

BOARD of SUPERVISORS



City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco 94102-4689
Tel. No. 554-5184
Fax No. 554-5163
TDD/TTY No. 554-5227

NOTICE OF PUBLIC HEARING

BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO

NOTICE IS HEREBY GIVEN THAT the Board of Supervisors of the City and County of San Francisco will hold a public hearing to consider the following proposal and said public hearing will be held as follows, at which time all interested parties may attend and be heard:

Date: Tuesday, January 14, 2020

Time: 3:00 p.m.

Location: Legislative Chamber, City Hall, Room 250
1 Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102

Subject: **File No. 191167.** Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 14, 2020, at 3:00 p.m., to hold a public hearing to consider the following legislation to form Special Tax District No. 2019-2 (Pier 70 Leased Properties): a Resolution proposing the formation of the Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a future annexation area (File No. 191168); a Resolution determining necessity to incur bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 (File No. 191169); a Resolution calling a special election for the Special Tax District No. 2019-2 (File No. 191255); a Resolution declaring the results of the special election (File No. 191170); a Resolution authorizing and ratifying issuance of bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 (File No. 191171); and an Ordinance levying Special Taxes for the Special Tax District No. 2019-2 (File No. 191172); scheduled pursuant to Resolution No. 502-19, approved on November 27, 2019.

Special Tax District No. 2019-2
(Pier 70 Leased Properties)

On November 19, 2019, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City"), State of California, adopted its "Resolution declaring the intention of the Board of Supervisors to establish City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a Future Annexation Area; ordering and setting a time and place for a public hearing of the Board of Supervisors, sitting as a Committee of the Whole, on January 14, 2020; determining other matters in connection therewith, as defined herein; and making findings under the California Environmental Quality Act" (the "Resolution of Intention") to establish "City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties)" (the "Special Tax District") and a future annexation area (the "Future Annexation Area") for the Special Tax District under Chapter 43, Article X of the San Francisco Administrative Code (as it may be amended from time to time, "Code"), which Code incorporates by reference the Mello-Roos Community Facilities Act of 1982, as amended ("Mello-Roos Act"). The Resolution of Intention was signed by the Mayor of the City on November 27, 2019. Under the Code and the Resolution of Intention, the Board of Supervisors gives notice as follows:

1. The text of the Resolution of Intention, with Exhibits A and B thereto, as adopted by the Board of Supervisors, is on file with the Clerk of the Board of Supervisors in File No. 191078 and reference is made thereto for the particular provisions thereof. The text of the Resolution of Intention is summarized as follows:

a. Under the Code, the Board of Supervisors is undertaking proceedings for the establishment of the Special Tax District and the Future Annexation Area, the boundaries of which are shown on a map on file with the City.

b. The purpose of the Special Tax District is to provide for the financing of certain facilities (the "Facilities"), services (the "Services") and incidental expenses (the "incidental expenses") as more fully described in the Resolution of Intention and Exhibit A thereto.

c. The method of financing the Facilities, Services and incidental expenses is through the imposition and levy of special taxes (the "Special Taxes") to be apportioned on the properties in the Special Tax District.

d. The Resolution of Intention directed the preparation of a Special Tax District Report that shows the Facilities and Services and the estimated costs of the Facilities and Services. The Special Tax District Report will be made a permanent part of the record of the public hearing specified below. Reference is made to the Special Tax District Report as filed with the Clerk of the Board of Supervisors in File No. 191168.

e. Property within the Future Annexation Area will be annexed to the Special Tax District, and the Special Taxes will be levied on such property, only with the unanimous approval (each, a "Unanimous Approval") of the owner or owners of each parcel or parcels at the time that parcel or those parcels are annexed, without additional hearings or elections.

f. As set forth below, the Board of Supervisors will hold a public hearing on the establishment of the Special Tax District and the Future Annexation Area, the Facilities, the Services, the incidental expenses and the Special Taxes.

2. The public hearing will be held on Tuesday, January 14, 2020, at 3:00 p.m. or as soon as possible thereafter, in the Board of Supervisors' Chamber, Second Floor, 1 Dr. Carlton B. Goodlett Place, San Francisco, California.

3. At the hearing, the testimony of all interested persons or taxpayers for or against the establishment of the Special Tax District, the extent of the Special Tax District or the furnishing of the specified Facilities, Services or incidental expenses may be made orally or in writing by any interested person. Any person interested may file a protest in writing as provided in Section 53323 of the Mello-Roos Act. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Special Tax District, or the owners of one-half or more of the area of land in the territory proposed to be included in the Special Tax District and not exempt from the Special Taxes, file written protests against the establishment of the Special Tax District and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall take no further action to create the Special Tax District or levy the Special Tax for period of one year from the date of decision of the Board of Supervisors, and, if the majority protests of the registered voters or landowners are only against the furnishing of a type or types of Facilities, Services or incidental expenses within the Special Tax District, or against levying a specified Special Tax, those types of Facilities, Services or incidental expenses or the specified Special Tax will be eliminated from the proceedings to form the Special Tax District.

In addition, at the hearing, the testimony of all interested persons for and against the establishment of the Future Annexation Area or the levying of Special Taxes within any portion of the Future Annexation Area annexed in the future to the Special Tax District may be made orally or in writing by any interested person. Any person interested may file a protest in writing as provided in Section 53339.5 of the Mello-Roos Act. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing within the proposed territory of the Special Tax District, or if 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Future Annexation Area, or the owners of 50% or more of the area of land in the territory proposed to be included in the Special Tax District or in the Future Annexation Area and not exempt from the Special Tax, file written protests against the establishment of the Future Annexation Area and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of

Supervisors shall take no further action to create the Future Annexation Area for a period of one year from the date of decision of the Board of Supervisors.

4. If there is no majority protest, the Board of Supervisors may submit the levy of the Special Taxes for voter approval at a special election. The Special Taxes require the approval of 2/3rds of the votes cast at a special election by the property owner voters of the Special Tax District, with each owner having one vote for each acre or portion thereof such owner owns in the Special Tax District that is not exempt from the Special Taxes.

Bonded Indebtedness and Other Debt

On November 19, 2019, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City"), State of California, adopted its "Resolution declaring the intention of the Board of Supervisors to incur bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 for the City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and determining other matters in connection therewith, as defined herein" (the "Resolution of Intention-Debt") for the "City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties)" (the "Special Tax District") under Chapter 43, Article X of the San Francisco Administrative Code (as it may be amended from time to time, "Code"), which Code incorporates by reference the Mello-Roos Community Facilities Act of 1982, as amended ("Mello-Roos Act"). The Resolution was signed by the Mayor of the City on November 27, 2019. Under the Code and the Resolution, the Board of Supervisors gives notice as follows:

1. Reference is hereby made to the entire text of the Resolution of Intention-Debt, a complete copy of which is on file with the Clerk of the Board of Supervisors in File No. 191079. The text of the Resolution of Intention-Debt is summarized as follows:
 - a. The Board of Supervisors has adopted its "Resolution declaring the intention of the Board of Supervisors to establish City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a Future Annexation Area; ordering and setting a time and place for a public hearing of the Board of Supervisors, sitting as a Committee of the Whole, on January 14, 2020; determining other matters in connection therewith, as defined herein; and making findings under the California Environmental Quality Act" (the "Resolution of Intention-Establish"), stating its intention to form the Special Tax District and a future annexation area for the Special Tax District for the purpose of financing, among other things, certain facilities (the "Facilities"), certain services and certain incidental expenses, as further provided in the Resolution of Intention-Establish. The Resolution of Intention-Establish is on file with the Clerk of the Board of Supervisors in File No. 191078.

b. The Board of Supervisors estimates the amount required to finance the costs of the Facilities to be not more than \$1,841,600,000 and, in order to finance such costs, it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in the amount of not more than \$1,841,600,000 (the "Limit").

c. The proposed bonded indebtedness and other debt is to finance the Facilities and incidental expenses, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of such purposes and of the financing thereof, as permitted by the Code.

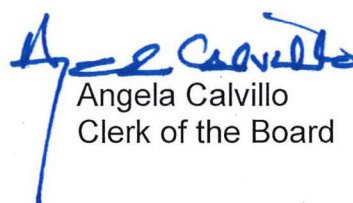
d. The Board of Supervisors intends to authorize the issuance and sale of bonds and other debt provided by the Code ("Bonds") in one or more series in the maximum aggregate principal amount of not to exceed the Limit, bearing interest payable semi-annually or in such other manner as the Board of Supervisors determines, 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 Bonds, and maturing not later than 40 years from the date of the issuance of the Bonds.

e. The Bonds may include an agreement by the Special Tax District (or the City on behalf of the Special Tax District) to repay the City for one or more advances of land proceeds and other sources of funding to pay the costs of the Facilities and incidental expenses ("Advances"), which repayment obligation ("Repayment Obligation") may be evidenced by a promissory note ratified or executed by the Special Tax District (or the City on behalf of the Special Tax District) in favor of the City, acting through the San Francisco Port Commission. Because the City expects to repay the Repayment Obligation with, among other sources, special taxes levied in the Special Tax District and proceeds of Bonds incurred by or on behalf of the Special Tax District, (i) the Repayment Obligation shall be included in the calculation of the Limit and (ii) any Bonds incurred by or on behalf of the Special Tax District to repay the Repayment Obligation (and the related costs of issuance and costs of funding a debt service reserve fund) shall not be included in the calculation of the Limit.

2. On Tuesday, January 14, 2020, at 3:00 p.m. or as soon as possible thereafter, in the Board of Supervisors' Chamber, 1 Dr. Carlton B. Goodlett Place, Second Floor, San Francisco, California, the Board of Supervisors will hold a public hearing on the necessity of incurring Bonds for the Special Tax District in an amount not to exceed the Limit (calculated in accordance with the Resolution of Intention-Establish).

3. At the public hearing, the testimony of all interested persons, including voters and/or persons owning property in the area of the proposed Special Tax District, for and against the proposed Bonds, will be heard. Interested persons may submit written protests or comment to the Clerk of the Board of Supervisors, City and County of San Francisco.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments to the City prior to the time the hearing begins. These comments will be made part of the official public record in this matter, and shall be brought to the attention of the members of the Committee. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102. Information relating to this matter can be found in the Legislative Research Center at sfgov.legistar.com/legislation. Meeting agenda information relating to this matter will be available for public review on Friday, January 10, 2020.



Angela Calvillo
Clerk of the Board

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JOCELYN WONG
CCSF BD OF SUPERVISORS (OFFICIAL NOTICES)
1 DR CARLTON B GOODLETT PL #244
SAN FRANCISCO, CA 94102

EXM# 3328470

**NOTICE OF PUBLIC HEARING
BOARD OF SUPERVISORS
OF THE CITY AND
COUNTY OF SAN FRANCISCO**

COPY OF NOTICE

NOTICE IS HEREBY GIVEN THAT the Board of Supervisors of the City and County of San Francisco will hold a public hearing to consider the following proposal and said public hearing will be held as follows, at which time all interested parties may attend and be heard:
Date: Tuesday, January 14, 2020
Time: 3:00 p.m.
Location: Legislative Chamber, City Hall, Room 250
Dr. Carlton B. Goodlett, Place, San Francisco, CA 94102

Future Annexation Area; ordering and setting a time and place for a public hearing of the Board of Supervisors, sitting as a Committee of the Whole, on January 14, 2020; determining other matters in connection therewith, as defined herein; and making findings under the California Environmental Quality Act (the "Resolution of Intention") to establish "City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties)" (the "Special Tax District") and a future annexation area (the "Future Annexation Area") for the Special Tax District under Chapter 43, Article X of the San Francisco Administrative Code as it may be amended from time to time, "Code", which Code incorporates by reference the Mello-Roos Community Facilities Act of 1982, as amended ("Mello-Roos Act"). The Resolution of Intention was signed by the Mayor of the City on November 27, 2019. Under the Code and the Resolution of Intention, the Board of Supervisors gives notice as follows:
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a. Under the Code, the Board of Supervisors is undertaking proceedings for the establishment of the Special Tax District and the Future Annexation Area, the boundaries of which are shown on a map on file with the City.
b. The purpose of the Special Tax District is to provide for the financing of certain facilities (the "Facilities"), services (the "Services") and incidental expenses (the "incidental expenses") as more fully described in the Resolution of Intention and Exhibit A thereto.
c. The method of financing the Facilities, Services and incidental expenses is through the imposition and levy special taxes (the "Special Taxes") to be apportioned on the properties in the Special Tax District.
d. The Resolution of Intention directed the preparation of a Special Tax

Notice Type: GPN GOVT PUBLIC NOTICE

Ad Description

JW - 191167 - Pier 70 Leased Properties CFD - Hearing Notice

To the right is a copy of the notice you sent to us for publication in the SAN FRANCISCO EXAMINER. Thank you for using our newspaper. Please read this notice carefully and call us with ny corrections. The Proof of Publication will be filed with the County Clerk, if required, and mailed to you after the last date below. Publication date(s) for this notice is (are):

01/05/2020

The charge(s) for this order is as follows. An invoice will be sent after the last date of publication. If you prepaid this order in full, you will not receive an invoice.

Publication	\$1900.12
Total	\$1900.12



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District Report that shows the Facilities and Services and the estimated costs of the Facilities and Services. The Special Tax District Report will be made a permanent part of the record of the public hearing specified below. Reference is made to the Special Tax District Report as filed with the Clerk of the Board of Supervisors in File No. 191168.

e. Property within the Future Annexation Area will be annexed to the Special Tax District, and the Special Taxes will be levied on such property, only with the unanimous approval (each, a "Unanimous Approval") of the owner or owners of each parcel or parcels at the time that parcel or those parcels are annexed, without additional hearings or elections.

f. As set forth below, the Board of Supervisors will hold a public hearing on the establishment of the Special Tax District and the Future Annexation Area, the Facilities, the Services, the incidental expenses and the Special Taxes.

2. The public hearing will be held on Tuesday, January 14, 2020, at 3:00 p.m. or as soon as possible thereafter, in the Board of Supervisors' Chamber, Second Floor, 1 Dr. Carlton B. Goodlett Place, San Francisco, California.

3. At the hearing, the testimony of all interested persons or taxpayers for or against the establishment of the Special Tax District, the extent of the Special Tax District or the furnishing of the specified Facilities, Services or incidental expenses may be made orally or in writing by any interested person. Any person interested may file a protest in writing as provided in Section 53323 of the Mello-Roos Act. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Special Tax District, or the owners of one-half or more of the area of land in the territory proposed to be included in the Special Tax District and not exempt from the Special Taxes, file written protests against the establishment of the Special Tax District and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall

take no further action to create the Special Tax District or levy the Special Tax for period of one year from the date of decision of the Board of Supervisors, and, if the majority protests of the registered voters or landowners are only against the furnishing of a type or types of Facilities, Services or incidental expenses within the Special Tax District, or against levying a specified Special Tax, those types of Facilities, Services or incidental expenses or the specified Special Tax will be eliminated from the proceedings to form the Special Tax District.

In addition, at the hearing, the testimony of all interested persons for and against the establishment of the Future Annexation Area or the levying of Special Taxes within any portion of the Future Annexation Area annexed in the future to the Special Tax District may be made orally or in writing by any interested person. Any person interested may file a protest in writing as provided in Section 53339.5 of the Mello-Roos Act. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing within the proposed territory of the Special Tax District, or if 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Future Annexation Area, or the owners of 50% or more of the area of land in the territory proposed to be included in the Special Tax District or in the Future Annexation Area and not exempt from the Special Tax, file written protests against the establishment of the Future Annexation Area and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall take no further action to create the Future Annexation Area for a period of one year from the date of decision of the Board of Supervisors.

4. If there is no majority protest, the Board of Supervisors may submit the levy of the Special Taxes for voter approval at a special election. The Special Taxes require the approval of 2/3rds of the votes cast at a special election by the property owner voters of the Special Tax District, with each owner having one vote

for each acre or portion thereof such owner owns in the Special Tax District that is not exempt from the Special Taxes.

Bonded Indebtedness and Other Debt On November 19, 2019, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City"), State of California, adopted its "Resolution declaring the intention of the Board of Supervisors to incur bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 for the City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and determining other matters in connection therewith, as defined herein" (the "Resolution of Intention-Debt") for the "City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties)" (the "Special Tax District") under Chapter 43, Article X of the San Francisco Administrative Code (as it may be amended from time to time, "Code"), which Code incorporates by reference the Mello-Roos Community Facilities Act of 1982, as amended ("Mello-Roos Act"). The Resolution was signed by the Mayor of the City on November 27, 2019. Under the Code and the Resolution, the Board of Supervisors gives notice as follows:

1. Reference is hereby made to the entire text of the Resolution of Intention-Debt, a complete copy of which is on file with the Clerk of the Board of Supervisors in File No. 191079. The text of the Resolution of Intention-Debt is summarized as follows:

a. The Board of Supervisors has adopted its "Resolution declaring the intention of the Board of Supervisors to establish City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a Future Annexation Area; ordering and setting a time and place for a public hearing of the Board of Supervisors, sitting as a Committee of the Whole, on January 14, 2020; determining other matters in connection therewith, as defined herein; and making findings under the California Environmental Quality Act" (the "Resolution of Intention-Establish"), stating its intention to form the Special Tax District and a future

annexation area for the Special Tax District for the purpose of financing, among other things, certain facilities (the "Facilities"), certain services and certain incidental expenses, as further provided in the Resolution of Intention-Establish. The Resolution of Intention-Establish is on file with the Clerk of the Board of Supervisors in File No. 191078.

b. The Board of Supervisors estimates the amount required to finance the costs of the Facilities to be not more than \$1,841,600,000 and, in order to finance such costs, it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in the amount of not more than \$1,841,600,000 (the "Limit").

c. The proposed bonded indebtedness and other debt is to finance the Facilities and incidental expenses, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of such purposes and of the financing thereof, as permitted by the Code.

d. The Board of Supervisors intends to authorize the issuance and sale of bonds and other debt provided by the Code ("Bonds") in one or more series in the maximum aggregate principal amount of not to exceed the Limit, bearing interest payable semi-annually or in such other manner as the Board of Supervisors determines, 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 Bonds, and maturing not later than 40 years from the date of the issuance of the Bonds.

e. The Bonds may include an agreement by the Special Tax District (or the City on behalf of the Special Tax District) to repay the City for one or more advances of land proceeds and other sources of funding to pay the costs of the Facilities and incidental expenses ("Advances"), which repayment obligation ("Repayment Obligation") may be evidenced by a promissory note ratified or executed by the Special Tax District (or the City on behalf of the Special Tax District) in favor of the City, acting through the San Francisco Port Commission. Because the City expects to repay the Repayment Obligation with, among other sources,

special taxes levied in the Special Tax District and proceeds of Bonds incurred by or on behalf of the Special Tax District, (i) the Repayment Obligation shall be included in the calculation of the Limit and (ii) any Bonds incurred by or on behalf of the Special Tax District to repay the Repayment Obligation (and the related costs of issuance and costs of funding a debt service reserve fund) shall not be included in the calculation of the Limit.

2. On Tuesday, January 14, 2020, at 3:00 p.m. or as soon as possible thereafter, in the Board of Supervisors' Chamber, 1 Dr. Carlton B. Goodlett Place, Second Floor, San Francisco, California, the Board of Supervisors will hold a public hearing on the necessity of incurring Bonds for the Special Tax District in an amount not to exceed the Limit (calculated in accordance with the Resolution of Intention-Establish).

3. At the public hearing, the testimony of all interested persons, including voters and/or persons owning property in the area of the proposed Special Tax District, for and against the proposed Bonds, will be heard. Interested persons may submit written protests or comment to the Clerk of the Board of Supervisors, City and County of San Francisco.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments to the City prior to the time the hearing begins. These comments will be made part of the official public record in this matter, and shall be brought to the attention of the members of the Committee. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102. Information relating to this matter can be found in the Legislative Research Center at

sfgov.legistar.com/legislation. Meeting agenda information relating to this matter will be available for public review on Friday, January 10, 2020. Angela Calvillo Clerk of the Board

835 MARKET ST, SAN FRANCISCO, CA 94103
Telephone (415) 314-1835 / Fax (510) 743-4178

JOCELYN WONG
CCSF BD OF SUPERVISORS (OFFICIAL NOTICES)
1 DR CARLTON B GOODLETT PL #244
SAN FRANCISCO, CA - 94102

EXM#: 3328470

PROOF OF PUBLICATION

(2015.5 C.C.P.)

State of California)
County of SAN FRANCISCO) ss

Notice Type: GPN - GOVT PUBLIC NOTICE

Ad Description:

JW - 191167 - Pier 70 Leased Properties CFD - Hearing

I am a citizen of the United States and a resident of the State of California; I am over the age of eighteen years, and not a party to or interested in the above entitled matter. I am the principal clerk of the printer and publisher of the SAN FRANCISCO EXAMINER, a newspaper published in the English language in the city of SAN FRANCISCO, county of SAN FRANCISCO, and adjudged a newspaper of general circulation as defined by the laws of the State of California by the Superior Court of the County of SAN FRANCISCO, State of California, under date 10/18/1951, Case No. 410667. That the notice, of which the annexed is a printed copy, has been published in each regular and entire issue of said newspaper and not in any supplement thereof on the following dates, to-wit:

01/05/2020

Executed on: 01/06/2020
At Los Angeles, California

I certify (or declare) under penalty of perjury that the foregoing is true and correct.



Signature



* A 0 0 0 0 0 5 3 4 5 2 8 3 *

Email

NOTICE OF PUBLIC HEARING
BOARD OF SUPERVISORS
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Subject: File No. 191167. Hearing of the Board of Supervisors sitting as a Committee of the Whole on January 14, 2020, at 3:00 p.m., to hold a public hearing to consider the following legislation to form Special Tax District No. 2019-2 (Pier 70 Leased Properties): a Resolution proposing the formation of the Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a future annexation area (File No. 191168); a Resolution determining necessity to incur bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 (File No. 191169); a Resolution calling a special election for the Special Tax District No. 2019-2 (File No. 191255); a Resolution declaring the results of the special election (File No. 191170); a Resolution authorizing and ratifying issuance of bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 (File No. 191171); and an Ordinance levying Special Taxes for the Special Tax District No. 2019-2 (File No. 191172); scheduled pursuant to the Resolution No. 502-19, approved on November 27, 2019. On November 19, 2019, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City"), State of California, adopted its "Resolution declaring the intention of the Board of Supervisors to establish City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a

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e. Property within the Future Annexation Area will be annexed to the Special Tax District, and the Special Taxes will be levied on such property, only with the unanimous approval (each, a "Unanimous Approval") of the owner or owners of each parcel or parcels at the time that parcel or those parcels are annexed, without additional hearings or elections.

f. As set forth below, the Board of Supervisors will hold a public hearing on the establishment of the Special Tax District and the Future Annexation Area, the Facilities, the Services, the incidental expenses and the Special Taxes.

2. The public hearing will be held on Tuesday, January 14, 2020, at 3:00 p.m. or as soon as possible thereafter, in the Board of Supervisors' Chamber, Second Floor, 1 Dr. Carlton B. Goodlett Place, San Francisco, California.

3. At the hearing, the testimony of all interested persons or taxpayers for or against the establishment of the Special Tax District, the extent of the Special Tax District or the furnishing of the specified Facilities, Services or incidental expenses may be made orally or in writing by any interested person. Any person interested may file a protest in writing as provided in Section 53323 of the Mello-Roos Act. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Special Tax District, or the owners of one-half or more of the area of land in the territory proposed to be included in the Special Tax District and not exempt from the Special Taxes, file written protests against the establishment of the Special Tax District and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall

take no further action to create the Special Tax District or levy the Special Tax for period of one year from the date of decision of the Board of Supervisors, and, if the majority protests of the registered voters or landowners are only against the furnishing of a type or types of Facilities, Services or incidental expenses within the Special Tax District, or against levying a specified Special Tax, those types of Facilities, Services or incidental expenses or the specified Special Tax will be eliminated from the proceedings to form the Special Tax District.

In addition, at the hearing, the testimony of all interested persons for and against the establishment of the Future Annexation Area or the levying of Special Taxes within any portion of the Future Annexation Area annexed in the future to the Special Tax District may be made orally or in writing by any interested person. Any person interested may file a protest in writing as provided in Section 53339.5 of the Mello-Roos Act. If 50% or more of the registered voters, or 6 registered voters, whichever is more, residing within the proposed territory of the Special Tax District, or if 50% or more of the registered voters, or 6 registered voters, whichever is more, residing in the territory proposed to be included in the Future Annexation Area, or the owners of 50% or more of the area of land in the territory proposed to be included in the Special Tax District or in the Future Annexation Area and not exempt from the Special Tax, file written protests against the establishment of the Future Annexation Area and the protests are not withdrawn to reduce the value of the protests to less than a majority, the Board of Supervisors shall take no further action to create the Future Annexation Area for a period of one year from the date of decision of the Board of Supervisors.

4. If there is no majority protest, the Board of Supervisors may submit the levy of the Special Taxes for voter approval at a special election. The Special Taxes require the approval of 2/3rds of the votes cast at a special election by the property owner voters of the Special Tax District, with each owner having one vote

for each acre or portion thereof such owner owns in the Special Tax District that is not exempt from the Special Taxes.

Bonded Indebtedness and Other Debt On November 19, 2019, the Board of Supervisors (the "Board of Supervisors") of the City and County of San Francisco (the "City"), State of California, adopted its "Resolution declaring the intention of the Board of Supervisors to incur bonded indebtedness and other debt in an aggregate principal amount not to exceed \$1,841,600,000 for the City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and determining other matters in connection therewith, as defined herein" (the "Resolution of Intention-Debt") for the "City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties)" (the "Special Tax District") under Chapter 43, Article X of the San Francisco Administrative Code (as it may be amended from time to time, "Code"), which Code incorporates by reference the Mello-Roos Community Facilities Act of 1982, as amended ("Mello-Roos Act"). The Resolution was signed by the Mayor of the City on November 27, 2019. Under the Code and the Resolution, the Board of Supervisors gives notice as follows:

1. Reference is hereby made to the entire text of the Resolution of Intention-Debt, a complete copy of which is on file with the Clerk of the Board of Supervisors in File No. 191079. The text of the Resolution of Intention-Debt is summarized as follows:

a. The Board of Supervisors has adopted its "Resolution declaring the intention of the Board of Supervisors to establish City and County of San Francisco Special Tax District No. 2019-2 (Pier 70 Leased Properties) and a Future Annexation Area; ordering and setting a time and place for a public hearing of the Board of Supervisors, sitting as a Committee of the Whole, on January 14, 2020; determining other matters in connection therewith, as defined herein; and making findings under the California Environmental Quality Act" (the "Resolution of Intention-Establish"), stating its intention to form the Special Tax District and a future

annexation area for the Special Tax District for the purpose of financing, among other things, certain facilities (the "Facilities"), certain services and certain incidental expenses, as further provided in the Resolution of Intention-Establish. The Resolution of Intention-Establish is on file with the Clerk of the Board of Supervisors in File No. 191078.

b. The Board of Supervisors estimates the amount required to finance the costs of the Facilities to be not more than \$1,841,600,000 and, in order to finance such costs, it is necessary to incur bonded indebtedness and other debt (as defined in the Act) in the amount of not more than \$1,841,600,000 (the "Limit").

c. The proposed bonded indebtedness and other debt is to finance the Facilities and incidental expenses, including acquisition and improvement costs and all costs incidental to or connected with the accomplishment of such purposes and of the financing thereof, as permitted by the Code.

d. The Board of Supervisors intends to authorize the issuance and sale of bonds and other debt provided by the Code ("Bonds") in one or more series in the maximum aggregate principal amount of not to exceed the Limit, bearing interest payable semi-annually or in such other manner as the Board of Supervisors determines, 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 Bonds, and maturing not later than 40 years from the date of the issuance of the Bonds.

e. The Bonds may include an agreement by the Special Tax District (or the City on behalf of the Special Tax District) to repay the City for one or more advances of land proceeds and other sources of funding to pay the costs of the Facilities and incidental expenses ("Advances"), which repayment obligation ("Repayment Obligation") may be evidenced by a promissory note ratified or executed by the Special Tax District (or the City on behalf of the Special Tax District) in favor of the City, acting through the San Francisco Port Commission. Because the City expects to repay the Repayment Obligation with, among other sources,

special taxes levied in the Special Tax District and proceeds of Bonds incurred by or on behalf of the Special Tax District, (i) the Repayment Obligation shall be included in the calculation of the Limit and (ii) any Bonds incurred by or on behalf of the Special Tax District to repay the Repayment Obligation (and the related costs of issuance and costs of funding a debt service reserve fund) shall not be included in the calculation of the Limit.

2. On Tuesday, January 14, 2020, at 3:00 p.m. or as soon as possible thereafter, in the Board of Supervisors' Chamber, 1 Dr. Carlton B. Goodlett Place, Second Floor, San Francisco, California, the Board of Supervisors will hold a public hearing on the necessity of incurring Bonds for the Special Tax District in an amount not to exceed the Limit (calculated in accordance with the Resolution of Intention-Establish).

3. At the public hearing, the testimony of all interested persons, including voters and/or persons owning property in the area of the proposed Special Tax District, for and against the proposed Bonds, will be heard. Interested persons may submit written protests or comment to the Clerk of the Board of Supervisors, City and County of San Francisco.

In accordance with Administrative Code, Section 67.7-1, persons who are unable to attend the hearing on this matter may submit written comments to the City prior to the time the hearing begins. These comments will be made part of the official public record in this matter, and shall be brought to the attention of the members of the Committee. Written comments should be addressed to Angela Calvillo, Clerk of the Board, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102. Information relating to this matter can be found in the Legislative Research Center at

sfgov.legistar.com/legislation. Meeting agenda information relating to this matter will be available for public review on Friday, January 10, 2020. Angela Calvillo Clerk of the Board