



San Francisco Ethics Commission

25 Van Ness Avenue, Suite 220, San Francisco, CA 94102
 Phone: 415.252.3100 . Fax: 415.252.3112
ethics.commission@sfgov.org . www.sfethics.org

Received On:

File #: 241136

Bid/RFP #:

Notification of Contract Approval

SFEC Form 126(f)4
 (S.F. Campaign and Governmental Conduct Code § 1.126(f)4)
 A Public Document

Each City elective officer who approves a contract that has a total anticipated or actual value of \$100,000 or more must file this form with the Ethics Commission within five business days of approval by: (a) the City elective officer, (b) any board on which the City elective officer serves, or (c) the board of any state agency on which an appointee of the City elective officer serves. For more information, see: <https://sfethics.org/compliance/city-officers/contract-approval-city-officers>

1. FILING INFORMATION	
TYPE OF FILING	DATE OF ORIGINAL FILING (for amendment only)
Original	
AMENDMENT DESCRIPTION – Explain reason for amendment	

2. CITY ELECTIVE OFFICE OR BOARD	
OFFICE OR BOARD	NAME OF CITY ELECTIVE OFFICER
Board of Supervisors	Members

3. FILER'S CONTACT	
NAME OF FILER'S CONTACT	TELEPHONE NUMBER
Angela Calvillo	415-554-5184
FULL DEPARTMENT NAME	EMAIL
office of the Clerk of the Board	Board.of.Supervisors@sfgov.org

4. CONTRACTING DEPARTMENT CONTACT	
NAME OF DEPARTMENTAL CONTACT	DEPARTMENT CONTACT TELEPHONE NUMBER
Chris Lazaro	415-554-5184
FULL DEPARTMENT NAME	DEPARTMENT CONTACT EMAIL
MTA Municipal Transportation Agency	chris.lazaro@sfmta.com

5. CONTRACTOR	
NAME OF CONTRACTOR Potrero Neighborhood Collective LLC	TELEPHONE NUMBER 347-514-3117
STREET ADDRESS (including City, State and Zip Code) 555 W Fifth Street, Ste 3150 Los Angeles, CA 90013	EMAIL

6. CONTRACT		
DATE CONTRACT WAS APPROVED BY THE CITY ELECTIVE OFFICER(S)	ORIGINAL BID/RFP NUMBER	FILE NUMBER (If applicable) 241136
DESCRIPTION OF AMOUNT OF CONTRACT Three milestone payments totaling \$275.5M and an initial annual payment in FY30 of \$42.2M		
NATURE OF THE CONTRACT (Please describe) Resolution authorizing conditional approval of the Infrastructure Facility Design-Build-Finance-Operate-Maintain Agreement (Project Agreement) for the SFMTA Potrero Yard Modernization Project, subject to final pricing, and delegation of authority under Charter, Section 9.118(a) for the SFMTA Board of Directors to approve the final Project Agreement with Potrero Neighborhood Collective, LLC, or their affiliate, within the pricing limits of (1) an initial milestone payment of up to \$75,000,000 at financial close, (2) a relocation payment of up to \$500,000 within 60 days of completing temporary relocation of Potrero Yards operations, (3) a milestone payment of up to \$200,000,000 no later than 2033, and (4) an initial maximum annual availability payment of \$42,200,000 over a 30-year operations and maintenance term, beginning in 2030, subject to interest rate and credit spread fluctuations between commercial close and financial close, and annu		

7. COMMENTS

8. CONTRACT APPROVAL	
This contract was approved by:	
<input type="checkbox"/>	THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM
<input checked="" type="checkbox"/>	A BOARD ON WHICH THE CITY ELECTIVE OFFICER(S) SERVES Board of Supervisors
<input type="checkbox"/>	THE BOARD OF A STATE AGENCY ON WHICH AN APPOINTEE OF THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM SITS

9. AFFILIATES AND SUBCONTRACTORS

List the names of (A) members of the contractor’s board of directors; (B) the contractor’s principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
1	Plenary Americas USA Ltd		Shareholder
2	Mission Econ Devt Agency		Shareholder
3	Young Community Developers		Shareholder
4	Tabernacle Comm Devt Corp		Shareholder
5	Arcadis IBI Group		Shareholder
6	Y.A. Studio Architect		Shareholder
7	Plant Construction Co LP		Shareholder
8	The Allen Group, LLC		Shareholder
9	D&A Communications		Shareholder
10	Marks	Stuart	Other Principal Officer
11	Budden	Brian	CEO
12	Kirkwood	Nigel	CFO
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#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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Check this box if you need to include additional names. Please submit a separate form with complete information. Select “Supplemental” for filing type.

10. VERIFICATION

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information I have provided here is true and complete.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

<p>SIGNATURE OF CITY ELECTIVE OFFICER OR BOARD SECRETARY OR CLERK</p> <p>BOS Clerk of the Board</p>	<p>DATE SIGNED</p>
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