Committee Item No.	13
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COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee:	Budget and Finance Committee	Date: September 7, 201
Board of Su	pervisors Meeting	Date 9.13.11
Cmte Boa	rd	
	Motion	
\boxtimes	Resolution	
	Ordinance	**************************************
	Legislative Digest	
	Budget & Legislative Analyst Report	
	Ethics Form 126	
	Introduction Form (for hearings)	
	Department/Agency Cover Letter and	d/or Report
님 님	MOU	
	Grant Information Form	
님 님	Grant Budget	
님 님	Subcontract Budget	
	Contract/Agreement Award Letter	
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	Application	
OTHER	(Use back side if additional space is	needed)
		
		
Completed	by: Victor Young Date	: Sept 2, 2011
Completed	by: Victor Young Date	: 9-5-1)

An asterisked item represents the cover sheet to a document that exceeds 25 pages. The complete document is in the file.

5/16/01

Resolution approving the Twenty Third Amendment to the Treasure Island Event

Venues Master Lease between the Treasure Island Development Authority and the U.S.

Navy to extend the term.

[Master Lease Amendment - U.S. Navy - Treasure Island Event Venues]

WHEREAS, The Treasure Island Development Authority ("Authority") and the United States of America, acting by and through the Department of the Navy (the "Navy"), entered into a master lease dated September 4, 1998, for the Authority to use and sublease certain land and structures in the Event Venues area of Treasure Island (as amended from time to time, the "Event Venues Master Lease") at no rent; and,

WHEREAS, The Event Venues Master Lease enables the Authority to sublease portions of the master leased area for interim uses and generate revenues to support the interim uses and the future redevelopment of the former Naval Station Treasure Island; and,

WHEREAS, the term of the Event Venues Master Lease expires on November 30, 2011; and,

WHEREAS, The Authority wishes to extend the term of such lease for a period of one (1) year beginning on December 1, 2011 and ending on November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease; and,

WHEREAS, The Navy concurs with such amendment and the amendment has been approved by the Authority Board of Directors at its May 11, 2011 meeting; and,

WHEREAS, The Authority's Bylaws require that the Authority obtain Board of Supervisors approval of any agreements having a term in excess of ten (10) years or anticipated revenues of \$1,000,000 or more; and,

WHEREAS, Because the cumulative term of the Event Venues Master Lease exceeds ten (10) years, the Authority is requesting that the Board of Supervisors approve the Twenty-Third Amendment to extend the term of such lease for a period of one (1) year beginning on December 1, 2011 and ending on November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease; now, therefore, be it

RESOLVED, That the Board of Supervisors hereby approves and authorizes the Director of Island Operations of the Authority or her designee to execute and enter into the Twenty-Third Amendment to the Event Venues Master Lease in substantially the form filed with the Clerk of the Board of Supervisors in File No. 110683, and any additions, amendments or other modifications to such Twenty-Third Amendment (including, without limitation, its exhibits) that the Director of Island Operations of the Authority or her designee determines, in consultation with the City Attorney, are in the best interests of the Authority and do not otherwise materially increase the obligations or liabilities of the Authority, and are necessary or advisable to effectuate the purpose and intent of this resolution.

Treasure Island Development Authority BOARD OF SUPERVISORS

Items 10, 11, 12, 13, 14 and 15 Files 11-0680, 11-0681, 11-0682, 11-0683, 11-0684 & 11-0685 Department:

Treasure Island Development Authority

EXECUTIVE SUMMARY

Legislative Objectives

- <u>File No. 11-0680</u>: The proposed resolution would approve the 27th Amendment to the Treasure Island South Waterfront Master Lease between the Treasure Island Development Authority (TIDA) and the U.S. Navy (the Navy) to extend the term of the Lease by one year, from December 1, 2011 through November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease.
- <u>File No. 11-0681</u>: The proposed resolution would approve the 7th Amendment to the Treasure Island Childcare Master Lease between TIDA and the Navy to extend the term of the Lease by one year, from December 1, 2011 through November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease.
- <u>File No. 11-0682</u>: The proposed resolution would approve the 26th modification to the Cooperative Agreement between TIDA and the Navy to extend the term of the Agreement by one year, from October 1, 2011 through September 30, 2012.
- <u>File No. 11-0683</u>: The proposed resolution would approve the 23rd Amendment to the Treasure Island Event Venues Master Lease between TIDA and the Navy to extend the term of the Lease by one year, from December 1, 2011 through November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease.
- File No. 11-0684: The proposed resolution would approve the 35th Amendment to the Treasure Island Land and Structures Master Lease between TIDA and the Navy to extend the term of the Lease by one year, from December 1, 2011 through November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease.
- <u>File No. 11-0685</u>: The proposed resolution would approve the 15th Amendment to the Treasure Island Marina Master Lease between TIDA and the Navy to extend the term of the Lease by one year, from December 1, 2011 through November 30, 2012, unless sooner terminated in accordance with the terms and conditions of the Master Lease.

Key Points

• The Board of Supervisors approved the Economic Development Conveyance Memorandum of Agreement (EDC MOA) between TIDA and the Navy on June 7, 2011 (File 11-0290). Under the terms of the EDC MOA, the Navy will convey Treasure Island property to TIDA in phases, beginning with the Navy's completion of ongoing environmental remediation. According to TIDA Director of Island Operations Ms. Mirian Saez, the first phase conveyance of Treasure Island property from the Navy to TIDA is scheduled for late spring of 2012. According to Ms. Saez, the Master Leases will terminate for the properties as they are conveyed to TIDA, which is expected to be completed in 2019.

Fiscal Analysis

• TIDA anticipates generating \$8,372,448 in FY 2011-2012 from leasing existing residential and commercial facilities and special events. Such revenues would offset the \$8,212,320 expected to be incurred by TIDA under the Cooperative Agreement between TIDA and the Navy. According to Ms. Saez, the estimated amount of \$160,128 representing revenue surplus would be held in TIDA's reserve.

Recommendation

Approve the proposed resolutions.

MANDATE STATEMENT/ BACKGROUND

Mandate Statement

In accordance with Charter Sections 9.118(b) and 9.118(c), any agreements or leases with a term of ten years or more and/or over \$10,000,000 of expenditures is subject to Board of Supervisors approval.

Background

<u>File No. 11-0680</u>: The Treasure Island Development Authority (TIDA) and the Navy entered into a two-year South Waterfront Master Lease on September 4, 1998, for TIDA to use and sublease certain land and facilities at Treasure Island, including the Administration Building, Building 180, Hangar 2, and Hangar 3. The Lease is at no cost to TIDA. Since that time, the South Waterfront Master Lease has been amended 26 times. The 26th amendment was approved by the Board of Supervisors on July 20, 2010 (File No. 10-0780).

File No. 11-0681: TIDA and the Navy entered into a five-year Childcare Master Lease on October 1, 2001, for TIDA to sublease land and structures, including Building 502, at Treasure Island to Catholic Charities for the purpose of operating a childcare center. The Lease is at no cost to TIDA. Since that time, the Lease has been amended six times. The 6th amendment was approved by the Board of Supervisors on July 20, 2010 (File No. 10-0783).

File No. 11-0682: The City and the Navy entered into a one-year Cooperative Agreement, for the City to assume responsibility for various services on Treasure Island, which was approved by the Board of Supervisors on October 1, 1997 (File 244-97-4). Such services include: (i) operation and maintenance of the water, waste water, storm water, electric and gas utility systems, (ii) security, public health and safety services, (iii) grounds and street maintenance and repair, and (iv) property management and caretaker services. The Cooperative Agreement was modified in 1998 to make TIDA, rather than the City, party to the Cooperative Agreement with the Navy, which was approved by the Board of Supervisors on November 19, 1998 (File No. 98-1751). Under the original Cooperative Agreement, reimbursements paid by the Navy to TIDA for the TIDA services provided to the Navy were negotiated on an annual basis as the Cooperative Agreement was renewed each year. In all, the Navy paid TIDA a total of \$12,848,213 from FY 1997-1998 through FY 2001-2002, when such payments by the Navy ended 1. According to Ms. Mirian Saez, TIDA Director of Island Operations, revenues generated from leasing of existing residential and commercial facilities and special events have offset the costs associated with the Cooperative Agreement since FY 2002-2003.

The Cooperative Agreement has been modified 25 times. The 25th amendment was approved by the Board of Supervisors on July 20, 2010 (File 10-0785).

¹ TIDA was advised by the U.S. Navy that the U.S. Navy reimbursements would be eliminated based on the U.S. Navy's determination that the Treasure Island Development Authority was earning sufficient revenues to pay for all of the costs of providing services at Treasure Island.

<u>File No. 11-0683</u>: TIDA and the Navy entered into a two-year Event Venues Master Lease on September 4, 1998, for TIDA to use and sublease certain land and structures at Treasure Island, at no cost to TIDA. Since that time, the Lease has been amended 22 times. The 22nd amendment was approved by the Board of Supervisors on July 20, 2010 (File No. 10-0784).

<u>File No. 11-0684</u>: TIDA and the Navy entered into a one-year Land and Structures Master Lease on November 19, 1998, for TIDA to use and sublease certain land and structures at Treasure Island that are subleased to non-profit agencies and commercial interests. The Lease is at no cost to TIDA. Since that time, the Land and Structures Master Lease has been previously amended 34 times. The 34th amendment was approved by the Board of Supervisors on July 20, 2010 (File No. 10-0781).

<u>File No. 11-0685</u>: TIDA and the Navy entered into a two-year Marina Master Lease on September 4, 1998, for TIDA to use and sublease certain facilities at Treasure Island, including the Treasure Island Marina, the marina boat slips, and the Treasure Island Yacht Club. The Lease is at no cost to TIDA. Since that time, the Lease has been amended 14 times.

DETAILS OF PROPOSED LEGISLATION

The six proposed resolutions would extend the term of the following Leases and the Cooperative Agreement between the Treasure Island Development Authority (TIDA) and the U.S. Navy (Navy) by one year, as detailed in Table 1 below.

Table 1. Proposed Term Period Extensions of TIDA's Leases and Cooperative Agreement

File No.	Lease/Agreement	Term Period Extensions
11-0680	Treasure Island South Waterfront Master Lease	December 1, 2011 - November 30, 2012
11-0681	Treasure Island Childcare Master Lease	December 1, 2011 - November 30, 2012
11-0682	Cooperative Agreement	October 1, 2011 - September 30, 2012
11-0683	Treasure Island Event Venues Master Lease	December 1, 2011 - November 30, 2012
11-0684	Treasure Island Land and Structures Master Lease	December 1, 2011 - November 30, 2012
11-0685	Treasure Island Marina Master Lease	December 1, 2011 - November 30, 2012

The only change being proposed to the existing five leases and one cooperative agreement, between TIDA and the Navy, is to extend the leases and agreement by one year, as detailed in Table 1 above. The proposed extensions have been approved by the Navy and were approved by TIDA's Board of Directors on May 11, 2011.

According to Ms. Saez, TIDA seeks to extend all master agreements with the Navy in order to continue operations as per the Cooperative Agreement with the Navy, which assigns TIDA the responsibility for municipal services and allows TIDA to sublease property to generate revenue pending conveyance of the Treasure Island property from the Navy to TIDA.

FISCAL ANALYSIS

Revenues Generated from Leases and Costs Associated with the Cooperative Agreement

Continuation of the subject (a) Treasure Island South Waterfront Master Lease, (b) Treasure Island Land and Structures Master Lease, (c) Treasure Island Marina Master Lease, (d) Treasure Island Childcare Master Lease, and (e) Treasure Island Event Venues Master Lease will allow TIDA to continue to generate revenues to support TIDA's interim operations of Treasure Island until the Navy transfers Treasure Island in full to TIDA (see Policy Consideration section below).

As shown in Table 2 below, TIDA expects to receive \$8,026,805 from various revenue sources in FY 2010-2011² and TIDA has budgeted for \$8,372,448 in revenue for FY 2011-2012, an increase of \$345,643 or 4.3 percent than FY 2010-2011.

Table 2. Projected Revenues Under Leases

TIDA Revenue Sources as of 07/13/2011	Expected 2010-11 Revenue	Budgeted 2011-12 Revenue
Joint Venture Special Events	\$377,410	\$362,245
TIDA Special Events Revenues	157,000	272,850
TI Commercial Revenues	2,021,030	2,073,917
Film Revenues	12,000	25,000
YBI Filming/Cellsites/ Banner Revenues	399,550	320,550
Maritime Revenues	90,000	90,000
John Stewart Company Housing Revenues	4,680,395	4,748,856
Other Housing Common Area Maintenance (CAM)	139,420	479,030
SFFD Training Academy	0	0
Carryforward/Year End Balance	150,000	0
Grand Totals	\$8,026,805	\$8,372,448

As shown in the Attachment to this report, provided by Ms. Saez, TIDA's expenditures associated with the Cooperative Agreement are estimated to total \$8,212,320 in FY 2011-2012. According to Ms. Saez, the projected amount of \$160,128 representing revenues over expenditures in FY 2011-2012, as shown in the Attachment, would be held in TIDA's reserve.

SAN FRANCISCO BOARD OF SUPERVISORS

BUDGET AND LEGISLATIVE ANALYST

² According to Ms. Saez, the final tabulation of FY 2010-11 revenues has not yet been completed.

POLICY CONSIDERATION

Status of the Conveyance of Treasure Island Property

The Board of Supervisors approved the Economic Development Conveyance Memorandum of Agreement (EDC MOA) between the Treasure Island Development Authority (TIDA) and the Navy on June 7, 2011 (File 11-0290). Under the terms of the EDC MOA, the Navy will convey Treasure Island property to TIDA in phases, starting upon the Navy's completion of ongoing environmental remediation. According to Ms. Saez, the first phase conveyance of Treasure Island property from the Navy to TIDA is scheduled for late spring of 2012. The properties that are not conveyed will continue to be managed by TIDA, as per the Cooperative Agreement (File 11-0682), until the conveyance is complete. According to Ms. Saez, the Master Leases will terminate for the properties as the properties are conveyed to TIDA, per the EDC MOA.

According to Ms. Saez, the final estimated date for the full conveyance of Treasure Island to TIDA is sometime in 2019.

RECOMMENDATIONS

Approve the proposed resolutions.

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TRAINING COSTS	TRAINING COSTS	\$4,50
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TWENTY THIRD AMENDMENT TO LEASE AGREEMENT N6247498RP00Q03 BETWEEN THE UNITED STATES OF AMERICA AND TREASURE ISLAND DEVELOPMENT AUTHORITY

THIS LEASE AMENDMENT made this the UNITED STATES OF AMERICA, actir hereinafter called the "Government", and the AUTHORITY, hereinafter called the "Lesse	
WHEREAS, the parties hereto, as of 4 Septe N6247498RP00Q03 under the terms of whice located at the former Naval Station, Treasure	ch the Lessee uses certain real property for space
WHEREAS, the parties agree to amend the t	terms of the Lease Agreement.
NOW THEREFORE, in consideration of set forth; the following paragraphs to Lease reflect the following changes;	f the terms, covenants and conditions hereinafter N6247498RP00Q03 are hereby amended to
1. Paragraph 2 TERM , de lete in its entirety therefore:	y and the following paragraph is inserted
	riod of one (1) year beginning on 1 December unless sooner terminated in accordance with the ."
All other terms and conditions of the Lease	Agreement shall remain in full force and effect.
IN WITNESS WHEREOF, the parties hereto duly executed this amendment to the Lease a	o have, on the respective dates set forth above as of the day and year first above written.
UNITED STATES OF AMERICA	TREASURE ISLAND DEVELOPMENT AUTHORITY
Title	Title
APPROVED AS TO FORM:	

CITY ATTORNEY

Treasure Island Development Authority City and County of San Francisco

Resolution Approving the Twenty-Third Amendment to the Treasure Island Event Venues Master Lease between the Treasure Island Development Authority and the U.S. Navy to Extend the Term.

SUMMARY OF PROPOSED ACTION:

This item seeks approval and authorization to amend the Master Lease between the Treasure Island Development Authority (the "Authority") and the U.S. Navy for the Event Venues on former Naval Station Treasure Island to extend the Term of the Lease to November 30, 2012.

BACKGROUND:

On September 4, 1998, the Authority entered into lease agreement N6247498RP00Q03 with the United States Navy (the "Event Venues Master Lease") for certain land and structures on former Naval Station Treasure Island. The lease premises includes event venues managed by the Joint Venture between the Treasure Island Homeless Development Initiative, Toolworks and Wine Valley Catering, as well as the Treasure Island Great Lawn. The Authority does not pay any base rent under the Event Venues Master Lease, and the Authority uses the subleasing and permit revenues to support the interim operation of Treasure Island. The Master Lease is renewed yearly.

The term of the Event Venues Master Lease will expire on November 30, 2011. The proposed Twenty-Third Amendment will extend the term to November 30, 2012 on the same terms and conditions as the existing Event Venues Master Lease.

The Authority's Board of Directors approved the Twenty-Third Amendment to the Event Venues Master Lease at its May 11, 2011 meeting. The Authority's Bylaws require Board of Supervisors approval of any contract or agreement entered into by the Authority with a term longer than ten years. Because the term of the Event Venues Master Lease exceeds ten years, the Director of Island Operations requests approval of the Twenty-Third Amendment from the Board of Supervisors to extend the term to November 30, 2012 on the same terms and conditions as the existing Master Lease.

RECOMMENDATION:

Approve the Twenty-Third Amendment to the Event Venues Master Lease between the Treasure Island Development Authority and the United States Navy to extend the term to November 30, 2012.

Mirian Saez, Director of Island Operations

CITY & COUNTY OF SAN FRANCISCO





Mirian Saez Director of Island Operations

BOARD OF SUPERVISORS
SAN FRANCISCO
2011 JUN 20 PM 12: 34

June 9, 2011

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

Dear Ms. Calvillo

The Treasure Island Development Authority ("TIDA") requests that the following six pieces of legislation be formally introduced at the Board of Supervisors and calendared for hearing and consideration of approval at the Boards earliest convenience:

- /068D Extension of the term of the Treasure Island South Waterfront Master Lease between TIDA and the United States Navy ("Navy")
- /0684 Extension of the term of the Treasure Island Land and Structures Master Lease between TIDA and the Navy
- //0685 Extension of the term of the Treasure Island Marina Master Lease between TIDA and the Navy
- Extension of the term of the Treasure Island Childcare Center Master Lease between TIDA and the Navy
- 10683 Extension of the term of the Treasure Island Events Venues Master Lease between TIDA and the Navy
- 10682 Extension of the term of the Cooperative Agreement between TIDA and the Navy

Please find enclosed one original and four copies of the materials for each item. Thank you for your attention to this matter. Should your office have any questions, please do not hesitate to contact me at 415-274-0669.

Sincerel

Director of Island Operations

Cc: file