

1 [Water Revenue Bond Issuance - Not to Exceed \$163,400,000]

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3 **Ordinance approving the issuance and sale of water revenue bonds by the San**  
4 **Francisco Public Utilities Commission in an aggregate principal amount not to**  
5 **exceed \$163,400,000 to finance various capital water projects benefitting the Water**  
6 **Enterprise pursuant to amendments to the Charter of the City and County of San**  
7 **Francisco enacted by the voters on November 5, 2002 as Proposition E; and ratifying**  
8 **previous actions taken in connection therewith.**

9 NOTE: Additions are *single-underline italics Times New Roman*;  
10 deletions are ~~*strike-through italics Times New Roman*~~.  
11 Board amendment additions are double-underlined;  
12 Board amendment deletions are ~~strike through normal~~.

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13 Be it ordained by the People of the City and County of San Francisco:

14 Section 1. Findings. The Board of Supervisors (the "Board") of the City hereby finds  
15 and declares as follows:

16 A. On November 5, 2002, the voters of the City and County of San Francisco (the  
17 "City") approved Proposition E, which among other things, authorized the Commission to  
18 issue revenue bonds, including notes, commercial paper or other forms of indebtedness,  
19 when authorized by ordinance approved by a two-thirds vote of the Board of Supervisors, for  
20 the purpose of reconstructing, replacing, expanding, repairing or improving water facilities or  
21 clean water facilities or combinations of water and clean water facilities under the jurisdiction  
22 of the Commission; and,

23 B. The Commission adopted the Amended and Restated Indenture dated as of  
24 January 1, 2002, as further amended and supplemented from time to time, between the

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1 C. Commission and U. S. Bank National Association (the "Indenture") and in  
2 connection therewith, has from time to time issued revenue bonds to finance projects  
3 benefitting the Water Enterprise; and,

4 D. By Resolution 12-0026 adopted on February 14, 2012 (the "Commission  
5 Resolution") the Commission has determined to issue water revenue bonds in an aggregate  
6 principal amount not to exceed \$163,400,000 to finance various capital water projects  
7 benefitting the Water Enterprise (the "Capital Improvement Projects" such projects being  
8 more fully described in the Commission Resolution), pursuant to Section 8B.124 of the  
9 Charter, and has formally requested this Board of Supervisors to authorize the issuance and  
10 sale of water revenue bonds for such purposes; and,

11 E. In order to finance the costs of the Capital Improvement Projects, the Board now  
12 desires to authorize the issuance and sale of water revenue bonds for such purposes; and,

13 F. The Board is concurrently considering with this ordinance, supplemental  
14 budetary appropriations totaling \$171,001,000 for the Water Enterprise for fiscal 2012  
15 through fiscal 2014; and,

16 Section 2. Approval of the Water Revenue Bonds. The Board hereby  
17 approves the issuance and sale of the Water Revenue Bonds from time to time by the  
18 Commission pursuant to Proposition E and in accordance with the Commission Resolution  
19 in an aggregate principal amount not to exceed \$163,400,000 (inclusive of financing costs),  
20 at a maximum rate or rates of interest of not to exceed twelve percent (12%) per annum to  
21 finance a portion of the design, acquisition and construction of the Capital Improvement  
22 Projects. The Commission is hereby authorized to determine the timing, amount and  
23 manner of sale of each series of Water Revenue Bonds issued pursuant to this  
24 authorization; provided however, the Commission's authorization to issue Water Revenue  
25 Bonds is subject to approval by the Commission's Board of the form of offering document

1 and the filing with its Board and the Clerk of the Board any certifications required by  
2 Proposition E prior to the issuance of any bonds herein authorized.

3 Section 3. General Authority. The Controller, Treasurer, the City Attorney and other  
4 officers of the City and their duly authorized deputies and agents are hereby authorized and  
5 directed, jointly and severally, to take such actions and to execute and deliver such  
6 certificates, agreements, requests or other documents, as they may deem necessary or  
7 desirable to facilitate the issuance, sale and delivery of the Water Revenue Bonds, to obtain  
8 bond insurance or other credit enhancements with respect to the Water Revenue Bonds, to  
9 obtain surety, to obtain title and other insurance with respect to the facilities to be financed,  
10 and otherwise to carry out the provisions of this Ordinance.

11 Section 4. Ratification of Prior Actions. All actions authorized and directed by this  
12 Ordinance and heretofore taken are hereby ratified, approved and confirmed by this Board.

13 Section 5. File Documents. All documents referred to as on file with the Clerk of the  
14 Board are in File No. 120467.

15 Section 6. Effective Date. Pursuant to Section 14.102 of the Charter, this Ordinance  
16 shall take effect thirty (30) days after its adoption.

17 APPROVED AS TO FORM:  
18 DENNIS J. HERRERA, City Attorney

19 By: \_\_\_\_\_  
20 MARK BLAKE  
21 Deputy City Attorney