However, for this vision to become a reality, it's crucial to have the necessary infrastructure in place, such as utility lines, roads, bike lanes, and sidewalks. Fortunately, the Potrero Power Station EIFD will provide the funding required to construct this infrastructure. The sooner we can establish these essentials, the sooner everyone can take advantage of the waterfront that has been inaccessible to San Franciscans for over a hundred years. I personally cannot wait to experience the many benefits that the Power Station buildout will bring to the area.

I have worked closely with the team at Associate Capital in my role on the executive committee for the Potrero Boosters, witnessing firsthand how involved they are across District 10. Additionally, the Power Station team provided pro bono consulting services to aid in our successful bid for the SF Port's RFP for Building 49 at Crane Cove Park, in conjunction with the YMCA of San Francisco. They continue to be on-hand as we enter our construction phase on this historic project.

Moreover, Power Station has exhibited an undeniable commitment to the community. Throughout the entitlement process, they organized close to 170 events, which engaged over 82,000 individuals. They also supported community events and contributed their time and knowledge to local initiatives. Furthermore, even after obtaining entitlements for their project, they have continued to invest in and work with the community, which includes offering grants worth nearly \$2 million to organizations that cater to the needs of District 10 residents. The guidance, expertise, and support provided by Enrique and his team is immeasurable and their generosity to the community is incomparable. I am deeply grateful for their commitment.

This letter serves as my unwavering support for the Potrero Power Station EIFD and the team behind Power Station. I sincerely hope you adopt the resolution before you - let's get the waterfront open!

Sincerely,

Adam Zolot

Owner, Dogpatch Paddle

560 18th Street, San Francisco, CA 94107

Adam Zolot
Dogpatch Paddle

- (415) 484-9322
- adam@dogpatchpaddle.com
- dogpatchpaddle.com



From: [Julie Christensen](#)
To: [Jalipa, Brent \(BOS\)](#)
Cc: [Enrique Landa](#); [Nora Hodgson Mansilla](#); tc@associatecapital.com
Subject: Support for item 5 - 230168
Date: Friday, March 10, 2023 12:57:21 PM
Attachments: [23_03_10 Letter of Support for Power Station EIFD.pdf](#)

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Hello, Brent.

Please find attached a letter of support from the Dogpatch & NW Potrero Hill Green benefit District for the creation of the EIFD at the Power Station.

Thank you,
Julie

Julie Christensen, Executive Director
DOGPATCH & NW POTRERO HILL GREEN BENEFIT DISTRICT
1459 18th St. San Francisco CA 94107
W: GreenBenefit.org E: julie@greenbenefit.org
W: 4151.851.1570. C: 415.269.1948



Supervisor Connie Chan
Supervisor Rafael Mandelman
Supervisor Ahsha Safai
Budget & Finance Committee
San Francisco Board of Supervisors

March 10, 2023

Supervisors:

I am writing on behalf of the board of the Dogpatch & NW Potrero Hill Green Benefit District in support of the establishment of an Enhanced Infrastructure Finance District for the Power Station development project. The EIFD will help the California Barrel Company/Associate Capital secure funding for the creation of roadways, utilities and other infrastructure at the Power Station, and help keep that project moving forward.

The benefits of the creation of the EIFD are many – advancement of waterfront development the City has long supported, creation of 500 union jobs, paving the way (literally) for the construction of affordable housing. The risks of not doing so, especially in this challenging economic climate, are also numerous - risks for the project, for our City and, especially, the Dogpatch neighborhood.

The City green-lighted almost 2500 residential units in Dogpatch in the 3 years before the pandemic but has provided zero dollars for upgrading civic infrastructure there. Impact fees are the district's most likely source of funding for the much-needed health and safety improvements. No building and no revenues mean no impact fees to help our community.

Early on, we made a pact with the developers of the Power Station that their project would be planned as an extension of Dogpatch, and vice-versa. The developers have been extremely generous with financial support for neighborhood improvement projects and they have worked in close synergy with Dogpatch neighbors. We want them to succeed. We want the Power Station to flourish. The EIFD will help make that happen. We ask for your support.

Best Regards



Julie Christensen
Executive Director

cc: Associate Capital

Dogpatch & NW Potrero Hill Green Benefit District

1459 18th Street #369 | San Francisco, CA 94107

From: [Jude Deckenbach](#)
To: [Jalipa Brent \(BOS\)](#)
Cc: [Enrique Landa](#); nm@associatecapital.com
Subject: Resolution #23168 Potrero Power Station EIFD
Date: Monday, March 13, 2023 10:45:33 AM

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San Francisco Board of Supervisors
Attn: Budget & Finance Committee
1 Dr. Carlton B. Goodlett Place City Hall, Room 244
San Francisco, California 94102

Re: Resolution #23168 Potrero Power Station EIFD

Dear Chair Chan, Supervisor Mandelman, and Supervisor Safai,

I am writing to express my support for the proposed EIFD for the Potrero Power Station project. I am Jude Deckenbach, a 30+ year resident of Potrero Hill, an executive board member of the Potrero Hill Boosters, a member of the Potrero Dogpatch Merchants Assn. and the executive director of the Friends of Jackson Park. In other words, a true neighborhood nerd.

The Power Station project is essential for our community. Over the past six years neighbors have worked with the developer, Associate Capital, to plan a project that meets the needs of our community, including parks, waterfront open space, housing, life science facilities, a grocery store, library, child care, and other community facilities. We didn't always agree with each other but in the end, these discussions resulted in a better project, which will serve our current and future residents and workers in the neighborhood and beyond. Associate Capital has proven to be the epitome of an invested community member and involved developer.

Since the project's approval in 2020, we have seen consistent progress from the developer in advancing the infrastructure. The proposed EIFD legislation will enable the project to continue at its current pace and bring the neighborhood's waterfront to life in the next few years. Our community doesn't want to see this project stall; instead, we want and need to see the project move forward swiftly.

Crane Cove Park's success shows how much we need community facilities and waterfront open space on our side of the City. This is an excellent project with a capable developer who is an outstanding community partner. I urge you to support and approve this legislation.

Thank you for your consideration,

Jude

Jude Deckenbach (she/her)

Friends of Jackson Park

415.786.2427

www.friendsofjacksonpark.org

Let's Build this Park!



From: [Conine-Nakano, Susanna \(MYR\)](#)
To: [BOS Legislation, \(BOS\)](#); [BLAKE, MARK \(CAT\)](#)
Cc: [Paulino, Tom \(MYR\)](#); [Lutenski, Leigh \(ECN\)](#); [Taupier, Anne \(ECN\)](#)
Subject: Mayor -- Resolution -- Infrastructure Financing District No. 1
Date: Tuesday, February 14, 2023 4:47:03 PM
Attachments: [Mayor -- Resolution -- Infrastructure Financing District No. 1.zip](#)

Hello Clerks,

Attached for introduction to the Board of Supervisors is a Resolution of Intention to establish San Francisco Enhanced Infrastructure Financing District No. 1 (Power Station) to finance public capital facilities and projects of communitywide significance related to the Potrero Power Station project and other authorized costs, and determining other matters in connection therewith.

[@BLAKE, MARK \(CAT\)](#), can you please reply-all to confirm your approval? Thanks!

Best,

Susanna

Susanna Conine-Nakano
Office of Mayor London N. Breed
City & County of San Francisco
1 Dr. Carlton B. Goodlett Place, Room 200
San Francisco, CA 94102
415-554-6147