File No.	180623	Committee Item No.	13	
		Roard Itom No		

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

	<u>Government Audit and Oversight</u>	_	Date: Date:	November 7, 2018
Cmte Boar	G		•	
	Motion Resolution Ordinance Legislative Digest Budget and Legislative Analyst Youth Commission Report Introduction Form Department/Agency Cover Lette MOU Grant Information Form Grant Budget Subcontract Budget Contract/Agreement Form 126 – Ethics Commission Award Letter Application Public Correspondence	-		ort
OTHER				
	Central SoMa Plan Presentation	- Octob	<u>oer 25,</u>	2018
Prepared by:		Date: Date:	Nover	mber 2, 2018
sparca by	<u> </u>	- 410.		

Special Tax District]

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Resolution declaring the intention of the Board of Supervisors to incur bonded indebtedness and other debt for City and County of San Francisco Special Tax District

[Resolution of Intention - Incurring Bonded Indebtedness and Other Debt for the Central SoMa

No. 2018-1 (Central SoMa), and determining other matters in connection therewith.

WHEREAS, The Central SoMa planning area (the "Central SoMa Plan Area") runs from 2nd Street to 6th Street, Market Street to Townsend Street, exclusive of those areas that are part of the Downtown Plan or in the C-3 zoning districts; and

WHEREAS, The Board of Supervisors has this date adopted its "Resolution of intention to establish City and County of San Francisco Special Tax District No. 2018-1 (Central SoMa), and determining other matters in connection therewith" (the "Resolution of Intention"), stating its intention to form the "City and County of San Francisco Special Tax District No. 2018-1 (Central SoMa)" (the "Special Tax District") pursuant to Chapter 43, Article X of the San Francisco Administrative Code (the "Code"), which Code incorporates the Mello-Roos Community Facilities Act of 1982, as amended (the "Act"), for the purpose of financing costs of public infrastructure and other authorized facilities (the "Facilities") and services necessary or incident to development of the Central SoMa Plan Area; and

WHEREAS, This Board included in the Resolution of Intention certain findings, determinations and declarations, which findings, determinations and declarations this Board of Supervisors further incorporates herein by this reference; and

WHEREAS, In the Resolution of Intention, this Board of Supervisors stated its intention to undertake the proceedings to form the Special Tax District under the alternate procedures established by Section 43.10.17 of the Code; and

WHEREAS, This Board of Supervisors wishes to undertake the proceedings to authorize the issuance of bonded indebtedness and other debt (as defined in the Code) for the Special Tax District under the alternate procedure established by Section 43.10.18 of the Code; and

WHEREAS, This Board of Supervisors estimates the amount required for the financing of the costs of the Facilities to be the sum of not to exceed \$5,300,000,000; and

WHEREAS, In order to finance the costs of the Facilities it is necessary to incur bonded indebtedness and other debt in the amount not to exceed \$5,300,000,000 on behalf of the Special Tax District; and

WHEREAS, United States Income Tax Regulations, Section 1.150-2 provides generally that proceeds of tax-exempt debt are not deemed to be expended when such proceeds are used for reimbursement of expenditures made prior to the date of issuance of such debt unless certain procedures are followed, one of which is a requirement that (with certain exceptions), prior to the payment of any such expenditure, the issuer declares an intention to reimburse such expenditure; and

WHEREAS, It is in the public interest and for the public benefit that the City declares its official intent to reimburse the expenditures referenced herein; now, therefore, be it

RESOLVED, That it is necessary to incur bonded indebtedness and other debt within the boundaries of the proposed Special Tax District in the amount of up to \$5,300,000,000 to finance the costs of the Facilities; and, be it

FURTHER RESOLVED, That the bonded indebtedness and other debt is proposed to be incurred for the purpose of financing the costs of the Facilities, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of said purposes and of the financing thereof, as permitted by Section 53345.3 of the Act; and, be it

FURTHER RESOLVED, That the City hereby declares that it reasonably expects (i) to pay certain costs of the Facilities prior to the date of issuance of the bonded indebtedness and

other debt and (ii) to use a portion of the proceeds of the bonded indebtedness and other debt for reimbursement of expenditures for the Facilities that are paid before the date of issuance of the bonded indebtedness and other debt; and, be it

FURTHER RESOLVED, That this Board of Supervisors, acting as legislative body for the Special Tax District, intends to authorize the issuance and sale of bonded indebtedness and other debt in one or more series in the maximum aggregate principal amount of not to exceed \$5,300,000,000 bearing interest payable semi-annually or in such other manner as this Board of Supervisors shall determine, at a rate not to exceed the maximum rate of interest as may be authorized by applicable law at the time of sale of such bonded indebtedness or other debt, and maturing not to exceed 40 years from the date of the issuance of the bonded indebtedness or other debt; and, be it

FURTHER RESOLVED, That _______, _______, 2018 at ____:00 p.m. or as soon as possible thereafter, in the Board of Supervisors Chamber, 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California 94104, be, and the same are hereby appointed and fixed as the time and place when and where this Board of Supervisors, as legislative body for the Special Tax District, will conduct a public hearing on the proposed issuance of bonded indebtedness and other debt and consider and finally determine whether the public interest, convenience and necessity require the issuance of bonded indebtedness and other debt of the City on behalf of the Special Tax District; and, be it

FURTHER RESOLVED, That the Clerk of the Board of Supervisors is hereby directed to cause notice of the public hearing to be given by publication one time in a newspaper of general circulation circulated within the Special Tax District; the publication of the notice shall be completed at least seven days before the date specified above for the public hearing; the notice shall be substantially in the form specified in Section 53346 of the Act; and, be it

FURTHER RESOLVED, Notwithstanding the foregoing, because of the complexity associated with the Central SoMa Plan, the Board of Supervisors hereby authorizes the Clerk of the Board of Supervisors to determine that the public hearing should be held on a later date or time and to cause notice of such later date or time to be given by publication one time in a newspaper published in the area of the Special Tax District; and, be it

FURTHER RESOLVED, That pursuant to Section 43.10.18 of the Code, in lieu of the procedure set forth elsewhere in the Code and in Sections 53353.5, 53354 and 53355 of the Act, the proposition to authorize issuance of the bonded indebtedness and other debt for the Special Tax District shall be approved by the owner or owners of a parcel or parcels of property at the time that the parcel or parcels are annexed to the Special Tax District pursuant to the unanimous approval described in 43.10.17 of the Code or such other procedures established by the Code; and, be it

FURTHER RESOLVED, That consistent with the Resolution of Intention, and pursuant to Section 43.10.19 of the Code, in connection with the annexation of a parcel or parcels to the Special Tax District pursuant to the alternate and independent procedure set forth in Section 43.10.17 of the Code and the conduct of an election on the proposition to authorize bonded indebtedness pursuant to the alternate and independent procedure set forth in Section 43.10.18 of the Code, the City may, without additional hearings or procedures, designate a parcel or parcels as an improvement area within the Special Tax District; each improvement area will be known as "Improvement Area No. _____ of City and County of San Francisco Special Tax District No. 2018-1 (Central SoMa);" after the designation of a parcel or parcels as an improvement area, all proceedings for approval of the appropriations limit, the rate, method of apportionment and manner of collection of special tax and the authorization to incur bonded indebtedness and other debt for such parcel or parcels shall apply only to the improvement area; the City may incur bonded indebtedness and other debt payable solely

levied on property in the improvement area; and, be it

FURTHER RESOLVED, That the Board of Supervisors has reviewed and considered the Final EIR (as defined in the Resolution of Intention) and finds that the Final EIR is adequate for its use for the actions taken by this resolution and incorporates herein the Final EIR and the CEQA findings in the Resolution of Intention by this reference; and, be it

FURTHER RESOLVED, That this Resolution shall in no way obligate the Board to form the Special Tax District or to issue bonded indebtedness and other debt for the Special Tax District. Issuance of the bonded indebtedness and other debt shall be subject to the approval of this Board of Supervisors by resolution following the holding of the public hearing referred to above; and, be it

FURTHER RESOLVED, That this Resolution shall take effect upon its adoption.

APPROVĘD AS TO FORM:

Deputy City Attorney

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7/23 Land Use & Transportation Committee Amendments

CENTRAL SOMA PUBLIC BENEFITS PACKAGE: DETAILED FUNDING SOURCES & USES (IN 2017 DOLLARS)

TOTAL (BY SOURCE)	\$836,000,000	\$354,000,000	\$240,000,000	\$220,000,000	\$210,000,000	\$180,000,000	\$40,000,000	\$26,000,000	\$32,000,000	\$20,000,000	\$2,160,000,000	100%
SCHOOLS & CHILDCARE		\$6,000,000						\$26,000,000	\$32,000,000		\$64,000,000	3%
ENVIRONMENTAL SUSTAINABILITY	\$6,000,000	\$ <u>596</u> 4,000,000									\$ <u>65</u> 70,000,00 0	3%
CULTURAL PRESERVATION & COMMUNITY SERVICES	\$20,000,000	\$ <u>7469</u> ,000,000								\$20,000,000	\$1 <u>1409,</u> 000,00 0	5%
COMPLETE STREETS		\$10,000,000	\$90,000,000	\$10,000,000							\$110,000,000	5%
PRODUCTION, DISTRIBUTION, & REPAIR (PDR)	\$180,000,000										\$180,000,000	8%
PARKS & RECREATION	\$80,000,000	\$45,000,000	\$60,000,000								\$185,000,000	9%
TRANSIT		\$160,000,000	\$90,000,000	\$210,000,000			\$40,000,000				\$500,000,000	23%
AFFORDABLE HOUSING	\$550,000,000				\$210,000,000	\$180,000,000					\$940,000,000	44%
PUBLIC BENEFIT	DIRECT PROVISION BY NEW DEVELOPMENT	CENTRAL SOMA COMMUNITY FACILITIES DISTRICT (CFD)	EASTERN NEIGHORHOODS INFRASTRUCTURE FEE (\$423)	TRANSPORTATION SUSTAINABILITY FEE (\$411A)	JOBS-HOUSING LINKAGE FEE (\$413)	AFFORDABLE HOUSING FEE (\$415)	CENTRAL SOMA INFRASTRUCTURE FEE (\$428.2)	SCHOOL IMPACT FEE (CA ED. CODE \$17620)	CHILD CARE FEE (§414 AND 414(A))	CENTRAL SOMA COMMUNITY FACILITIES FEE (\$428.1)	TOTAL (BY CATEGORY)	% SHARE

7/23 Land Use & Transportation Committee Amendments

CENTRAL SOMA PUBLIC BENEFITS PACKAGE: SUMMARY (IN 2017 DOLLARS)

BENEFIT	TOTAL REVENUES	CATEGORY ALLOCATION (%)
Affordable Housing	\$940,000,000	44%
38% of new/rehabilitated housing is Below-Market Rate (BMR) (35% low/	\$940,000,000	44%
moderate income and 3% middle income)		
Transit	\$500,000,000	23%
Local transit improvements to enhance convenience and safety	\$340,000,000	16%
Regional transit capacity enhancement and expansion	\$160,000,000	7%
Parks & Recreation	\$185,000,000	9%
Gene Friend Recreation Center Reconstruction/Expansion	\$25,000,000	1%
Victoria Manalo Draves Park Programming	\$5,000,000	0%
New 1-acre park in Southwest portion of Plan Area	\$35,000,000	2%
New public recreation center*	\$10,000,000	0%
Park and greenery maintenance and activation	\$15,000,000	1%
New large (2+ acre) SoMa park (initial site identification)*	\$5,000,000	0%
New Bluxome linear park*	\$5,000,000	0%
New under-freeway public recreation area	\$5,000,000	0%
Privately-Owned Public Open Spaces (POPOS)	\$80,000,000	4%
(Alternative project: 7th & Mission Park)	(\$20,000,000)	(1%)
Production, Distribution, & Repair	\$180,000,000	8%
Preservation and creation of PDR space to ensure no net loss due to the Plan	\$180,000,000	8%
Complete Streets	\$110,000,000	5%
Redesign of all major streets in the Plan Area to be safe and comfortable for people walking, biking, and on transit.	\$110,000,000	5%
Cultural Preservation & Community Services	\$11409,000,000	5%
Restoration of the US Mint Building	\$1520,000,000	1%
Preservation and maintenance of historic buildings	\$20,000,000	1%
New community facilities (e.g. health care clinics and job training centers)	\$20,000,000	1%
Social and cultural programming	\$25,000,000	1%
Capital for cultural amenities (e.g. Yerba Buena Gardens)	\$15,000,000	1%
PDR Relocation Assistance Fund	\$10,000,000	0%
Neighborhood cleaning	\$9,000,000	0%
Environmental Sustainability & Resilience	\$ <u>6570,</u> 000,000	3%
Enhanced stormwater management in complete street projects	\$2832,000,000	1%
Freeway corridor air quality and greening improvements	\$22,000,000	1%
Living Roofs enhanced requirements	\$6,000,000	0%
Other energy and water efficiency projects	\$910,000,000	0%
Schools & Childcare	\$64,000,000	3%
New childcare centers	\$26,000,000	1%
Capital investments in schools serving K-12 population	\$32,000,000	1%
Bessie Carmichael supplemental services	\$6,000,000	0%
TOTAL	\$2,160,000,000	100%

^{*} If funds for these Parks & Recreation projects are provided by other sources (such as contributions from new development) or if revenues exceed the projected amounts, funding could be allocated to the "Alternative" project listed here.

NOTE: Over the course of Plan build out (roughly 25 years), the City expects to allocate funds among the public benefit categories in the amounts listed (or proportionally according to the category allocation percentages listed, should the final amount of revenues differ from what is shown here). However, the sequence of fund disbursement will be determined based on a variety of factors, including project readiness, community priorities, completion of any additional required environmental review, and other funding opportunities. The list of specific projects is subject to change and is not legally binding







CENTRAL SOMA

PLAN & IMPLEMENTATION STRATEGY

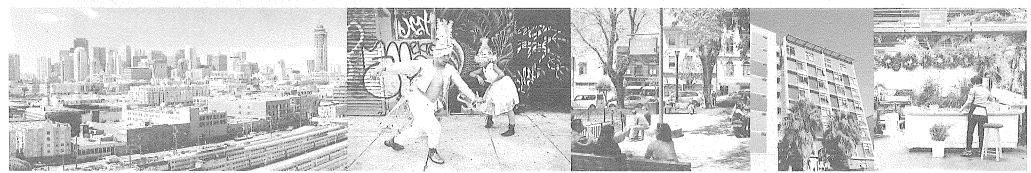
Government Audit & Oversight Committee October 25, 2018

TODAY'S PRESENTATION

- 1 Central SoMa Plan: Public Benefits Package
- 2 Central SoMa Special Tax District
- 3 Conclusion

TODAY'S ACTIONS

- Approval of Resolution of Intent (ROI) to establish Central SoMa Special Tax District (no. 180622)
 - » <u>Exhibit A:</u> Description of Facilities and Services That May be Financed by the Special Tax District
 - » Exhibit B: Rate and Method of Apportionment of Special Tax
 - » Exhibit C: Form of Unanimous Approval
- Approval of Resolution of Intent (ROI) to Incur
 Bonded Indebtedness in an Amount Not to Exceed
 \$5.3 billion (no. 180623)





CENTRAL SOMA PLAN - CONTENTS

General Plan	 Creation of the Central SoMa Plan Amendments to East SoMa & Western SoMa Plans
Planning Code & Administrative Code	 Planning Code: creation of the Central SoMa Special Use District (SUD) Admin Code: PDR protection
Zoning Map	 Amendments to Height and Bulk District Maps Amendments to Zoning Use District Maps
Implementation	Implementation Matrix
Program	Public Benefits Program
	Guide to Urban Design
(adopted by reference)	Key Development Sites Guidelines
	Key Streets Guidelines



CENTRAL SOMA PLAN - CONTENTS

Special Tax District

(a.k.a. Community Facilities District, or CFD)

Housing Sustainability District

- Amendments to Administrative Code Special Tax Financing Law
- Resolutions of Intention (ROIs) to:
 - Establish the Central SoMa Special Tax District
 - Incur Bonded Indebtedness Not To Exceed
 \$5.3 billion
- Amendments to Business & Tax Regulations and Planning Codes to create a Central SoMa Housing Sustainability District (HSD), pursuant to California AB73





PLAN STRATEGY

Accommodate Demand -

Provide Public Benefits

G

Respect and Enhance Neighborhood Character



VISUALIZATION - EXISTING DEVELOPMENT



3-D Model of Existing Buildings (2016)

Digital Model by Skidmore, Owings, & Merrill

VISUALIZATION - POTENTIAL DEVELOPMENT

Central SoMa Development Potential Anticipated Projects Outside of Central SoMa



Digital Model by Skidmore, Owings, & Merrill



PUBLIC BENEFITS: FUNDING SOURCES (25 YEARS; 2017 DOLLARS)

TOTAL	\$2.16 billion
Direct provision of benefits (e.g. on-site BMR units)	\$836 million
Central SoMa Community Facilities Fee (NEW)	\$20 million
Child Care Fee	\$32 million
School Impact Fee	\$26 million
Central SoMa Infrastructure Fee (NEW)	\$40 million
Affordable Housing Fee	\$180 million
Jobs-Housing Linkage Fee	\$210 million
Transportation Sustainability Fee	\$220 million
Eastern Neighborhoods Infrastructure Fee	\$240 million
Central SoMa Special Tax District (NEW)	\$354 million
FUNDING SOURCE	AMOUNT

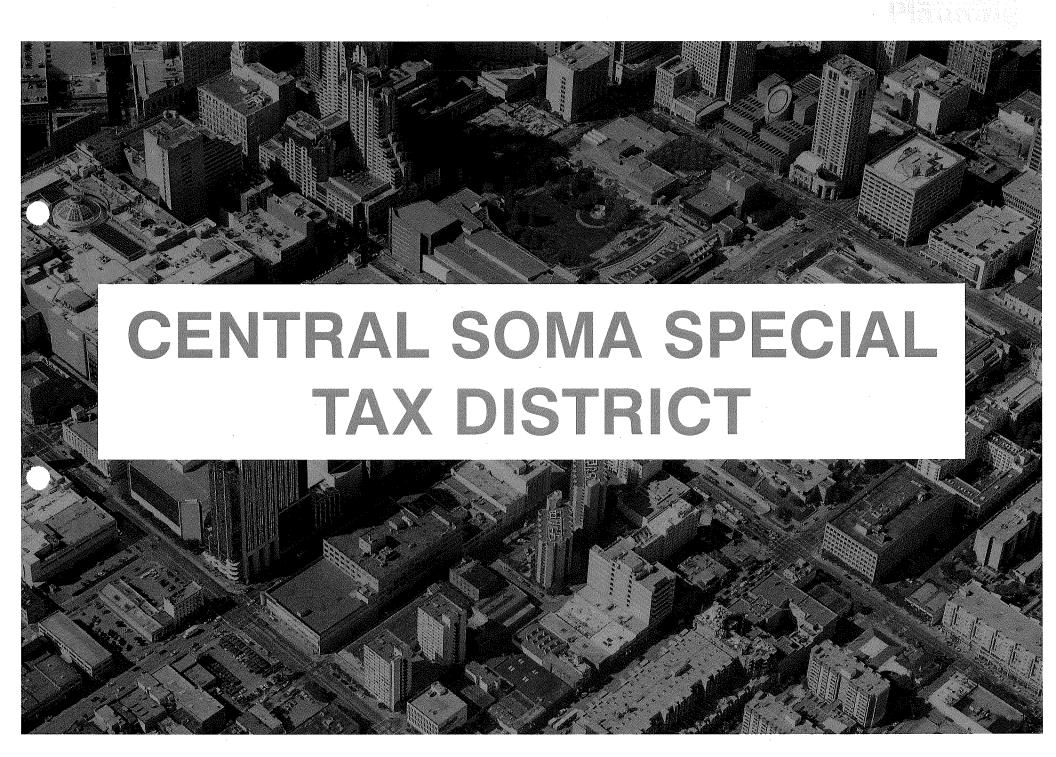
NOTE: Public benefits package represents 25 years of revenues (the estimated time to Plan build out).



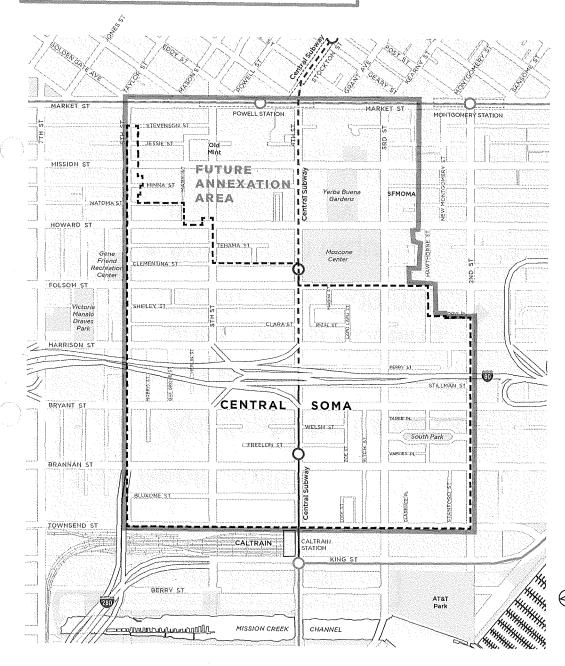
PUBLIC BENEFITS (25 YEARS; 2017 DOLLARS)

	PUBLIC BENEFIT	TOTAL	CFD-FUNDED
	Affordable Housing	\$940 million	\$0
	Transit	\$500 million	\$160 million
<u>`</u>	Parks & Recreation	\$185 million	\$45 million
PTI	Production, Distribution, & Repair (including Arts)	\$180 million	\$0
in the second	Complete Streets	\$110 million	\$10 million
	Cultural Preservation & Community Services	\$114 million	\$74 million
	Environmental Sustainability	\$65 million	\$59 million
i.a	Schools & Childcare	\$64 million	\$6 million
	TOTAL	\$2.16 billion	\$354 million

NOTE: As amended at 7/23 Land Use & Transportation Committee. Public benefits package represents 25 years of revenues (the estimated time to Plan build out).



FUTURE ANNEXATION MAP



- Central SoMa only considers annexation of parcels within the Plan Area
- Other parcels in the C-3 zones would be annexed only if there is future legislation, a Development Agreement, or other agreement.





Tax Applicability

- Applicability: Large Condo & Non-Residential Projects
- Exemptions: 100% Affordable Housing Projects; BMR units; Rental Housing; Production, Distribution & Repair (PDR) uses; Community Facilities
- Annexation required before 1st Certificate of Occupancy (COO); Tax levy commences after 1st COO

Revenues Can Be Used To Issue Bonds

- Accelerates the provision of public benefits
- Taxable properties in the Special Tax District are subject to foreclosure/sale in the event of non-payment of taxes*

^{*} Special taxes are secured by priority liens (ahead of private liens)

PROJECTED BONDING CAPACITY

- Annual Revenue: Approximately \$85 million/year at buildout (year 25)
- Anticipated Initial Bond Issuance is 2023-2027, pending:
 - » Approval of District
 - » Sufficient capacity exists to support debt
 - » Board approval
- Subsequent Bond Issuance: every 5 years as revenues and capital improvement plans dictate
- Amending maximum authorized amount would require property owner vote

SPECIAL TAX RATES - 10/22 AMENDMENTS AT LAND USE & TRANSPORTATION

Years 1-99: Facilities Tax*

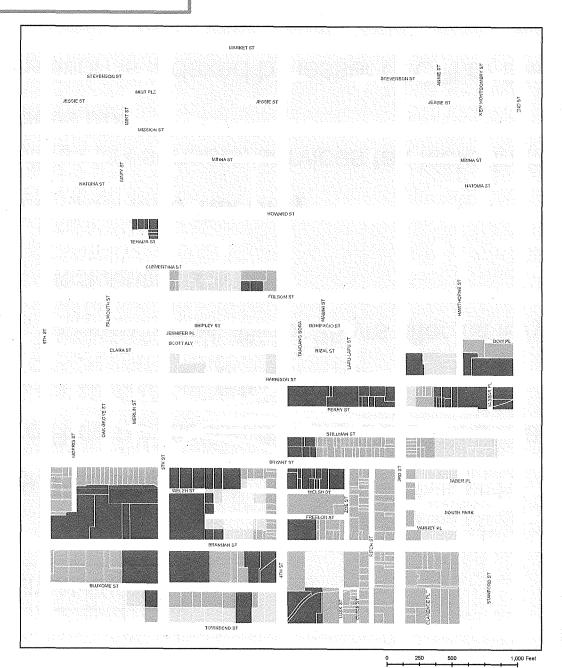
	TIER A (15'-45' height increase)			TIER B (50'-85' height increase)		R C It increase)
	as introduced	10/22 LUT amendment	as introduced	10/22 LUT amendment	as introduced	10/22 LUT amendment
NON-RESIDENTIAL	\$0	same	\$0	\$2.00	\$2.75	same
RESIDENTIAL CONDOS	\$0	same	\$3.30	\$0	\$5.50	same

Years 100+: Services Tax Only

	TIER A		TIER B		TIER C	
	as introduced	10/22 LUT amendment	as introduced	10/22 LUT amendment	as introduced	10/22 LUT amendment
NON-RESIDENTIAL	\$0	same	\$0	\$0.50	\$0.69	same
RESIDENTIAL CONDOS	\$0	same	\$0.82	\$0	\$1.37	same

^{*}FY 18-19 rates. Facilities tax may be spent on either capital facilities or services (e.g. maintenance, programming)

CENTRAL SOMA FEE TIERS



Tier A (15' - 45' increase)

Tier B (50' - 85' increase)

Tier C (90' or more increase)



SPECIAL TAX ESCALATION

Years 1-99: Facilities Tax*

- Base Rate escalation (before COO**): 2% annually
- Annual escalation (after COO):
 - » Nonresidential: 4% for 25 yrs after 1st levy; 2% thereafter
 - » Residential: 2%

Years 100+: Services Tax only

- Facilities tax sunsets, services tax kicks in (rate = \sim 25% of facilities tax)
- Escalation is indexed by lesser of CPI or 5%

^{*} Facilities tax may be spent on either capital facilities or services (e.g. maintenance, programming)

^{**} COO = Certificate of Occupancy

SPECIAL TAX DISTRICT: EXPENDITURE PLAN (2017 DOLLARS)*

During Plan Buildout (25 years)

	Transit	\$160 million
	Parks & Recreation	\$45 million
	Complete Streets	\$10 million
	Cultural Preservation & Community	\$74 million
	Environmental Sustainability	\$59 million
°. Isa	Schools & Childcare	\$6 million
	TOTAL	\$354 million

Longer term needs (>25 years): could include, but are not limited to, Sea Level Rise adaptation and maintenance of capital facilities

^{*}Expenditures are as amended at 7/23 Land Use & Transportation Committee. Note that projects are non-binding, and the Public Benefits Package may be amended, subject to Board approval.



Public benefits package: \$2.16 billion (\$354mn in CFD funding)

- Based on 25 years of funding
- Assumes 75% development build out
- Assumes bond issuance every 5 years

Not-to-Exceed Bond amount in ROI: \$5.3 billion (to fund up to \$4.8bn in public infrastructure over 99 years)

- Total bonding capacity over 99-year term
- Assumes 100% development build out
- Assumes back-to-back bonds (higher \$ over a longer period)
- Accounts for inflation

ADMINISTRATION ENTITIES

Capital Planning Committee	 Approve 5-year expenditure plan (subject to Board approval) Recommend changes in revenue allocation
Director of Public Finance	 Develop 5-year revenue forecast Authorize tax commencement Authorize bond issuances (subject to Board approval)
Interagency Plan Implementation Committee (IPIC)	 Develop 5-year Expenditure Plan Advisor to CPC & Director of Public Finance
Community Advisory Committees (CACs)	Provide public oversight & advise on expenditure plan



COLLABORATION

Joint Community Facilities Agreements (JCFAs)

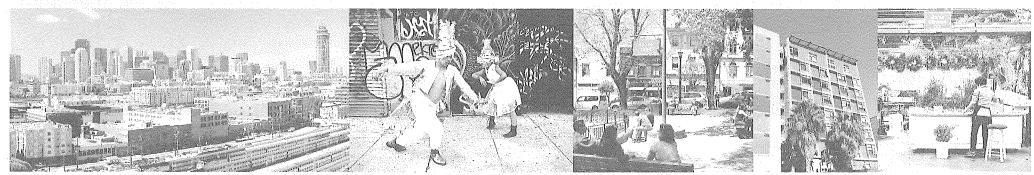
- Will be required for non-City agencies receiving tax revenues
- Example: Regional transit providers are slated to receive roughly \$160 million (representing 1/3 of total transportation funding) in collaboration with City through the Mayor/Board





TODAY'S ACTIONS

- Approval of Resolution of Intent (ROI) to establish Central SoMa Special Tax District (no. 180622)
 - » Exhibit A: Description of Facilities and Services That May be Financed by the Special Tax District
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 Bonded Indebtedness in an Amount Not to Exceed
 \$5.3 billion (no. 180623)





Office of the Mayor San Francisco



TO:

Angela Calvillo, Clerk of the Board of Supervisors

MUNAMayor Farrell

RE: Resolution of Intention - Incurring Bonded Indebtedness and Other Debt

for the Central SoMa Special Tax District

DATE:

June 5, 2018

Attached for introduction to the Board of Supervisors is a resolution of Intention to incur bonded indebtedness and other debt for City and County of San Francisco Special Tax District No. 2018-1 (Central SoMa), and determining other matters in connection therewith.

Should you have any questions, please contact Andres Power 554-5168.

1 DR. CARLTON B. GOODLETT PLACE, ROOM 200 SAN FRANCISCO, CALIFORNIA 94102-4681 TELEPHONE: (415) 554-6141