

File No. 171205

Committee Item No. 8

Board Item No. _____

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget and Finance Committee Date December 7, 2017

Board of Supervisors Meeting Date _____

Cmte Board

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| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
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| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
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Completed by: Victor Young Date December 1, 2017

Completed by: _____ Date _____

1 [Accept and Expend Grant - California Department of Parks and Recreation - Geneva Car
2 Barn and Powerhouse Improvements - \$3,500,000]

3 **Resolution authorizing the Recreation and Park Department to accept and expend a**
4 **Specified Grant from the California Department of Parks and Recreation in the amount**
5 **of \$3,500,000 for the Geneva Car Barn and Powerhouse.**

6
7 WHEREAS, The City and County of San Francisco ("the City") owns the property
8 located on San Francisco Assessor's Parcel Block No. 6972 ("APN"), Lot No. 036, ("the
9 Property"), known as "Geneva Car Barn and Powerhouse"; and

10 WHEREAS, The City, through the San Francisco Recreation and Park Department
11 ("RPD") operates and maintains the Property; and

12 WHEREAS, In April 2017, California Assembly Member Phil Ting visited the Geneva
13 Car Barn and Powerhouse and subsequently recommended that the City submit a request for
14 funding for the Geneva Car Barn and Powerhouse Project from the State of California in the
15 amount of \$3,500,000; and

16 WHEREAS, On June 12, 2017, the State of California Assembly Budget Committee
17 approved \$3,500,000 from the State General Fund to the California Department of Parks and
18 Recreation ("DPR") to administer a Specified Grant ("Grant") for the adaptive reuse and
19 restoration of the Geneva Car Barn and Powerhouse; and

20 WHEREAS, On September 21, 2017, the Recreation and Park Commission adopted
21 Resolution No. 1709-005, approving an application for the Grant in the amount of \$3,500,000
22 and recommending that the Board of Supervisors authorize RPD to accept and expend the
23 Grant; and

24 WHEREAS, RPD submitted a Grant application in the amount of \$3,500,000 to DPR;
25 and

1 WHEREAS, RPD proposes to enter into an agreement with DPR that contains certain
2 terms and conditions, as detailed in the Grant Agreement which is on file with the Clerk of the
3 Board of Supervisors in File No. / 7/205 and which is hereby declared to be part of this
4 resolution as if set forth fully herein; and

5 WHEREAS, The Grant terms prohibit including indirect costs in the grant budget; and

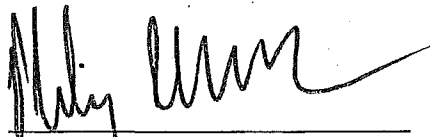
6 WHEREAS, The Grant will not require an amendment to the Annual Salary Ordinance;
7 now, therefore, be it

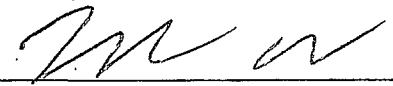
8 RESOLVED, That the Board of Supervisors authorizes the Recreation and Park
9 Department to accept and expend a Specified Grant in the amount of \$3,500,000 for the
10 Geneva Car Barn and Powerhouse Project; and, be it

11 FURTHER RESOLVED, That the Board of Supervisors hereby waives inclusion of
12 indirect costs as part of this Grant budget; and, be it

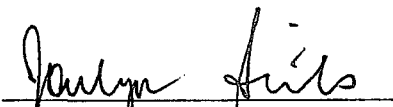
13 FURTHER RESOLVED, That the Board of Supervisors authorizes the RPD General
14 Manager, and his or her designee, to conduct all negotiations, and execute and submit all
15 documents, including but not limited to applications, agreements, amendments, payment
16 requests and so on, that may be necessary for the completion of the Project.

17
18
19 Recommended:

20
21 
22 _____
23 General Manager

Approved: 

for Mayor

Approved: 

for Controller

<p>Items 8, 9, 10, 11 and 12 Files 17-1205, 17-1206, 17-1207, 17-1208, 17-1209</p>	<p>Department: Recreation and Parks Department (RPD)</p>
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EXECUTIVE SUMMARY

Legislative Objectives

The five proposed resolutions related to the renovation and use of the Geneva Powerhouse and Car Barn would approve: (1) the Recreation and Park Department to accept and expend a \$3,500,000 State grant (File 17-1205); (2) a Development Services Agreement between the City and CAST Powerhouse, LLC, an affiliate of the Community Arts Stabilization Trust (File 17-1206); (3) a Funding Agreement between the City and the Community Arts Stabilization Trust (File 17-1207); (4) a 55-year lease between the City and CAST Powerhouse, LLC for the Powerhouse (File 17-1208); and (5) an Indemnification Agreement (File 17-1209).

Key Points

- The Geneva Car Barn and Powerhouse are two buildings located at Geneva and San Jose Avenues near Balboa Park BART Station. The Phase 1 Powerhouse Project consists of the design, restoration and improvement of the Powerhouse only. The City will fund and develop the Project with assistance from the non-profit Community Arts Stabilization Trust. The Community Arts Stabilization Trust created a taxable entity, the CAST Powerhouse LLC, to be the qualified low-income business, in order for the Project to qualify for the New Market and Historic Rehabilitation Tax Credits.
- The City and the Community Arts Stabilization Trust will enter into a Funding Agreement, in which the Community Arts Stabilization Trust will contribute \$1 million and the City will contribute \$6.8 million (and may contribute up to \$9.0 million) to the Project. The City will enter into a 55-year lease with CAST Powerhouse LLC for the Powerhouse in which the rent will be abated for 15 years in consideration of the Community Arts Stabilization Trust's \$1 million contribution. The City and CAST Powerhouse LLC will enter into a Development Services Agreement in which the City develops and manages the Project and is reimbursed for expenses.

Fiscal Impact

- The Project budget is \$13 million, of which \$8.1 million are City funds and \$4.8 million are tax credit financing and Community Arts Stabilization Trust contribution.

Policy Consideration

- As the writing of this report, the City does not have a finalized Indemnification Agreement (File 17-1209) with the Community Arts Stabilization Trust, the United States Bancorp Community Development Corporation, and the San Francisco Community Investment Fund.
- The current House bill on tax reform eliminates two Federal tax credits utilized in this project: the New Markets Tax Credit and the Historical Tax Credit. In order to utilize these Federal tax credits, the lease agreement must be approved by the end of the calendar year.

Recommendations

- Approve Files 17-1205, 17-1206, 17-1207 and 17-1208.
- Approval of File 17-1209 is a policy matter for the Board of Supervisors.

MANDATE STATEMENT

City Charter Section 9.118(c) requires Board of Supervisors approval for any lease that has an initial term of ten years or more, including options to extend, or that had anticipated revenues of \$1 million or more.

City Administrative Code Section 10.170 requires Board of Supervisors to accept grants in the amount of \$100,000 or more.

BACKGROUND

The Geneva Car Barn and Powerhouse are two buildings located at Geneva and San Jose Avenues across from the Balboa Park BART Station, adjacent to a vehicle storage facility owned by the San Francisco Municipal Transportation Agency (SFMTA). In 1998, the Geneva Car Barn and Powerhouse were saved from demolition by the Friends of the Geneva Car Barn and Powerhouse (Friends), a nonprofit neighborhood organization. In 2004, the SFMTA transferred jurisdiction of the vacant Geneva Car Barn and Powerhouse to the Recreation and Park Department (Department) (File No. 04-0320) at no cost, with the intent that the Department would form a partnership with the Friends to renovate the Geneva Car Barn and Powerhouse. Between 2004 and 2015, the Department and the Friends spent \$3,983,000 on the Car Barn from various sources, for roof repairs, preliminary seismic stabilization, planning, design, program administration, historic preservation architect and environmental testing.

In October 2014, the Board of Supervisors approved a Lease Disposition and Development Agreement between the Recreation and Park Department and the Friends (File 14-0920) specifying the Friend's obligations to fundraise, rehabilitate and operate the Car Barn as a community center. However, the Friends were unable to meet the funding requirements and in October 2015, the Board of Supervisors terminated the Lease Disposition and Development Agreement with the Friends (File 15-0890).

When the Lease Disposition and Development Agreement terminated in October 2015, the Recreation and Park Department recommended a two-phase Geneva Car Barn and Powerhouse Project, managed by the Department.

- Phase 1: Design, restoration, and improvement of the Powerhouse building only, including installation of a modern utility system, restoration of historic features, seismic stabilization, hazardous material remediation, new circulation systems to accommodate ADA (Americans with Disabilities Act) access, streetscape improvements, improved entrances, a new roof, and a new floor plan with radiant heating; and
- Phase 2: Design, restoration, and improvement of the Car Barn building to be used as office space and completion of more extensive improvements to the Powerhouse building.

According to Ms. Nicole Avril, Recreation and Park Project Director, Phase 1 is a stand-alone project and does not depend on agreements or funding for the Phase 2 Car Barn renovation.

The Board of Supervisors appropriated \$2,500,000 from the General Fund Reserve in March 2016 to partially fund the Phase 1 renovation of the Powerhouse. The Board of Supervisors placed these funds on Budget and Finance Committee Reserve pending identification of remaining funding sources for the Phase 1 Powerhouse renovation. In July 2017, the Department identified the sources and uses for Phase 1, totaling \$11,863,804, and the Budget and Finance Committee approved the release of reserves.

DETAILS OF PROPOSED LEGISLATION

File 17-1205 is resolution authorizing the Recreation and Park Department to accept and expend a grant from the California Department of Parks and Recreation in the amount of \$3,500,000 for the Geneva Car Barn and Powerhouse.

File 17-1206 is a resolution authorizing a Development Services Agreement between the City and CAST Powerhouse, LLC,¹ an affiliate of the Community Arts Stabilization Trust, a nonprofit public benefit corporation, for the payment of the City's construction costs and related expenses for the renovation of the Powerhouse building of the Geneva Car Barn and Powerhouse

File 17-1207 is a resolution authorizing a Funding Agreement between the City and the Community Arts Stabilization Trust to finance the renovation of the Powerhouse building of the Geneva Car Barn and Powerhouse.

File 17-1208 is a resolution authorizing a 55-year lease between the City and CAST Powerhouse, LLC, an affiliate of the Community Arts Stabilization Trust, for the Powerhouse building of the Geneva Car Barn and Powerhouse and a portion of adjacent City property; affirming the Planning Department's determination under the California Environmental Quality Act; and finding the lease is in conformance with the General Plan and the eight priority policies of Planning Code Section 101.1.

File 17-1209 is a resolution authorizing an Indemnification Agreement in favor of the parties financing the renovation of the Powerhouse building of the Geneva Car Barn and Powerhouse.

Project Overview

According to the proposed legislation, the City will fund and develop the Phase 1 Powerhouse Project with assistance from Community Arts Stabilization Trust (CAST). The Community Arts Stabilization Trust is a non-profit corporation that secures space and works with community arts organizations to develop and strengthen their financial and organizational capacity to purchase permanent facilities and navigate complex real estate issues. The City has worked with the Community Arts Stabilization Trust in the past to secure New Market Tax Credits for the community and arts space at 80 Turk Street and the art gallery at 1007 Market Street.

After the termination of the lease with the Friends of the Geneva Car Barn and Powerhouse, the Recreation and Park Department informally sought a new partner to develop the buildings.

¹ According to Mr. Manu Pradhan, Deputy City Attorney, the name of the organization in the proposed resolutions may be subject to change.

In 2015, the Office of Economic Workforce Development proposed to the Park and Recreation Department the Community Arts Stabilization Trust as a partner for the development of the Geneva Powerhouse and Car Barn. According to Ms. Avril, the General Manager approved partnering with the Community Arts Stabilization Trust due to their agreement to contribute \$1,000,000 to the project, previous experience in developing tax credits, interest in becoming partners with the City and their mission in rehabilitating arts spaces. It was not a competitive process.

The Phase 1 Powerhouse Project budget is \$13 million, as shown in the Table below. Funding comes from several sources, including General Fund monies previously appropriated by the Board of Supervisors, the California Department of Parks and Recreation grant (File 17-1205); other City funds, a contribution from the Community Arts Stabilization Trust (File 17-1206), and federal New Market and Historic Rehabilitation Tax Credits.

The Community Arts Stabilization Trust created a taxable entity, the CAST Powerhouse LLC, to be the qualified low-income business, in order for the Phase 1 Powerhouse Project to qualify for the New Market and Historic Rehabilitation Tax Credits.^{2,3} The Phase 1 Powerhouse Project has been awarded an allocation of New Market Tax Credits by the San Francisco Community Investment Fund⁴. The Powerhouse is on the National Register of Historic Places and therefore the Phase 1 Powerhouse Project qualifies for Historic Rehabilitation Tax Credits.⁵

The City will enter into a:

- 55-year lease (File 17-1208) with the CAST Powerhouse LLC for the Powerhouse. Under the terms of the draft lease,⁶ the City will construct the Phase 1 Powerhouse Project improvements, subject to reimbursement from CAST Powerhouse LLC. CAST Powerhouse LLC will sublease the Powerhouse to the taxable entity, created by the Community Arts Stabilization Trust, who will serve as the master tenant. The master tenant will in turn sublease the Powerhouse to the non-profit corporation – Performing Arts Workshop, Inc. (PAW).
- Funding Agreement (File 17-1207) with the Community Arts Stabilization Trust in which the Community Arts Stabilization Trust will allocate \$1,000,000 to the Phase 1 Powerhouse Project and the City will allocate \$6,800,000 to the Phase 1 Powerhouse

² The New Market Tax Credit program provides a tax incentive to private investors to invest in low-income communities. Under the Internal Revenue Code, New Market Tax Credits are made available to qualified active low-income community businesses or QALICB.

³ In order to qualify for tax credits, the Community Arts and Stabilization Trust will form a (1) taxable entity that will serve as the managing member (of which the Community Arts and Stabilization Trust is the sole member) of the CAST Powerhouse LLC; and (2) a taxable entity that will serve as the master tenant for the sublease of the Powerhouse, which will be controlled by the managing member of the CAST Powerhouse LLC.

⁴ San Francisco Community Investment Fund is a Community Development Entity that serves as the intermediary vehicle for allocation of New Market Tax Credits.

⁵ The federal Historic Rehabilitation Tax Credit program provides a 20 percent tax credit to projects that rehabilitate certified historic structures. The federal New Market Tax Credit program provides tax credits to qualified low-income investment businesses. Historic Preservation and New Market Tax Credits require the formation of a for-profit subsidiary to qualify for the tax credits.

⁶ At the time of writing this, the Budget and Legislative Analysts' Office has only been offered a draft lease.

Project (see the Table below). According to Ms. Avril, the Recreation and Park Department is submitting revised legislation to the December 7, 2017 Budget and Finance Committee that provides for the City to allocate up to \$9,025,000 to the Phase 1 Powerhouse Project. According to Ms. Avril, the additional allocation would be used in the event that the project's construction costs exceed the current construction budget, including the construction contingency. Ms. Avril states that the Community Opportunity Fund has sufficient funds to meet this additional obligation if necessary.

- Development Services Agreement (File 17-1206) with the CAST Powerhouse LLC that provides for the City to (1) serve as the Phase 1 Powerhouse Project developer; and (2) be paid a developer fee and for all project costs.
- Indemnification Agreement (File 17-1209) with Community Arts Stabilization Trust, the United States Bancorp Community Development Corporation, and the San Francisco Community Investment Fund to provide certain indemnities in order to complete the Phase 1 Powerhouse Project.

Phase 2 Option

As mentioned previously, the Department divided the Geneva Car Barn and Powerhouse project into Phase 1 and Phase 2, allowing the City to approve a proposal for a set of construction documentation, bid and permit work and construction administration for the Phase 1 Powerhouse Project from the architect and engineering consultants. The budget for Phase 2 is estimated to be \$38,500,000, with construction to begin in 2020. The City has not yet identified the funds for Phase 2.

According to Ms. Avril, the City will enter into a separate Office Building Option Agreement with the Community Arts Stabilization Trust for rehabilitation of the Geneva Car Barn under Phase 2 of the project, in which the City would award the Community Arts Stabilization Trust a ten-year exclusive option to lease and develop the Car Barn building into an office space as well as space to deliver arts related classes and community services. The form of the ten-year lease has not yet been developed and is subject to future negotiation if the Community Arts Stabilization Trust exercises the option. According to Ms. Avril, the ten-year exclusive option is to incentive the Community Arts Stabilization Trust to invest \$1,000,000 in Phase 1 of the project, but also desired by the Department as key to the development of Phase 2. If the Community Arts Stabilization Trust chooses not to fund the development of Phase 2 by year ten of the Phase 1 Powerhouse Project, the Department will still be able to engage with another private partner to help develop the building.

Draft lease Provisions (File 17-1208)

As noted above, the proposed draft lease is between the City and CAST Powerhouse LLC, who will sublease the Powerhouse to a master tenant created by the Community Arts Stabilization Trust.

- The lease premises consist of the approximately 3,000 square foot Powerhouse located at 2301 San Jose Avenue.
- The lease term is for 55 years from approximately January 1, 2019 (the estimated date of completion of the Phase 1 Powerhouse Project) through December 31, 2074.

- The lease sets base rent at \$5,213 per month (equal to approximately \$21 per square foot per year), which increases annually by the Consumer Price Index but abates rent for the first 15 years of the lease in consideration of the Community Stabilization and Trust's \$1 million contribution to the project.⁷ Therefore, the City does not expect to receive rent under the proposed lease for the first 15 years. The City has the one-time right to increase the rent to fair market value after any dissolution of the tax credit financing structure.

Sublease between the Master Tenant and Performing Arts Workshop

In December 2016, the Department issued a request for proposals for arts related programming. By February 2017, the Department received three responses. A panel consisting of the Director of the San Francisco Arts Commission, Recreation and Park Department Director of Permits and Property Management, and one Friends of the Geneva Car Barn and Powerhouse Board Member based on the following metrics:

1. Compatibility with the desired programming at the Powerhouse
2. Meaningful public access
3. Program feasibility
4. Financial capacity

Performing Arts Workshop⁸ was selected as the highest rated non-profit and will enter into a ten-year sublease with the Powerhouse master tenant, commencing on the completion date of the Powerhouse. Performing Arts Workshop will pay rent to the master tenant, subject to approval by the Department. The amount of rent to be paid by Performing Arts Workshop is determined by a required return on equity for the Historic Rehabilitation Tax Credits to be paid to the tax credit investor, as well as possessory interest tax to the City.

Funding Agreement (File 17-1207)

The funding agreement between the City and the Community Arts Stabilization Trust provides for the City to enter into a 55-year lease for the Powerhouse and the taxable entity formed by the Community Arts Stabilization Trust, who serves as the master tenant. According to the funding agreement:

- The Community Arts Stabilization Trust will invest \$1,000,000 into the Phase 1 Powerhouse Project, the contribution of which will be recognized through abatement of rent, as noted above. The \$1,000,000 investment will be used exclusively for construction costs for Phase 1.
- The City will invest \$6,800,000 as shown in the Table below.

⁷ The rent abatement will end early if there is dissolution of the tax credit financing structure.

⁸ Public Arts Workshop has worked for 40 years in the City bringing sequential arts instruction to students ages 3-18. The Workshop has been a partner, collaborator and contractor with public agencies including Department of Children, Youth & their Families (DCYF) and the County of San Francisco's First 5 Preschool for All (PFA) program for low-income families. The Workshop participates in the City's internal and external audits yearly.

As noted above, the Recreation and Park Department is submitting revised legislation to the December 7, 2017 Budget and Finance Committee that provides for the City to allocate up to \$9,025,000 to the Phase 1 Powerhouse Project to be used in the event that the project's construction costs exceed the current construction budget, including the construction contingency. Ms. Avril states that available funds from the Community Opportunity Fund, previously appropriated by the Board of Supervisors, are sufficient funds to meet this additional obligation if necessary.

Development Services Agreement and Construction Project (File 17-1206)

The Development Services Agreement between the City and CAST Powerhouse LLC sets the terms for the City to develop and manage the Phase 1 Powerhouse Project. These services would include acting on behalf of the CAST Powerhouse LLC to (1) work with project funders and government agencies, (2) select project contractors and negotiate project contracts, (3) monitor and administer disbursement of project funds, and (4) oversee the project. In exchange, the City, as the developer, will be paid a developer fee and be reimbursed for all project costs, including the cost of the actual construction contract. According to Ms. Avril, the Department expects to begin construction on Phase 1 in February 2018 and complete the Powerhouse in ten months by December 2018. The Recreation and Park Commission authorized the Department to enter into the construction contract.

Indemnification Agreement (File 17-1209)

The proposed resolution approves the indemnification agreement between the City and the Community Arts Stabilization Trust, the United States Bancorp Community Development Corporation, and the San Francisco Community Investment Fund. As of the writing of this report, the Recreation and Park Department has not completed indemnification agreements in which the City will indemnify the Community Arts Stabilization Trust, the United States Bancorp Community Development Corporation, and the San Francisco Community Investment Fund against the following project risks:

1. Environmental/Construction: in the case of unknown environmental conditions at the premises and against claims of construction delays and cost over-runs.
2. Closing: in the event that the tax credit financing does not close and therefore the tax credits are not delivered. The City will reimburse only for up-front costs.
3. Recapture: in the event of the U.S. Treasury disallowing the Tax Credits due to the project falling out of compliance with Federal Law.

According to the resolution, "it is a normal business practice to provide these indemnities, which are consistent with New Market Tax Credit and Historic Rehabilitation Tax Credit transactions generally." According to Ms. Avril, these indemnities are in exchange for the indemnified parties' investment and participation in the project, and these transactions cannot proceed without the Indemnification Agreement.

As of the writing of this report, the City does not have a finalized Indemnification Agreement with the Community Arts Stabilization Trust, the United States Bancorp Community Development Corporation, and the San Francisco Community Investment Fund. Because the proposed resolution authorizes the Indemnification Agreement which has not yet been

finalized, the Budget and Legislative Analyst considers approval of the proposed resolution to be a policy matter for the Board of Supervisors. The Recreation and Park Department will negotiate the Indemnification Agreement in consultation with its tax credit consultant, the City Attorney's Office and the City Risk Manager.

FISCAL IMPACT

The Phase 1 Powerhouse renovation budget is \$13,003,379, as shown in the table below.

Table: Phase 1 Powerhouse Renovation Budget

Sources of Funds	
<u>City Contribution</u>	
California Department of Parks and Recreation Grant (File 17-1205)	\$3,500,000
<i>Previously Appropriated:</i>	
Previously released Budget and Finance Committee Reserve	2,500,000
2000 Neighborhood Park General Obligation Bonds	838,000
Community Opportunity Funds	600,000
Recreation and Park Department FY 2015-16 Capital Budget	210,612
Neighborhood Asset Activation	306,000
Recreation and Park Department FY 2017-18 Budget	200,000
Subtotal City Contribution	\$8,154,612
<u>Other Funds</u>	
Community Arts Stabilization Trust (CAST) (File 17-1207)	\$1,000,000
Net Historic Preservation Tax Credits*	1,826,767
Net New Market Tax Credits*	2,022,000
Subtotal Other	\$4,848,767
Total Sources	\$13,003,379
Uses of Funds	
Contractor construction cost	\$8,279,900
Contractor construction Contingency (10% of Construction)	827,990
Subtotal, Contractor Construction	9,107,890
Other Miscellaneous Construction	1,544,191
Planning, Permitting, Design, Engineering, Environmental	1,517,681
Other Consultant Fees	937,687
Total Uses	\$13,003,379

*The Historic Preservation Tax Credits and New Market Tax Credits are federally required to flow through an investment fund which in turn is invested in the SCIF, which then lends funds to the qualified active low income community business (which in this case is the CAST Powerhouse, LLC). Therefore some of the proceeds of the original amount of the credit will be used to pay for these transaction fees. Only net funds are shown.

The City's total project contribution is \$8,154,612, of which approximately \$1,300,000 has been spent to date on planning, design, permitting and other project related-expenses. The balance of approximately \$6,854,612 will meet the City's obligation under the funding agreement (File 17-1207)

The Department estimates the total cost of Phase 1 to be \$13,003,379, as shown in the Table above. According to Ms. Avril, the Department only received one bid for the construction for Phase 1 on the Powerhouse. The bid, from Roebuck and Company, is \$8,279,900, or \$1,530,000 higher than the Department's cost estimate. The Department was able to offset some of the additional costs through additional Historic Tax Credits (File 17-1205).

POLICY CONSIDERATION

The current House bill on tax reform eliminates two Federal tax credits utilized in this project: the New Markets Tax Credit and the Historical Tax Credit. In order to utilize these Federal tax credits, the lease agreement must be approved by the end of the calendar year.

RECOMMENDATIONS

1. Approve Files 17-1205, 17-1206, 17-1207 and 17-1208.
2. Approval of File 17-1209 is a policy matter for the Board of Supervisors because the proposed resolution authorizes the Indemnification Agreement which has not yet been finalized.

File Number: _____
(Provided by Clerk of Board of Supervisors)

Grant Resolution Information Form
(Effective July 2011)

Purpose: Accompanies proposed Board of Supervisors resolutions authorizing a Department to accept and expend grant funds.

The following describes the grant referred to in the accompanying resolution:

1. Grant Title: Specified Grant
2. Department: San Francisco Recreation and Park Department
3. Contact Person: Toni Moran Telephone: 415 581-2555
4. Grant Approval Status (check one):
 Approved by funding agency Not yet approved
5. Amount of Grant Funding Approved or Applied for: \$3,500,000
- 6a. Matching Funds Required: \$ Not Required
b. Source(s) of matching funds (if applicable):
- 7a. Grant Source Agency: California Department of Parks and Recreation
b. Grant Pass-Through Agency (if applicable): N/A
8. Proposed Grant Project Summary: Phase 1 of this project comprises of renovation of the Powerhouse, which includes a seismic upgrade, the installation of modern utility systems, the restoration of historic features, hazardous materials remediation, new circulation systems to accommodate ADA access, streetscape improvements, improved entrances, a new roof, restored windows, and a new floor with radiant heating.
9. Grant Project Schedule, as allowed in approval documents, or as proposed:
Start-Date: January 2018 End-Date: September 2018
- 10a. Amount budgeted for contractual services: \$3,500,000
b. Will contractual services be put out to bid? Yes
c. If so, will contract services help to further the goals of the Department's Local Business Enterprise (LBE) requirements? Yes
d. Is this likely to be a one-time or ongoing request for contracting out? One-time
- 11a. Does the budget include indirect costs? Yes No
b1. If yes, how much? \$ 0
b2. How was the amount calculated? N/A
c1. If no, why are indirect costs not included?
 Not allowed by granting agency To maximize use of grant funds on direct services
 Other (please explain):
- c2. If no indirect costs are included, what would have been the indirect costs?
Department and Division overhead associated with Project and Construction Management Services.

12. Any other significant grant requirements or comments: Bi-Annual Reporting Required. Audit records must be kept on file for 5-year after final payment is received.

****Disability Access Checklist***(Department must forward a copy of all completed Grant Information Forms to the Mayor's Office of Disability)**

13. This Grant is intended for activities at (check all that apply):

- | | | |
|---|--|--|
| <input checked="" type="checkbox"/> Existing Site(s) | <input checked="" type="checkbox"/> Existing Structure(s) | <input type="checkbox"/> Existing Program(s) or Service(s) |
| <input checked="" type="checkbox"/> Rehabilitated Site(s) | <input checked="" type="checkbox"/> Rehabilitated Structure(s) | <input type="checkbox"/> New Program(s) or Service(s) |
| <input type="checkbox"/> New Site(s) | <input type="checkbox"/> New Structure(s) | |

14. The Departmental ADA Coordinator or the Mayor's Office on Disability have reviewed the proposal and concluded that the project as proposed will be in compliance with the Americans with Disabilities Act and all other Federal, State and local disability rights laws and regulations and will allow the full inclusion of persons with disabilities. These requirements include, but are not limited to:

1. Having staff trained in how to provide reasonable modifications in policies, practices and procedures;
2. Having auxiliary aids and services available in a timely manner in order to ensure communication access;
3. Ensuring that any service areas and related facilities open to the public are architecturally accessible and have been inspected and approved by the DPW Access Compliance Officer or the Mayor's Office on Disability Compliance Officers.

If such access would be technically infeasible, this is described in the comments section below:

Comments:

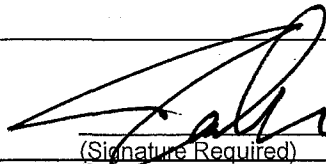
Departmental ADA Coordinator or Mayor's Office of Disability Reviewer:

John Paul Scott
(Name)

Disability Access Coordinator, San Francisco Public Work

(Title)

Date Reviewed: 10/17/17


(Signature Required)

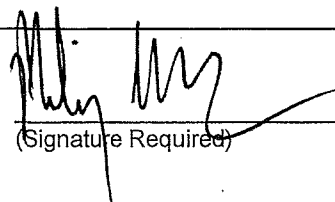
Department Head or Designee Approval of Grant Information Form:

Philip A. Ginsburg
(Name)

General Manager,

(Title)

Date Reviewed: 10-16-2017


(Signature Required)



DEPARTMENT OF PARKS AND RECREATION
P.O. Box 942896 • Sacramento, CA 94296-0001
(916) 653-7423

Lisa Ann L. Mangat, Director

September 20, 2017

Toni Moran
Grants Manager
City and County of San Francisco RPD
30 Van Ness Avenue, Suite 3000
San Francisco, CA 94102

Re: Project Number: SG-38-024 – Geneva Car Barn and Powerhouse
SFY 17/18 Specified Grant, \$3,500,000

Dear Toni Moran:

Thank you for organizing the August 17, 2017 meeting between the Office of Grants and Local Services (OGALS) and San Francisco RPD (RPD). This meeting provided an opportunity to review the Geneva Car Barn and Powerhouse Specified Grant Procedural Guide requirements. OGALS also appreciated the tour of the grant project site to learn more about the status of the buildings and property.

The RPD described the following potential scope or purpose of this grant as:

1) *Renovate the Powerhouse building to include a performing arts stage.*

Design is already 100% complete. This grant will fund approximately \$3 million of the estimated \$12 million total cost to complete the Powerhouse renovation. Upon final grant payment, the Powerhouse building will be open to the public.

2) *Design the Geneva Car Barn and prepare construction documents.*

This grant will fund approximately \$500,000 for design and preparation of construction documents. The RPD estimates that the renovation of the Geneva Car Barn will cost \$40 million. Fundraising for renovation will be ongoing. Upon final grant payment, the design documents will be complete.

The RPD asked if this grant project could provide funding for design-only costs for the Geneva Car Barn as described above. OGALS determined that 1-2 above are eligible grant deliverables under the specified grant "for the adaptive reuse and restoration of the Geneva Car Barn and Powerhouse." Upon project completion, the RPD must provide OGALS with a copy of the completed design and construction documents. (Electronic copies would be sufficient.) OGALS advises that the RPD complete 1-2 above and submit the Grant Completion Package by March 31, 2020.

Toni Moran
September 20, 2017
Page 2

OGALS looks forward to its partnership with the RPD to improve the Geneva Car Barn and Powerhouse. If you have questions or concerns while preparing the application package, please contact Project Officer, Natalie Bee at (916) 651-0564 or Natalie.Bee@parks.ca.gov.

Sincerely,

A handwritten signature in cursive script that reads "Jean A. Lacher".

Jean Lacher, Chief
Office of Grants and Local Services

cc: Viktor Patiño, Manager, Office of Grants and Local Services
Richard Rendón, Supervisor, Office of Grants and Local Services
Natalie Bee, Project Officer, Office of Grants and Local Services

Geneva Car Barn and Powerhouse Projec
Specified Grant Accept and Expend

Geneva Car Barn and Powerhouse: Phase 1

Construction Hard Costs	\$7,000,000
Project Budget	\$7,000,000

Funding Sources

Specified Grant	\$3,500,000
General Fund	\$2,500,000
CAST Contribution	\$1,000,000
	\$7,000,000



State of California – The Natural Resources Agency
DEPARTMENT OF PARKS AND RECREATION

**The Geneva Car Barn and Powerhouse Grant
Application Form**

PROJECT Name Geneva Car Barn and Power House	GRANT Application Amount \$ <u>3,500,000</u>
	Estimated TOTAL PROJECT COST \$ <u>11,900,000</u>
PROJECT PHYSICAL ADDRESS (including zip code) 2301 San Jose Avenue San Francisco, CA 94112-2431	Nearest Cross Street Geneva Avenue
	County of Project Location San Francisco
GRANT APPLICANT (entity applying for the grant) San Francisco Recreation and Park Department	GRANT APPLICANT'S Mailing Address 30 Van Ness Avenue, Suite 3000 San Francisco, CA 94112
AUTHORIZED REPRESENTATIVE AS SHOWN IN RESOLUTION	
Philip A. Ginsburg, General Manager	Phil.ginsburg@sfgov.org
	415 831-2701
Name (typed or printed) and Title	Email address Phone
DAY-TO-DAY CONTACT for ADMINISTRATION of the GRANT (if different from AUTHORIZED REPRESENTATIVE)	
Name (typed or printed) and Title	Email address Phone
For DEVELOPMENT Project, Land Tenure is <u>.33</u> acres	
<u> X </u> Acres owned in fee simple by APPLICANT	
Recordation Number(s): Map Filed March 3, 1965 in Book U of Maps, Page 69	
<u> </u> Acres available under a <u> </u> year lease	
Acres of other interest (explain) <u> </u>	
GRANT SCOPE:	
I represent and warrant that this Application Packet describes the intended use of the requested GRANT to complete the EXPECTED DELIVERABLES listed in the attached GRANT SCOPE/Cost Estimate Form. I certify that the information contained in this APPLICATION PACKET, including required attachments, is accurate.	
Signed _____	October 17, 2017
AUTHORIZED REPRESENTATIVE as shown in Resolution	Date
Print Name and Title: <u>Philip A. Ginsburg, General Manager</u>	

RECREATION AND PARK COMMISSION
City and County of San Francisco
Resolution No. 1709-005

**APPROVING THE APPLICATION FOR SPECIFIED GRANT FUNDS FROM THE
CALIFORNIA DEPARTMENT OF PARKS AND RECREATION FOR
THE GENEVA CAR BARN AND POWERHOUSE**

WHEREAS, the State Department of Parks and Recreation has been delegated the responsibility by the Legislature of the State of California for the administration of the legislatively specified grant, setting up necessary procedures governing the Application; and

WHEREAS, said procedures established by the State Department of Parks and Recreation require the applicant to certify by resolution the approval of application(s) before submission of said application(s) to the State; and

WHEREAS, the applicant will enter into a contract with the State of California to complete the grant scope project; now, therefore, be it

RESOLVED that the Recreation and Park Commission hereby:

1. Approves the filing of an application for the specified grant project; and
2. Certifies that said applicant has or will have available, prior to commencement of any work on the project included in this application, the sufficient funds to complete the project; and
3. Certifies that the applicant has or will have sufficient funds to operate and maintain the project(s), and
4. Certifies that the applicant has reviewed, understands, and agrees to the General Provisions contained in the contract shown in the Procedural Guide; and
5. Delegates the authority to the General Manager, or his/her designee(s), to conduct all negotiations, sign and submit all documents, including, but not limited to applications, agreements, amendments, and payment requests, which may be necessary for the completion of the grant scope; and
6. Agrees to comply with all applicable federal, state and local laws, ordinances, rules, regulations and guidelines.

Adopted by the following vote:

Ayes:	6
Noes:	0
Absent:	1

I certify that the foregoing resolution was adopted
at the meeting of the Recreation and Park
Commission held on September 21, 2017.


Margaret A. McArthur, Commission Liaison

GRANT SCOPE/Cost Estimate Form

EXPECTED DELIVERABLES*	Estimated cost of each Deliverable
The Construction Contract which will fund the renovation of the Geneva Powerhouse, which includes but is not limited to: seismic stabilization, a new roof, restored windows, new MEP systems, improved entrances, streetscape improvements and ADA accessibility.	\$ 7,000,000
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
GRANT Application Amount: \$ 3,500,000	<p style="text-align: center;">Estimated TOTAL PROJECT COST</p> <p>\$ 7,000,000</p>

The APPLICANT understands that this form will be used to establish ELIGIBLE COSTS, and that all of the EXPECTED DELIVERABLES listed on this form must be completed and open to the public before final GRANT payment is processed as specified in the "Payment Process and End of the GRANT PERFORMANCE PERIOD" section found on page **Error! Bookmark not defined.** of this guide.

APPLICANT'S AUTHORIZED REPRESENTATIVE

Date 10/16/2017

Philip A. Ginsburg, General Manager

*For audit purposes, please indicate the approximate time span for each activity, program(s), or operational expected deliverable.



State of California – The Natural Resources Agency
DEPARTMENT OF PARKS AND RECREATION
**Geneva Car Barn and Powerhouse Program
Funding Sources Form**

Source	Amount
Geneva Car Barn and Powerhouse Specified GRANT	\$ 3,500,000
City and County of San Francisco General Fund	\$ 2,500,000
CAST Contribution	\$ 1,000,000
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
All Funding Sources (estimated TOTAL PROJECT COST):	\$ 7,000,000



Edwin M. Lee, Mayor
Philip A. Ginsburg, General Manager

TO: Angela Calvillo, Clerk of the Board of Supervisors
FROM: Philip A. Ginsburg, General Manager
DATE: November 9, 2017
SUBJECT: Accept and Expend Resolution Specified Grant
Geneva Car Barn and Power House

Attached please find the original and 4 copies of each of the following:

- Proposed resolution; original signed by Department, Mayor, Controller
- Grant Information Form
- Grant Award Letter
- Grant Budget
- Grant Application

Special Timeline Requirements:

The legislation is scheduled for introduction to Board of Supervisor on November 14, 2017 with final adoption by the Board of Supervisors scheduled for December 12 meeting.

Departmental representative to receive a copy of the adopted resolution:

Name: Toni Moran Phone: 581-2555

Interoffice Mail Address: 30 Van Ness Avenue, 3rd Floor, Suite 3000

Certified copy required Yes No

(Note: certified copies have the seal of the City/County affixed and are occasionally required by funding agencies. In most cases ordinary copies without the seal are sufficient).

Member, Board of Supervisors
District 11.



City and County of San Francisco

AHSHA SAFAI

November 14, 2017

Angela Calvillo, Clerk of the Board
City and County of San Francisco Board of Supervisors
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco, CA 94102-4689

Dear Ms. Calvillo:

Attached please find an original and two copies of a proposed resolution submitted for the Board of Supervisors approval, which will allow the San Francisco Recreation and Parks Department to accept and expend a Specified Grant from the California Department of Parks and Recreation for the adaptive reuse and restoration of the historical landmark, Geneva Car Barn and Powerhouse.

The following is a list of accompanying documents (three sets):

- Proposed Resolution
- Grant Information Form
- Grant Awards Letter
- Grant Budget
- Grant Application

Special Timeline Requirement: The legislation is scheduled for introduction to The City and County of San Francisco Board of Supervisors on November 14, 2017 with final adoption by the Board of Supervisors during the December 12, 2017 meeting to meet qualifying deadlines.

The following person may be contacted regarding this matter:
Toni Moran, Grants Manager, San Francisco Recreation and Parks Department
415-581-2555

Resolution No. 1709-005 Recreation and Parks Commission, City and County of San Francisco. Adopted by the following vote: 6 Ayes, 0 Noes, 1 Absent.

Respectfully Submitted,

Ahsha Safai
District 11 Supervisor

Print Form

Introduction Form

By a Member of the Board of Supervisors or Mayor

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO

2017 NOV 14 PM 1:41

BY Time stamp
or meeting date *[Signature]*

I hereby submit the following item for introduction (select only one):

- 1. For reference to Committee. (An Ordinance, Resolution, Motion or Charter Amendment).
- 2. Request for next printed agenda Without Reference to Committee.
- 3. Request for hearing on a subject matter at Committee.
- 4. Request for letter beginning : "Supervisor [] inquiries"
- 5. City Attorney Request.
- 6. Call File No. [] from Committee.
- 7. Budget Analyst request (attached written motion).
- 8. Substitute Legislation File No. []
- 9. Reactivate File No. []
- 10. Question(s) submitted for Mayoral Appearance before the BOS on []

Please check the appropriate boxes. The proposed legislation should be forwarded to the following:

- Small Business Commission
- Youth Commission
- Ethics Commission
- Planning Commission
- Building Inspection Commission

Note: For the Imperative Agenda (a resolution not on the printed agenda), use the Imperative Form.

Sponsor(s):

District 11 Supervisor Ahsha Safai

Subject:

Accept and Expend Resolution Specified Grant Geneva Car Barn and Power House

The text is listed:

Resolution authorizing Recreation and Parks Department to accept and expend a Specified Grant from the California Department of Parks and Recreation in the amount of \$3,500,000 for the Geneva Car Barn and Powerhouse.

Signature of Sponsoring Supervisor: []

[Handwritten Signature]

For Clerk's Use Only

