

1 [Resolution Modifying the Proposed Infrastructure Financing Plan for the Proposed San
2 Francisco Enhanced Infrastructure Financing District No. 1 (Power Station)]

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Resolution to adopt modifications to the proposed Infrastructure Financing Plan for the proposed San Francisco Enhanced Infrastructure Financing District No. 1 (Power Station) and the project areas therein, and determining other matters in connection therewith.

WHEREAS, California Barrel Company LLC, a Delaware limited liability company ("Developer"), and its affiliates own approximately 21.0 acres of developed and undeveloped land located in the City and County of San Francisco ("City"), generally bound by 22nd Street to the north, the San Francisco Bay to the east, 23rd Street to the south and Illinois Street to the west ("Developer Property"); and

WHEREAS, Existing structures on the Developer Property consist primarily of vacant buildings and facilities associated with its use as a former power station; and

WHEREAS, Pacific Gas & Electric Company, a California corporation ("PG&E"), owns approximately 8.8 acres of land located in the City that is adjacent to the Developer Property ("PG&E Sub-Area"); and

WHEREAS, Harrigan, Weidenmuller Co. owns approximately 10.9 acres of land to the south of the Developer Property and is improved with warehouses and ancillary improvements ("Weidenmuller Property"); and

WHEREAS, The Developer Property, the PG&E Sub-Area, and the Weidenmuller Property are referred to herein as the "Subject Property"; and

WHEREAS, The Developer and the City executed a Development Agreement dated (for reference purposes only) as of September 22, 2020 (as it may be amended from time to time, "Development Agreement"), relating to the proposed development of a project known as the Potrero Power Station ("Project"), which was approved by the Board of Supervisors pursuant to Ordinance No. 62-20, which was adopted by the Board of Supervisors on April 21,

2020, and signed by the Mayor on April 24, 2020, and a copy of which is in File No. 200040;

1 and

2 WHEREAS, The Board of Supervisors found that the Development Agreement
3 conformed with the City's General Plan and the eight priority policies of Planning Code
4 Section 101.1 by the findings set forth in subsection (a) of Ordinance 64-20 (Board of
5 Supervisors File No. 200174), and the EIFD Public Financing Authority No. 1 (defined below)
6 incorporates the foregoing findings and determines that such findings are adequate for the
7 actions taken by this Resolution; and

8 WHEREAS, The Board of Supervisors is concurrently considering an amendment to
9 the Development Agreement in connection with the matters described in this Resolution; and

10 WHEREAS, The Project is a phased, mixed use development on or around the
11 Developer Property that is more particularly described in the Development Agreement; and

12 WHEREAS, The Project will provide a significant number of new housing units in San
13 Francisco, 30% of which will be affordable to persons of low and moderate income, and
14 significant community benefits including public open spaces and community facility areas, but
15 the Project has significant public infrastructure obligations that must be completed before the
16 Project's residential units and community benefits can be constructed; and

17 WHEREAS, On January 30, 2020, by Motion No. 20635, the Planning Commission
18 certified as adequate, accurate and complete the Final Environmental Impact Report ("FEIR")
19 for the Project pursuant to the California Environmental Quality Act (California Public
20 Resources Code Section 21000 et seq.) ("CEQA"); a copy of Planning Commission Motion
21 No. 20635 is on file with the Clerk of the Board of Supervisors in File No. 200040. Also, on
22 January 30, 2020, by Motion No. 20636, the Planning Commission adopted findings, including
23 a rejection of alternatives and a statement of overriding considerations ("CEQA Findings") and
24 a Mitigation Monitoring and Reporting Program ("MMRP"); these motions are on file with

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the Clerk of the Board of Supervisors in File No. 200040. In Ordinance No. 62-20, the Board
1 of Supervisors adopted as its own and incorporated by reference as though fully set forth
2 therein the CEQA Findings, including the statement of overriding considerations, and the
3 MMRP; and

4 WHEREAS, On September 9, 2020, the San Francisco Planning Department published
5 an Addendum to the FEIR finding certain proposed changes to the Project's phasing plan did
6 not change the conclusions of the FEIR and that the changes would not result in substantially
7 more severe impacts than what was identified in the FEIR (the "FEIR Addendum"); and

8 WHEREAS, Pursuant to Resolution No. 66-11, which was adopted by the Board of
9 Supervisors on February 8, 2011, and signed by the Mayor on February 18, 2011, and a copy
10 of which is in File No. 110036, the Board of Supervisors adopted Final Board of Supervisors
11 Guidelines for the Establishment and Use of Infrastructure Financing Districts in San
12 Francisco ("Guidelines") that describe minimum threshold criteria and strategic criteria for the
13 City to consider when evaluating the proposed formation of an infrastructure financing district;
14 and

15 WHEREAS, On February 27, 2023, the Capital Planning Committee adopted an
16 interpretative supplement to the Guidelines ("Interpretive Supplement") to provide guidance to
17 City staff and the development community about application of the Guidelines; and

18 WHEREAS, Pursuant to Chapter 2.99 of Part 1 of Division 2 of Title 5 of the California
19 Government Code (commencing with section 53398.50) ("EIFD Law"), the Board of
20 Supervisors is authorized to initiate the process to establish an enhanced infrastructure
21 financing district (including project areas therein) and approve an infrastructure financing plan
22 allocating tax revenues to such enhanced infrastructure financing district; and

23 WHEREAS, Pursuant to the EIFD Law, the Board of Supervisors adopted Resolution
24 No. 133-23 ("Resolution of Intention") on March 21, 2023, which resolution was signed by the
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1 Mayor on March 28, 2023, pursuant to which the Board of Supervisors, among other things, (i)
2 declared that the Board of Supervisors proposed and intended to cause the establishment of
3 an enhanced infrastructure district to be known as “San Francisco Enhanced Infrastructure
4 Financing District No. 1 (Power Station)” (“Power Station EIFD”) over the Subject Property to
5 finance public capital facilities and projects of communitywide significance related to the
6 Project, (ii) declared that the Board of Supervisors proposed and intended that the Power
7 Station EIFD would include project areas (each, “Project Area”; collectively, “Project Areas”),
8 which shall be referred to as “Project Area ___ of the San Francisco Enhanced Infrastructure
9 Financing District No. 1 (Power Station)” and (iii) declared that, pursuant to the EIFD Law, if
10 the Power Station EIFD is approved by the EIFD Public Financing Authority No. 1 (defined
11 below) in accordance with the EIFD Law, and if the Power Station IFP (defined below) is
12 approved by resolution of the Board of Supervisors pursuant to Government Code Section
13 53398.68, in each case after any public hearings required by the EIFD Law, the incremental
14 property tax revenue that is allocated by the City to the Power Station EIFD (but not by any
15 other affected taxing entity) may be used to finance public capital facilities and projects of
16 communitywide significance related to the Project and other authorized costs and to pay debt
17 service on bonds and other debt of the Power Station EIFD; and

18 WHEREAS, Pursuant to Ordinance No. 044-23, which was passed by the Board of
19 Supervisors on April 4, 2023, and signed by the Mayor on April 7, 2023, the Board of
20 Supervisors established the “Enhanced Infrastructure Financing District Public Financing
21 Authority No. 1” (“EIFD Public Financing Authority No. 1”), as the governing board of the
22 proposed Power Station EIFD, to be responsible for directing the preparation and
23 implementation of the infrastructure financing plan for the Power Station EIFD (“Power Station
24 IFP”); and
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1 WHEREAS, On July 17, 2023, pursuant to Resolution No. 2023-01, the EIFD Public
2 Financing Authority No. 1 directed the Executive Director of the EIFD Public Financing
3 Authority No. 1 to work with the necessary City staff and professionals to prepare a draft of
4 the Power Station IFP and make such Power Station IFP available to interested parties as
5 required by the EIFD Law; and

6 WHEREAS, On November 1, 2023, the EIFD Public Financing Authority No. 1 held a
7 public meeting at which the draft Power Station IFP was presented, which public meeting was
8 properly noticed and held in accordance with all applicable law; and

9 WHEREAS, On December 6, 2023, the EIFD Public Financing Authority No. 1 held its
10 first public hearing on the draft Power Station IFP, which public hearing was properly noticed
11 and held in accordance with all applicable law; and

12 WHEREAS, The Executive Director of the EIFD Public Financing Authority No. 1 has
13 proposed certain changes to the draft Power Station IFP, and such modified draft Power
14 Station IFP is on file with the Secretary and is posted on the EIFD Public Financing Authority
15 No. 1's website; and

16 WHEREAS, On the date hereof, the EIFD Public Financing Authority No. 1 held a
17 public hearing on the modified draft Power Station IFP, which public hearing was properly
18 noticed (pursuant to a written notice that, among other things, summarizes the changes made
19 to the draft Power Station IFP and identifies a location where the modified draft Power Station
20 IFP can be reviewed) and held in accordance with all applicable law; and

21 WHEREAS, In accordance with Government Code Section 53398.66(a)(3), the EIFD
22 Public Financing Authority No. 1 wishes to modify the draft Power Station IFP; now, therefore,
23 be it

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RESOLVED, That the EIFD Public Financing Authority No. 1 hereby finds that the
1 recitals are true and correct; and, be it

2 FURTHER RESOLVED, That the EIFD Public Financing Authority No. 1 hereby adopts
3 the modifications to the draft Power Station IFP which have been made available to members
4 of the Authority and members of the public, a form of which is on file with the Secretary, and
5 such modified draft Power Station IFP shall be the subject of a protest proceeding at a public
6 hearing to be held by the EIFD Public Financing Authority No. 1 to consider whether the
7 landowners and residents within the Power Station EIFD wish to present oral and written
8 protests against the adoption of the modified draft Power Station IFP; and, be it

9 FURTHER RESOLVED, That the EIFD Public Financing Authority No. 1 has reviewed
10 and considered the FEIR and FEIR Addendum, and finds that the FEIR and Addendum are
11 adequate for their use for the actions taken by this resolution and incorporates the FEIR and
12 the CEQA findings contained in Ordinance No. 62-20 and the FEIR Addendum by this
13 reference and further finds that, pursuant to CEQA Guidelines Section 15162, no additional
14 environmental review is required because there are no substantial changes to the Project
15 analyzed in the FEIR and the FEIR Addendum, no change in circumstances under which the
16 Project is being undertaken, and no new information that was not known and could not have
17 been known shows that new significant impacts would occur, that the impacts identified in the
18 FEIR and the FEIR Addendum as significant impacts would be substantially more severe, or
19 that mitigation or alternatives previously found infeasible are now feasible; and, be it

20 FURTHER RESOLVED, That the Board of Supervisors found the Development
21 Agreement conforms with the General Plan and the eight priority policies of Planning Code
22 Section 101.1 by the findings set forth in subsection (a) of Ordinance 64-20 (Board of
23 Supervisors File No. 200174), and the EIFD Public Financing Authority No. 1 hereby
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incorporates the foregoing findings and determines that such findings are adequate for the
1 actions taken by this Resolution; and, be it

2 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or
3 word of this resolution, or any application thereof to any person or circumstance, is held to be
4 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision
5 shall not affect the validity of the remaining portions or applications of this resolution, the EIFD
6 Public Financing Authority No. 1 hereby declaring that it would have passed this resolution
7 and each and every section, subsection, sentence, clause, phrase, and word not declared
8 invalid or unconstitutional without regard to whether any other portion of this resolution or
9 application thereof would be subsequently declared invalid or unconstitutional; and, be it

10 FURTHER RESOLVED, That the Chair, the Vice Chair, the Executive Director, the
11 Treasurer and the Secretary are hereby authorized, for and in the name of and on behalf of
12 the Power Station EIFD, to do any and all things and take any and all actions which they, or
13 any of them, may deem necessary or advisable in order to effectuate the purposes of this
14 resolution; provided however that any such actions be solely intended to further the purposes
15 of this resolution, and are subject in all respects to the terms of the Resolution; and, be it

16 FURTHER RESOLVED, That all actions authorized and directed by this resolution,
17 consistent with any documents presented herein, and heretofore taken are hereby ratified,
18 approved and confirmed by the EIFD Public Financing Authority No. 1; and, be it

19 FURTHER RESOLVED, That this resolution shall take effect upon its adoption.
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I hereby certify that the forgoing Resolution was adopted on February 21, 2024, by the Board
of the Enhanced Infrastructure Financing District Public Financing Authority No. 1.

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Chair

Secretary