AMENDED IN BOARD 12/16/14 RESOLUTION NO. 463-14

FILE NO. 141162

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Resolution authorizing the General Manager of the San Francisco Public Utilities

Commission to execute Master License Agreements for Outdoor Distributed Antenna

System Pole Installation between the City and County of San Francisco, ExteNet

Systems (California), LLC, and GTE Mobilnet of California, LP, d/b/a Verizon Wireless,

each for a term of 12 years to commence following Board approval.

[Master License Agreements - ExteNet Systems, LLC, and GTE Mobilnet of California, LP,

d/b/a Verizon Wireless - Outdoor Distributed Antenna System Pole Installation]

WHEREAS, Under Charter, Section 4.112, the San Francisco Public Utilities

Commission (SFPUC) has the "exclusive charge of the construction, management,
supervision, maintenance, extension, expansion, operation, use and control of all energy
supplies and utilities of the City and County of San Francisco (City) as well as the real,
personal and financial assets, that are under the Commission's jurisdiction or assigned to the
Commission under Section 4.132," as provided in Charter, Section 8B.121(a); and

WHEREAS, Under Administrative Code, Section 25.6, the SFPUC has the authority to determine the intensity of illumination, number and spacing of lighting facilities, and other details necessary to secure satisfactory street lighting; and

WHEREAS, The SFPUC currently owns approximately 16,800 street light poles in San Francisco; and

WHEREAS, On April 24, 2012, by Resolution No. 12-0066, the SFPUC Commission adopted the San Francisco Street Light Pole Use Policy, which affirmed that street lighting is the single most important use of SFPUC-owned street light poles, and created a consistent framework for reviewing and approving alternate street light pole uses by city agencies, neighborhood associations and community business districts; and

WHEREAS, Certain telecommunications providers have approached the SFPUC seeking access to its street light poles for the installation of distributed antenna systems in order to provide enhanced wireless services to customers in San Francisco; and

WHEREAS, It is in the best interests of the SFPUC to maximize the revenuegenerating potential of its street light pole assets while protecting street light infrastructure and facilitating the provision of better wireless services in San Francisco; and

WHEREAS, The SFPUC has developed a Master License Agreement for Outdoor

Distributed Antenna System Pole Installation (Master License) that the SFPUC intends to

make available to any authorized telecommunications carrier in order to address requests for
the use of SFPUC street light assets in a fair and equitable manner; and

WHEREAS, The Master License contains a mechanism for issuing individual street light pole licenses, each designating the street light pole location and describing the communications antennas and equipment to be installed on the pole; and

WHEREAS, The Master License authorizes the SFPUC to consult with the Planning Department to ensure that the design of any communications antennas and equipment to be installed on any SFPUC street light pole is appropriate for a given location; and

WHEREAS, The Master License provides that the SFPUC will not allow any communications antennas and equipment to be installed on a street light pole unless the Department of Public Works has issued the permit required under Article 25 of the Public Works Code; and

WHEREAS, On October 28, 2014, the SFPUC approved Resolution No. 14-0173 authorizing the General Manager of the SFPUC to enter into Master Licenses with any authorized telecommunications carrier; and

WHEREAS, The SFPUC has negotiated Master Licenses with ExteNet Systems (California), LLC and GTE Mobilnet of California, Limited Partnership d/b/a Verizon Wireless,

each of which has a term of twelve (12) years, a copy of such Master Licenses are on file with the Clerk of the Board in File No. 141162 and

WHEREAS, The SFPUC anticipates that each Master License could result in revenues of more than one million dollars (\$1,000,000); and

WHEREAS, Charter, Section 9.118 requires the Board of Supervisors to approve agreements having a term in excess of ten (10) years or having anticipated revenue to the City of more than one million dollars (\$1,000,000); now, therefore, be it

RESOLVED, That the Board of Supervisors hereby authorizes the General Manager of the SFPUC to enter into the Master Licenses in substantially the form on file with the Clerk of the Board of Supervisors, and to enter into any pole licenses that are necessary to effectuate the purposes of the Master Licenses; and, be it

FURTHER RESOLVED, That the Board of Supervisors authorizes the General Manager of the SFPUC to enter into any additions, amendments or other modifications to the Master Licenses (including, without limitation, preparation and attachment of, or changes to, any or all of the exhibits and ancillary agreements) that the General Manager, in consultation with the City Attorney, determines is in the best interest of the SFPUC, do not materially increase the obligations or liabilities of the SFPUC or City or materially decrease the public benefits accruing to the SFPUC, and are necessary or advisable to complete the transactions contemplated and effectuate the purpose and intent of this Resolution, such determination to be conclusively evidenced by the execution and delivery by the General Manager of any such documents; and, be it

FURTHER RESOLVED, That the Board of Supervisors intends in the Annual Appropriation Ordinance to appropriate funds generated by these leases for the streetlight program; and, be it

FURTHER RESOLVED, That within thirty (30) days of the Master Licenses being fully executed by all parties, the SFPUC shall provide final versions of the Master Licenses to the Clerk of the Board for inclusion into the official file.



City and County of San Francisco Tails

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

Resolution

File Number: 141162

Date Passed: December 16, 2014

Resolution authorizing the General Manager of the San Francisco Public Utilities Commission to execute Master License Agreements for Outdoor Distributed Antenna System Pole Installation between the City and County of San Francisco, ExteNet Systems (California), LLC, and GTE Mobilnet of California, LP, d/b/a Verizon Wireless, each for a term of 12 years to commence following Board approval.

December 10, 2014 Budget and Finance Committee - RECOMMENDED

December 16, 2014 Board of Supervisors - AMENDED

Ayes: 9 - Avalos, Breed, Campos, Cohen, Farrell, Kim, Mar, Tang and Wiener

Excused: 1 - Yee

December 16, 2014 Board of Supervisors - ADOPTED AS AMENDED

Ayes: 9 - Avalos, Breed, Campos, Cohen, Farrell, Kim, Mar, Tang and Wiener

Excused: 1 - Yee

File No. 141162

I hereby certify that the foregoing Resolution was ADOPTED AS AMENDED on 12/16/2014 by the Board of Supervisors of the City and County of San Francisco.

> Angela Calvillo Clerk of the Board

Mavor

2/19/2014

Date Approved