File No.	200842	Committee Item No.	9	
_		Board Item No.	18	

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee:	Budget & Appropriations Committee	<u>ee</u> D	ate <i>/</i>	August 19, 2020
Board of Su	pervisors Meeting	D	ate <u>Se</u> p	otember 29, 2020
Cmte Boar	rd Motion Resolution Ordinance Legislative Digest Budget and Legislative Analyst	Report		
	Youth Commission Report Introduction Form Department/Agency Cover Letter MOU Grant Information Form Grant Budget Subcontract Budget Contract/Agreement Form 126 – Ethics Commission Award Letter Application Public Correspondence	er and/o	r Report	
OTHER	(Use back side if additional space	ce is ne	eded)	
H				
H				
H				
Completed	by: Linda Wong	Date	Augus	t 14, 2020
•				per 8, 2020

1	[Deappropriation - Series 2010A Refunding Certificates of Participation - \$4,636,200; Appropriation - Including Deappropriated Funds \$102,136,200 and Certificates of Participation
2	Refunding Proceeds \$97,500,000 - FY2020-2021]
3	
4	Ordinance deappropriating \$4,636,200 of Series 2010A Refunding Certificates of
5	Participation prior reserve funds and appropriating \$102,136,200 of Refunding
6	Certificates of Participation Series 2020-R1 including deappropriated funds and
7	\$97,500,000 of one or more series of Refunding Certificates of Participation proceeds
8	for FY2020-2021.
9	
10	
11	Note: Additions are <u>single-underline italics Times New Roman</u> ;
12	deletions are <i>strikethrough italics Times New Roman.</i> Board amendment additions are <u>double underlined</u> .
13	Board amendment deletions are strikethrough normal.
14	
15	Be it ordained by the People of the City and County of San Francisco:
16	
17	Section 1. The sources of funding outlined below are herein appropriated to reflect the
18	funding available in Fiscal Year 2020-2021.
19	
20	
21	
22	
23	
24	
25	

SOURCES Appropriation

Mayor Breed

BOARD OF SUPERVISORS

Fund /	Project & Activity/	Account	Description	Amount
Department ID	Authority			
17461 / 230018	10026734 – 0001 /	480121	Proceeds from	\$97,500,000
DSCOP REFUNDING	10000	Proceeds from	Refunding of	
S2020-R1 / GEN	GE General City	Refunding of Bonds	Certificates of	
General City - Unalloc	Services / Operating		Participation	
Total Sources Approp	oriation			\$ 97,500,000

Section 2. The uses of funding outlined below are herein deappropriated to reflect the funding available in Fiscal Year 2020-2021.

USES De-Appropriation

Fund /	Project & Activity/	Account	Description	Amount
Department ID	Authority			
17460 / 230018	10026734 – 0001 /	570000	Prior Debt Service	\$4,636,200
DSCOP REFUNDING	10000		Reserve	
S2010A / GEN	GE General City			
General City -	Services / Operating			
Unallocated			_	
Total Uses De-approp	oriation		_	\$4,636,200
			_	
Grand Total Sources	\$102,136,200			

Page 2

Section 3. The uses of funding outlined below are herein appropriated in FY 2020-2021 and reflect the projected uses of funding for the Refunding Certificates of Participation.

3

1

2

USES Appropriation

5

4

6	Fund /	Project & Activity/	Account	Description	Amount
7	Department ID	Authority			
8	17461 / 230018	10026734 – 0001 /	508010	Refund of	\$93,057,700
9	DSCOP REFUNDING	10000	Pmt to Refund Bond	Certificates of	
10	S2020-R1 / GEN	GE General City	Escrow Agnt	Participation Series	
11	General City –	Services / Operating		2010A	
12	Unallocated				
13					
14					
15	17461 / 230018	10026734 – 0001 /	570000	Debt Service	\$4,750,000
16	DSCOP REFUNDING	10000		Reserve	
17	S2020-R1 / GEN	GE General City			
18	General City –	Services / Operating			
19	Unallocated				
20					
21	17461 / 230018	10026734 – 0001 /	573110	Costs of Issuance	\$1,234,750
22	DSCOP REFUNDING	10000	Bond Issuance Cost		
23	S2020-R1 / GEN	GE General City	- Unamortized		
24	General City –	Services / Operating			
25	Unallocated				
	Mayor Breed				Page 3

1	Fund /	Project & Activity/	Account	Description	Amount
2	Department ID	Authority			
3	17461 / 230018	10026734 – 0001 /	573110	Underwriter's	\$593,750
4	DSCOP REFUNDING	10000	Bond Issuance Cost	Discount	
5	S2020-R1 / GEN	GE General City	- Unamortized		
6	General City –	Services / Operating			
7	Unallocated	, ,			
8					
9	17461 / 230018	10026734 – 0001 /	573110	Reserve for Market	\$2,500,000
10	DSCOP REFUNDING	10000	Bond Issuance Cost	Uncertainty	+ =,000,000
11	S2020-R1 / GEN	GE General City	- Unamortized	Cricortainty	
12	General City -	Services / Operating	Onamorazoa		
13	Unallocated	Gervices / Operating			
14	Onallocated				
15					
16					
17	Total Uses Appropria	tion		-	\$ 102,136,200
18	· · · · · · · · · · · · · · · · · · ·	-		=	,,,
19					
20					

1	Section 4. The	e Controller is authorized to re	ecord tra	ansfers between funds and adjust
2	the accounting treatm	nent of sources and uses appro	priated	in this ordinance as necessary to
3	conform with General	lly Accepted Accounting Princip	les and	other laws.
4				
5	Section 5. To	the extent that debt service	is requ	uired in Fiscal Year 2020-21 on
6	previously issued cer	rtificates of participation prior t	to the r	efunding herein, the Controller is
7	authorized to transfer	funds as needed to maintain ex	xisting o	debt service.
8				
9	Section 6. The	e uses of funding outlined above	e for \$1	02,136,200 are herein placed on
10	Controller's Reserve	pending sale of the Refunding (Certifica	tes of Participation in one or more
1	series.			
12				
13				
14				
15	APPROVED AS TO F DENNIS J. HERRERA			OS AVAILABLE ROSENFIELD, Controller
16	DEMMO 0. FIERRER	ri, ony rinomby	DEIT	COOLINI ILLE, CONTROLO
17				
18				
19	By: <u>/s/</u> JON GIVNER		Ву:	/s/ BEN ROSENFIELD
20	Deputy City Att	torney		Controller
21				
22				
23				
24				

25

Items 8 & 9	Department:
Files 20-0841 and 20-0842	Controller's Office of Public Finance

EXECUTIVE SUMMARY

Legislative Objectives

- **File 20-0841** authorizes the issuance of up to \$97.5 million Refunding Certificates of Participation (COPs) and approves documents and actions associated with the transaction.
- File 20-0842 de-appropriates \$4,636,200 of Series 2010A Refunding COPs, and (b) appropriates \$102,136,200 Series 2020-R1 Refunding COPs.

Key Points

- COPs are structured as a lease-lease back agreement, in which the City leases City-owned property to a Trustee and then pays to lease back the property. The City maintains a master lease-back agreement to fund existing COPS that includes the property of Laguna Honda hospital; the proposed legislation would add County Jail 5 to that master lease-back agreement.
- The proposed ordinance provides for the issuance of up to \$97.5 million Refunding COPs to refinance outstanding Refunding COPs issued in 2010. The COPs would be issued with a 14-year term and with an estimated interest rate of 2.6 percent.
- The parameters set by the proposed ordinance for the issuance of the COPs include (a) net debt service savings of not less than 3 percent and (b) a maximum annual debt service ("base rental payment") of \$8,700,000.

Fiscal Impact

• Estimated annual debt service on 2021 Refunding COPs is \$8.28 million, which is approximately \$1 million less than debt service on the 2010 COPs of \$9.275. According to the Controller's Office of Public Finance, the estimated debt service savings over the 14-year term would be approximately \$13.8 million, which is greater than the required 3 percent savings threshold (amounting to \$2.7 million) required by authorizing ordinance.

Recommendation

Approve the proposed ordinances.

MANDATE STATEMENT

City Administrative Code Section 10.62(b) states that the Board of Supervisors may authorize the issuance of Certificates of Participation (COPs) and other lease financing debt to fund capital projects provided the annual debt service cost of such outstanding general fund appropriation debt does not exceed 3.25 percent of discretionary revenue as determined by the Controller and Director of Public Finance.

City Administrative Code Section 43.8.4 provides for the Board of Supervisors to authorize debt to refinance bonds, revenue bonds or lease obligations and allows the Board of Supervisors to establish a minimum savings to be generated by the refunding debt and to provide the final terms, amounts, maturities, interest rates and other provisions.

City Charter Section 9.118(b) states that any contract entered into by a department, board or commission that (1) has a term of more than ten years, (2) requires expenditures of \$10 million or more, or (3) requires a modification of more than \$500,000 is subject to Board of Supervisors approval.

Charter Section 9.105 states that the Board of Supervisors shall approve by ordinance all amendments to the Annual Appropriation Ordinance after the Controller certifies the availability of funds.

DETAILS OF PROPOSED LEGISLATION

File 20-0841 is an ordinance that would:

- Authorize the execution and delivery of refunding Certificates of Participation (COPs) representing an aggregate principal amount not to exceed \$97,500,000 to refinance certain capital improvement projects;
- Approve the Fourth Supplement to Trust Agreement between the City and County of San Francisco (City) and the U.S. Bank National Association, as trustee (Trustee) (including certain indemnities contained therein);
- Approve the respective forms of a Fourth Supplement to the Property Lease and Project Lease, each between the City and the Trustee for the lease and lease back of 375 Laguna Honda Boulevard in San Francisco and of 1 Moreland Drive in San Bruno (or other property as determined by the Director of Public Finance);
- Approve the form the Escrow Agreement between the City and U.S. National Bank Association, as escrow agent ("Escrow Agent") (including certain indemnities contained therein);
- Approve the form of an Official Notice of Sale and a Notice of Intention to sell the COPs;
- Approve the form of an official statement in preliminary and final form;

- Approve the form of a purchase contract between the City and one or more initial purchases of the COPs; and
- Approve the form of a Continuing Disclosure Certificate.
- Allow the COPs to be sold on a competitive or negotiated sale

The proposed ordinance would also (1) grant general authority to the Mayor, the Treasurer, the City Attorney, the Controller, the City Administrator, the Director of Public Finance and other City officials to take necessary actions in connection with the authorization, sale, execution and delivery of the COPs, and approve modifications to documents; and (2) ratify previous actions.

The parameters set by the proposed ordinance for the issuance of the COPs include (a) net debt service savings of not less than 3 percent and (b) a maximum debt service ("base rental payment") of \$8,700,000.

Refunding Certificates of Participation

COPs are structured as a lease-lease back, in which the City leases the City-owned property to the Trustee and leases back the property. The proposed ordinance provides for the issuance of up to \$97,500,000 to refund outstanding COPs issued in 2010. The City would enter into the Fourth Supplement to existing Property and Project Leases and Trust Agreement with U.S. Bank National Association, in which the City-owned Laguna Honda Hospital campus at 375 Laguna Honda Boulevard and the San Bruno Jail Complex at 1 Moreland Drive in San Bruno would serve as the leased property to secure the Refunding COPs under the proposed ordinance, as discussed below.

Fourth Supplement to Property and Project Leases, and Trust Agreement

The City and U.S. Bank National Association entered into the original Property and Project Leases for 375 Laguna Honda Boulevard and the original Trust Agreement in 2009 for the issuance of COPs. The City entered three prior supplements to these agreements in 2009 and 2012 for the issuance of COPs to finance multiple capital improvement projects, and in 2019 to refund the previously issued 2009 COPs. Under the proposed ordinance, the City will enter into the Fourth Supplement for the respective lease and trust agreements, using the same lease-lease back structure as the City's existing Series 2009A COPs, Series 2009B COPs, Series 2012A COPs, and Series 2019-R1 Refunding COPs.

Series 2010A COPs

The City entered into Property and Project Leases and a Trust Agreement with U.S. Bank National Association in 2010 to issue Refunding COPs (Series 2010A), in which the San Bruno Jail Complex at 1 Moreland Drive served as the leased property to secure the COPs. The Series 2010A COPs refunded the previously issued COPs:

- COPs, Series 1997 (2789 25th Street)
- COPs, Series 1999 (555 7th Street Property)
- COPs, Series 2000 (San Bruno Jail Replacement Project)
- Refunding COPs, Series 2001-1 (SF Courthouse and 25 Van Ness Avenue Project)

According to the Controller's Office of Public Finance, the Series 2010A COPs have an outstanding balance of \$90.5 million, with annual interest rate of approximately 5.0 percent and maturity date of 2033. Annual debt service is \$9.275 million.

File 20-0842 is an ordinance (a) de-appropriating \$4,636,200 of Series 2010A Refunding COPs, and (b) appropriating \$102,136,200 Series 2020-R1 Refunding COPs. Table 1 below summarizes the intended uses of the proposed Refunding COPs and change in appropriations for the monies set-aside for the 2010 Refunding COPs debt service reserve so that they may be used for debt service reserve for the proposed 2021 Refunding COPs.

Table 1: Refunding COPs Appropriation

Sources De-appropriation Series 2010A Refunding COPs \$4,636,200 Appropriation - Series 2020-R1 Refunding COPs 97,500,000 Total Sources \$102,136,200 Uses Refund Series 2010A Refunding COPs \$93,057,700 Debt Service Reserve 4,750,000 Costs of Issuance 1,234,750

Underwriter's Discount593,750Reserve for Market Uncertainty2,500,000Total Uses\$102,136,200

Source: File 20-0842

Note: Cost of Issuance refers to legal fees, municipal advisory fees, trustee fees, rating agency fees, printing costs, and other issuance costs.

The Office of Public Finance anticipates issuing \$97,500,000 in 2021 Refunding COPs; the total authorized amount of \$102,136,200 includes a re-appropriation of the 2010 debt service reserve and \$2,500,000 as a reserve for market uncertainty (such as an increase in interest rates). All funds would be placed on Controller's Reserve pending receipt of COPs proceeds.

FISCAL IMPACT

According to the Controller's Office of Public Finance, the City would issue the Series 2020 R-1 Refunding COPs in approximately November 2020. The COPs would be issued with a 14-year term and with an estimated interest rate of 2.6 percent¹. Estimated annual debt service on COPs proceeds of \$94.325 million² is \$8.28 million, which is approximately \$1 million less than debt service on the Series 2010A COPs of \$9.275. The authorizing ordinance for refunding of debt requires at least three percent savings of the par value of the debt to be refunded, which for the outstanding Series 2010A COPs would be \$2.7 million. According to the Controller's Office of Public Finance, the estimated debt service savings over the 14-year term would be approximately

¹ The estimated 2.6 percent interest rate represents the "all-in true interest cost" which incorporates total loan costs, including issuance, underwriters discount, and other costs.

² Estimated COPs proceeds include \$93.1 million to refund outstanding COPs and \$1.2 million in issuance costs.

\$13.8 million, which is higher than the minimum three percent debt service savings required by the proposed legislation. Finally, the proposed decrease in debt service complies with City policy to limit annual debt service to less than 3.25 percent of General Fund expenditures.

RECOMMENDATION

Approve the proposed ordinances.

Office of the Mayor SAN FRANCISCO



LONDON N. BREED MAYOR

TO: Angela Calvillo, Clerk of the Board of Supervisors

FROM: Sophia Kittler

RE: Deappropriation - \$4,636,200 in Series 2010A Refunding; Appropriation -

\$102,136,200 including Deappropriated Funds and \$97,500,000 in

Certificates of Participation Refunding Proceeds - FY2020-21

DATE: July 31, 2020

Ordinance deappropriating \$4,636,200 of Series 2010A Refunding Certificates of Participation prior reserve funds and appropriating \$102,136,200 of Refunding Certificates of Participation Series 2020-R1 including deappropriated funds and \$97,500,000 of one or more series of Refunding Certificates of Participation proceeds.

Should you have any questions, please contact Sophia Kittler at 415-554-6153.

Office of the Mayor San Francisco



LONDON N. BREED Mayor

To: Angela Calvillo, Clerk of the Board of Supervisors From: Ashley Groffenberger, Acting Mayor's Budget Director

Date: July 31, 2020

Re: Mayor's FY 2020-21 and FY 2021-22 Budget Submission

Madam Clerk,

In accordance with the Seventh Supplement to the Mayoral Proclamation Declaring the Existence of a Local Emergency dated February 25, 2020, the Mayor's Office hereby submits the Mayor's proposed budget by August 1, corresponding legislation, and related materials for Fiscal Year 2020-21 and Fiscal Year 2021-22.

In addition to the Mayor's Proposed FY 2020-21 and FY 2021-22 Budget Book, the following items are included in the Mayor's submission:

- The Annual Appropriation Ordinance and Annual Salary Ordinance, along with Administrative Provisions, physical copies of which will be delivered by the Controller's Office
- The proposed budget for the Office of Community Investment and Infrastructure for FY 2020-21
- 21 separate pieces of trailing legislation (see list attached)
- A Transfer of Function letter detailing the transfer of positions from one City department to another
- A letter addressing funding levels for nonprofit corporations or public entities for the coming two fiscal years

Please note the following:

- There are no Interim Exceptions proposed.
- Technical adjustments to the budget are being prepared, but are not submitted with this set of materials.

If you have any questions, please contact my office.

Sincerely,

Ashley Groffenberger Acting Mayor's Budget Director

cc: Members of the Board of Supervisors Budget and Legislative Analyst Controller

Department	Item	Relevance to Budget	Туре
НОМ	Homelessness and Supportive Housing Fund Expenditure Plan for 2020-21 and 2021-22	Expenditure plan included in budget.	Resolution
CON	Neighborhood Beautification Fund	Neighborhood Beautification Fund contribution levels assumed in budget.	Ordinance
CON	Access Line Tax CPI increase	Sets Access Line Tax. Revenues assumed in budget.	Resolution
CON	Prop J Certification - previously approved	Costs related to Prop J services assumed in budget.	Resolution
CON	Prop J Certification - new	Costs related to Prop J services assumed in budget.	Resolution
PUC	Hetch Hetchy Capital Budget	Appropriates funds to support PUC Hetch Hetchy capital budget expenditures.	Ordinance
PUC	CleanPowerSF Capital Budget	Appropriates funds to support PUC CleanPowerSF capital budget expenditures.	Ordinance
PUC	Wastewater Capital Budget	Appropriates funds to support PUC Wastewater Enterprise capital budget expenditures.	Ordinance
PUC	Water Capital Budget	Appropriates funds to support PUC Water Enterprise capital budget expenditures.	Ordinance
PUC	Power Debt Authorization	Authorizes debt issuance for Hetch Hetchy and CleanPowerSF capital projects.	Ordinance
PUC	Wastewater Debt Authorization	Authorizes debt issuance for Wastewater Enterprise capital projects.	Ordinance
PUC	Water Debt Authorization	Authorizes debt issuance for Water Enterprise capital projects.	Ordinance
LIB	In-Kind Grant of Friends of San Francisco Public Library	Grant assumed in budget.	Resolution
ADM	Medical Examiner Fees	Fee revenue assumed in budget.	Ordinance
ADM	Permit Center Fees	Fee revenue assumed in budget.	Ordinance
ADM	COP Refunding Authorization	Debt savings assumed in budget.	Ordinance
ADM	COP Refunding Appropriation	Appropriates and de-appropriates COP savings.	Ordinance
ADM	County Clerk Fee	Fee revenue assumed in budget.	Resolution
DPH	DPH Patient Rates	Fee revenue assumed in budget.	Ordinance
MOHCD	ESG Cares 2	Grant assumed in budget.	Resolution
CON	BSIF Reserve Use	Use of reserve assumed in budget.	Resolution

 From:
 Wong, Linda (BOS)

 To:
 BOS Legislation, (BOS)

 Cc:
 Somera, Alisa (BOS)

Subject: FW: Mayor"s FY 2020-21 and FY 2021-22 Budget Submission

Date: Friday, July 31, 2020 2:38:42 PM

Attachments: Budget Legislation FY 21+22 Submission.zip

From: Groffenberger, Ashley (MYR) <ashley.groffenberger@sfgov.org>

Sent: Friday, July 31, 2020 1:23 PM

To: Yee, Norman (BOS) <norman.yee@sfgov.org>; Fewer, Sandra (BOS) <sandra.fewer@sfgov.org>; Ronen, Hillary https://killary.ronen@sfgov.org; Walton, Shamann (BOS) https://killary.ronen.gov.org; Walton, Shamann (BOS) https://killary.ron Mandelman, Rafael (BOS) <rafael.mandelman@sfgov.org>; Haney, Matt (BOS) <matt.haney@sfgov.org>; Peskin, Aaron (BOS) <aaron.peskin@sfgov.org>; Stefani, Catherine (BOS) <catherine.stefani@sfgov.org>; Safai, Ahsha (BOS) <ahsha.safai@sfgov.org>; Mar, Gordon (BOS) <gordon.mar@sfgov.org>; Preston, Dean (BOS) <dean.preston@sfgov.org>; Kittler, Sophia (MYR) <sophia.kittler@sfgov.org>; Rosenfield, Ben (CON) <ben.rosenfield@sfgov.org>; Allersma, Michelle (CON) <michelle.allersma@sfgov.org>; Low, Jen (BOS) <jen.low@sfgov.org>; Hsieh, Frances (BOS) <frances.hsieh@sfgov.org>; Boilard, Chelsea (BOS) <chelsea.boilard@sfgov.org>; Beinart, Amy (BOS) <amy.beinart@sfgov.org>; Temprano, Tom (BOS) <tom.temprano@sfgov.org>; Gallardo, Tracy (BOS) <tracy.gallardo@sfgov.org>; Campbell, Severin (BUD) <severin.campbell@sfgov.org>; Goncher, Dan (BUD) <dan.goncher@sfgov.org>; Sandler, Risa (CON) <risa.sandler@sfgov.org>; Mahogany, Honey (BOS) <honey.mahogany@sfgov.org>; Angulo, Sunny (BOS) <sunny.angulo@sfgov.org>; Mullan, Andrew (BOS) <andrew.mullan@sfgov.org>; Chinchilla, Monica (BOS) <monica.chinchilla@sfgov.org>; Quan, Daisy (BOS) <daisy.quan@sfgov.org>; Snyder, Jen (BOS) <jen.snyder@sfgov.org>; Wong, Linda (BOS) <linda.wong@sfgov.org>; Calvillo, Angela (BOS) <angela.calvillo@sfgov.org>; Peacock, Rebecca (MYR) <rebecca.peacock@sfgov.org> **Subject:** Mayor's FY 2020-21 and FY 2021-22 Budget Submission

President Yee, Chair Fewer, Madam Clerk, & Members of the Board of Supervisors

In accordance with the Seventh Supplement to the Mayoral Proclamation Declaring the Existence of a Local Emergency dated February 25, 2020, the Mayor's Office hereby submits the Mayor's proposed budget by August 1, corresponding legislation, and related materials for Fiscal Year 2020-21 and Fiscal Year 2021-22.

In addition to the Mayor's Proposed FY 2020-21 and FY 2021-22 Budget Book, the following items are included in the Mayor's submission:

- The Annual Appropriation Ordinance and Annual Salary Ordinance, along with Administrative Provisions, physical copies of which will be delivered by the Controller's Office
- The proposed budget for the Office of Community Investment and Infrastructure for FY 2020-21
- 20 separate pieces of trailing legislation

A Transfer of Function letter detailing the transfer of positions from one City department to another

• A letter addressing funding levels for nonprofit corporations or public entities for the coming two fiscal years

Please note the following:

- There are no Interim Exceptions proposed.
- Technical adjustments to the budget are being prepared, but are not submitted with this set of materials.

If you have any questions, please contact my office.

Sincerely, Ashley Groffenberger

Ashley Groffenberger | Acting Budget Director Office of Mayor London N. Breed City & County of San Francisco | 415.554.6511