

1 [Water Revenue Bond Issuance]

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3 **Ordinance approving the issuance and sale of water revenue bonds by the**
4 **San Francisco Public Utilities Commission (the “Commission”) to finance various**
5 **projects under the Water System Improvement Program pursuant to amendments to**
6 **the Charter (the “Charter”) of the City and County of San Francisco (the “City”) enacted**
7 **by the voters on November 5, 2002 as Proposition E (“Proposition E”); and ratifying**
8 **previous actions taken in connection therewith.**

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

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

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

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

24 B. On October 30, 2008 the Commission reviewed and considered the Final
25 Program Environmental Impact Report (PEIR) prepared for the Commission’s Water System
Improvement Program (the “WSIP”), and certified by the Planning Commission in Planning

1 Commission Motion No. 17734, and adopted the findings required by the California
2 Environmental Quality Act (CEQA) including a statement of overriding considerations and
3 monitoring and reporting program in its Resolution No. 08-0200; and,

4 C. By Resolution 09-0102 adopted on June 23, 2009 (the "Commission
5 Resolution") the Commission has determined to issue water revenue bonds to finance a
6 portion of certain capital projects relating to the WSIP and, pursuant to Section 8B.124 of the
7 Charter, has formally requested this Board of Supervisors to authorize the issuance and sale
8 of water revenue bonds for such purposes; and,

9 D. In order to finance the costs of the WSIP, the Board now desires to authorize the
10 issuance and sale of water revenue bonds (the "Water Revenue Bonds") by the Commission
11 pursuant to said Section 8B.124; and,

12 E. This Board has previously approved WSIP related appropriations totaling
13 \$2,949,924,182, which amount is composed of the sum \$1,628,000,000 representing
14 \$507,815,000 revenue bonds issued and \$1,120,185,000 remaining authorization under
15 Proposition A and ~~\$1,321,924,182~~ 1,310,307,119 representing revenue bonds to be issued
16 under Proposition E, in either case, to fund construction and financing costs for the WSIP, and
17 all such documents are on file with the Clerk of this Board.

18 Section 2. Approval of the Water Revenue Bonds. The Board hereby approves the
19 issuance and sale of the Water Revenue Bonds from time to time by the Commission
20 pursuant to Proposition E and in accordance with the Commission Resolution in an aggregate
21 principal amount not to exceed ~~\$1,321,924,182~~ 1,310,307,119, representing the difference
22 between \$2,949,924,182 previously approved total appropriations and \$1,628,000,000 under
23 Proposition A, at a maximum rate or rates of interest of not to exceed twelve percent (12%)
24 per annum to finance a portion of the design, acquisition and construction of various capital
25 projects in furtherance of the WSIP. The Commission is hereby authorized to determine the

1 timing, amount and manner of sale of each series of Water Revenue Bonds issued pursuant
2 to this authorization; provided however, the Commission shall return to the Board prior to the
3 issuance of any such Bonds to obtain approval by ordinance or resolution of the Board of any
4 related financing or disclosure documents prepared in connection with the issuance of such
5 obligations.

6 Section 3. Affirmation of Existing Bond Covenants. The Board hereby confirms
7 Section 5.01(b) of the Amended and Restated Indenture dated as of August 1, 2002, as
8 amended and supplemented, between the Commission and U. S. Bank National Association
9 (the "Indenture"), which sets forth the disposition of Revenues (as defined in the Indenture)
10 applicable to the Bonds (as defined in the Indenture) and covenants with the holders of the
11 Bonds that the Revenues shall be appropriated and expended as set forth in Section 5.01(b)
12 of the Indenture. The Board also hereby declares that the City will comply with all of the
13 terms, provisions and covenants contained in the Indenture, including the covenants to
14 establish, fix, prescribe and collect rates, fees and charges sufficient to enable the
15 Commission to comply with the terms, conditions and covenants of the Indenture.

16 Section 4. Proposition P. Pursuant to Proposition P approved by the voters of the City
17 in November 2002, this Ordinance and the Water Revenue Bonds are subject to, and
18 incorporate by reference, the provisions of Section 5A.30 et. seq. ("Public Utilities Revenue
19 Bond Oversight Committee") of Chapter V of the San Francisco Administrative Code. In
20 accordance with the provisions of Proposition P, to the extent permitted by law, one-twentieth
21 of one percent of the gross proceeds of the Water Revenue Bonds shall be deposited in a
22 fund established by the Controller's Office and appropriated by the Board at the direction of
23 the Public Utilities Revenue Bond Oversight Committee (RBOC) established by Proposition P
24 to cover the costs of said committee; provided that any amounts so paid from the proceeds of
25 Bonds that have not been spent by RBOC in connection with such Bonds (as contemplated by

1 Article 5A.31(c) of the Administrative Code) within 36 months of the date of issuance of such
2 Bonds shall be returned to the Commission for deposit into the Improvement Fund (as defined
3 in the Indenture) and expended by the Commission to acquire and construct Improvements.

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

12 Section 6. Ratification of Prior Actions. All actions authorized and directed by this
13 Ordinance and heretofore taken are hereby ratified, approved and confirmed by this Board.

14 Section 7. File Documents. All documents referred to as on file with the Clerk of the
15 Board are in File Nos. 090886.

16 Section 8. Effective Date. Pursuant to Section 14.102 of the Charter, this Ordinance
17 shall take effect thirty (30) days after its adoption.

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

21
22 By: 
23 Mark D. Blake
24 Deputy City Attorney
25



City and County of San Francisco

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

Tails Ordinance

File Number: 090886

Date Passed:

Ordinance approving the issuance and sale of water revenue bonds by the San Francisco Public Utilities Commission to finance various projects under the Water System Improvement Program pursuant to amendments to the Charter of the City and County of San Francisco enacted by the voters on November 5, 2002, as Proposition E; and ratifying previous actions taken in connection therewith.

July 28, 2009 Board of Supervisors — PASSED ON FIRST READING

Ayes: 11 - Alioto-Pier, Avalos, Campos, Chiu, Chu, Daly, Dufty, Elsbernd, Mar, Maxwell, Mirkarimi

August 4, 2009 Board of Supervisors — FINALLY PASSED

Ayes: 11 - Alioto-Pier, Avalos, Campos, Chiu, Chu, Daly, Dufty, Elsbernd, Mar, Maxwell, Mirkarimi

File No. 090886

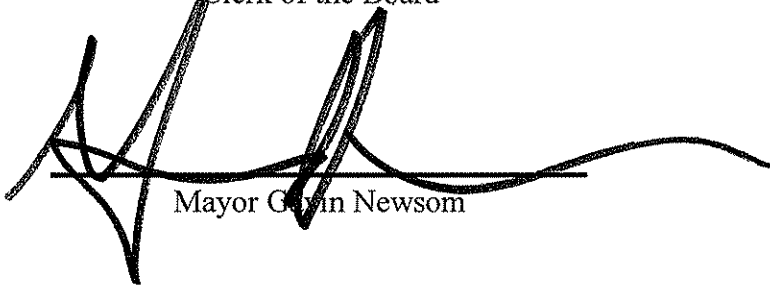
I hereby certify that the foregoing Ordinance
was **FINALLY PASSED** on August 4, 2009
by the Board of Supervisors of the City and
County of San Francisco.



Angela Calvillo
Clerk of the Board

8/12/2009

Date Approved



Mayor Gavin Newsom