



**PUBLIC UTILITIES
REVENUE BOND OVERSIGHT COMMITTEE
CITY AND COUNTY OF SAN FRANCISCO
AGENDA**

REMOTE MEETING

**Listen/Public Call-In Phone Number
(415) 906-4659
Conference ID: 820 814 136 #**

March 11, 2021 - 8:15 AM

Regular Meeting

Remote Access to Information and Participation

In accordance with Governor Newsom's Executive Order No. N-33-20 declaring a State of Emergency regarding the COVID-19 outbreak and Mayor London N. Breed's Proclamation declaring a Local Emergency issued on February 25, 2020, including the guidance for gatherings issued by the San Francisco Department of Public Health Officer, aggressive directives were issued to reduce the spread of COVID-19. On March 17, 2020, the Board of Supervisors authorized their Board and Committee meetings to convene remotely (via Microsoft Teams) and will allow remote public comment via teleconference.

Members of the public may participate by phone or may submit their comments by email to: brent.jalipa@sfgov.org; all comments received will be made a part of the official record. Revenue Bond Oversight Committee agendas and their associated documents are available at: <https://www.sfwater.org/index.aspx?page=121>

Listen/Public Call-In Phone Number:
(415) 906-4659 Conference ID: 820 814 136 #

As the COVID-19 disease progresses, please visit the Board's website (www.sfbos.org) regularly to be updated on the current situation as it affects the legislative process. For more information contact Assistant Clerk Brent Jalipa at (415) 554-7712.

Mission: The Revenue Bond Oversight Committee (RBOC) monitors the expenditure of revenue bond proceeds related to the repair, replacement, upgrade and expansion of the SFPUC's water, power and sewer infrastructure. The RBOC provides independent oversight to ensure transparency and accountability. The RBOC's goal is to ensure that SFPUC revenue bond proceeds are spent for their intended purposes in accordance with legislative authorization and other applicable laws.

1. **Call to Order, Roll Call, and Agenda Changes**

Members:

Seat 1	Ettore Leale, Chair
Seat 2	Tim Cronin
Seat 3	Vacant
Seat 4	Vacant
Seat 5	Vacant
Seat 6	Christina Tang
Seat 7	Reuben Holoher

2. **Public Comment:** Members of the public may address the Revenue Bond Oversight Committee (RBOC) on matters that are within the RBOC's jurisdiction but are not on today's agenda.
3. **RBOC:** Audit Update (*Discussion and possible action*)
4. **SFPUC:** Updates on water capital projects other than Hetch Hetchy (*Discussion and possible action*)
5. **RBOC:** Approval of City Services Auditor Bill for FY 2019-20 (*Discussion and possible action*) (*attachment*)
6. **RBOC:** 2020 Annual Report (*Discussion and possible action*) (*attachment*)
7. **Approval of Minutes:** February 17, 2021, Meeting Minutes. (*Discussion and possible action*) (*attachment*)

8. **Announcements, Comments, Questions, and Future Agenda Items.**
(Discussion and possible action)

Upcoming Meeting Dates: April 12, 2021

Pending Issues:

- A. Request that SSIP Quarterly reports include information on Stormwater Management System and details on the bidding climate and possible cost increase)
- B. RBOC: Acquiring consultant to examine expected performance of complete projects.
- C. SFPUC: Staff Report: Environmental Justice
- D. SFPUC: Power Enterprise and Clean Power SF Update (*Discussion and possible action*)
- E. SFPUC: Mountain Tunnel Site Tour
- F. SFPUC: State Federal Loan Updates
- G. SFPUC: Oceanside Wastewater Plant Tour
- H. RBOC: Discussion on the 2015 report, entitled “Evaluation of Lessons Learned from the WSIP Program,” procedures and reporting processes taken from WSIP applied to SSIP
- I. RBOC: Election of officers (*Discussion and possible action*) - (April)
- J. SFPUC: Planning for next RFP’s for contracts (October)

9. **Adjournment**

Agenda Item Information

Each item on the agenda may include: 1) Department or Agency cover letter and/or report; 2) Public correspondence; 3) Other explanatory documents. For more information concerning agendas, minutes, and meeting information, such as these documents, please contact RBOC Clerk, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102 – (415) 554-5184.

Audio recordings of the meeting of the Revenue Bond Oversight Committee are available at: http://sanfrancisco.granicus.com/ViewPublisher.php?view_id=97

For information concerning San Francisco Public Utilities Commission please contact by e-mail RBOC@sfgov.org or by calling (415) 554-5184.

Meeting Procedures

Public Comment will be taken before or during the Committee’s consideration of each agenda item. Speakers may address the Committee for up to three minutes on that item. During General Public Comment, members of the public may address the Committee on matters that are within the Committee’s jurisdiction and are not on the agenda.

Procedures do not permit: 1) persons in the audience to vocally express support or opposition to statements by Commissioners by other persons testifying; 2) ringing and use of cell phones, pagers, and similar sound-producing electronic devices; 3) bringing in or displaying signs in the meeting room; and 4) standing in the meeting room.

The ringing of and use of cell phones, pagers and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the Chair may order the removal from the meeting room of any person(s) responsible for the ringing or use of a cell phone, pager, or other similar sound-producing electronic devices.

LANGUAGE INTERPRETERS: Requests must be received at least 48 hours in advance of the meeting to help ensure availability. Contact Peggy Nevin at (415) 554-5184. AVISO EN ESPAÑOL: La solicitud para un traductor debe recibirse antes de mediodía de el viernes anterior a la reunion. Llame a Derek Evans (415) 554-5184. PAUNAWA: Ang mga kahilingan ay kailangang matanggap sa loob ng 48 oras bago mag miting upang matiyak na matutugunan ang mga hiling. Mangyaring tumawag kay sa (415) 554-5184.

Disability Access

Revenue Bond Oversight Committee meetings are held at the Public Utilities Commission, 525 Golden Gate Avenue, San Francisco, CA. The hearing rooms at the Public Utilities Commission are specified on the agenda and are wheelchair accessible. To request sign language interpreters, readers, large print agendas or other accommodations, please call (415) 554-5184. Requests made at least 48 hours in advance of the meeting will help to ensure availability.

翻譯 必須在會議前最少四十八小時提出要求
請電 (415) 554-7719

Know Your Rights Under the Sunshine Ordinance

Government's duty is to serve the public, reaching its decisions in full view of the public. Commissions, boards, councils, and other agencies of the City and County exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review.

For more information on your rights under the Sunshine Ordinance (San Francisco Administrative Code, Chapter 67) or to report a violation of the ordinance, contact by mail: Sunshine Ordinance Task Force, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102; phone at (415) 554-7724; fax at (415) 554-5163; or by email at sotf@sfgov.org.

Citizens may obtain a free copy of the Sunshine Ordinance by printing San Francisco Administrative Code, Chapter 67, at <http://www.sfbos.org/sunshine>.

Ethics Requirements

Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code, Section 2.100] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the San Francisco Ethics Commission at 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102; telephone (415) 252-3100; fax (415) 252-3112; web site <http://www.sfgov.org/ethics>.

Under Campaign and Governmental Conduct Code, Section 1.127, no person or entity with a financial interest in a land use matter pending before the Board of Appeals, Board of Supervisors, Building Inspection Commission, Commission on Community Investment and Infrastructure, Historic Preservation Commission, Planning Commission, Port Commission, or the Treasure Island Development Authority Board of Directors, may make a campaign contribution to a member of the Board of Supervisors, the Mayor, the City Attorney, or a candidate for any of those offices, from the date the land use matter commenced until 12 months after the board or commission has made a final decision, or any appeal to another City agency from that decision has been resolved. For more information about this restriction, visit sfethics.org.

Lobbyist Registration and Reporting Requirements

Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code, Section 2.100, et. seq.] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the Ethics Commission at: 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102; telephone (415) 581-3100; fax (415) 252-3112; website www.sfgov.org/ethics.



Office of the Controller
City Services Auditor

Ben Rosenfield, Controller
Todd Rydstrom, Deputy Controller

City Services Auditor
FY 2019-20 Bill

Department: PUC - Public Utilities Commission

Summary				
CON Account Code: 486740	Budget	Year to Date Charges	Q1-Q4	Balance
FY20 PENDING	\$0	\$0	\$11,467	-\$11,467
Total	\$0	\$0	\$11,467	-\$11,467
Details				
<u>Audit/Project</u>	<u>Hours</u>		<u>Rate of \$142/HR</u>	
Q1:PUC RBOC Audit Contract Oversight 1 of 3	32.00		\$4,544	
Q2:PUC RBOC Audit Contract Oversight 1 of 3	29.50		\$4,189	
Q2:PUC RBOC Audit Contract Oversight 1 of 3	12.00		\$1,704	
Q4:PUC RBOC Audit Contract Oversight 1 of 3	7.25		\$1,030	
Audit/Project Total	80.75		\$11,467	
<u>Other</u>				
None			\$0	
Other Total			\$0	
Total			\$11,467	



San Francisco Public Utilities Revenue Bond Oversight Committee

Annual Report 2020

525 Golden Gate Avenue
4th Floor
San Francisco, CA 94102

p. (415) 554-5184
f. (415) 554-5163

rboc@sfgov.org
<http://www.sfwater.org/rboc>

Background

In November 2003, the Public Utilities Revenue Bond Oversight Committee (RBOC) was formed after passage of Proposition P (November 2002), adding Sections 5A.30 through 5A.36 to the San Francisco Administrative Code.

The RBOC facilitates transparency and accountability in the expenditure of revenue bond proceeds. The public is invited and welcome to attend RBOC meetings and provide input.

Pursuant to Administrative Code, Section 5A.36, the RBOC is charged with providing independent oversight of the expenditure of public utility revenue bond proceeds for capital improvements. The committee helps ensure an uninterrupted supply of water, power, and wastewater treatment services to the City and County and San Francisco Public Utilities Commission (SFPUC) customers. Further, it helps ensure public dollars are spent in accordance with the authorizing bond resolutions and applicable laws.

After conducting an independent audit, and consulting with the City Attorney, the RBOC may determine that proceeds of a revenue bond program were not utilized for purposes authorized in accordance with the associated bond resolution or applicable law. It may be further determined that this surmounts to an illegal expenditure or waste of such revenue bonds. By majority vote, the RBOC may prohibit the issuance or sale of authorized revenue bonds that have yet to be issued or sold.

Any RBOC decision to prohibit the sale of authorized but unsold revenue bonds may be appealed to the Board of Supervisors. The SFPUC can provide evidence of corrective measures to the Board, and the Board may decide to overturn the decision by the RBOC, upon a two-thirds vote of all of its members. To date, the RBOC has not prevented any issuance of SFPUC revenue bonds.

The SFPUC continues to incur bonded indebtedness to finance capital improvements related to its two major enterprises, the Water and Sewer systems. Each of these enterprises have embarked on major system improvement programs, which are expected to be completed in 2021 and beyond, respectively. However, the provisions of Proposition P were set to expire on January 1, 2013, unless extended by an ordinance of the Board of Supervisors.

In 2012, the Board extended the sunset date to January 1, 2016, (see Ordinance No. 236-12, BOS File No. 120221). Accordingly, in 2015, the SFPUC submitted, and the Board of Supervisors approved, a resolution supporting the extension of the RBOC until January 1, 2019. On December 11, 2018, the Board of Supervisors approved Ordinance No. 309-18, BOS File No. 180123, extending the RBOC through January 1, 2025.

Mission Statement

The Revenue Bond Oversight Committee (RBOC) monitors the expenditure of revenue bond proceeds related to the repair, replacement, upgrade and expansion of the SFPUC's water, power and sewer infrastructure. The RBOC provides independent oversight to ensure transparency and accountability. The RBOC's goal is to ensure that SFPUC revenue bond proceeds are spent for their intended purposes in accordance with legislative authorization and other applicable laws.

Accomplishments in 2020

During 2020, RBOC achievement highlights include the following:

- Strategized with SFPUC and other city staff to prepare and finalize for the revenue bond expenditure audits process.
- Monitored the outcome of bond sales and ongoing debt plans.
- Reviewed progress of WSIP and SSIP with particular focus on the accuracy of budgeting and scheduling forecasts and continued attention to ensuring that lessons learned from the WSIP are applied during implementation of the SSIP.
- Heard presentations from SFPUC staff on results of Wastewater bond sales and updates on the WIFIA loan transaction.

Future Activities

Activities and topics the RBOC expects to cover in 2021 include the following:

- Monitor the progress of the Audit of the revenue bond expenditure process
- Monitor completion of the Water System Improvement Program (WSIP) and other major Water Enterprise capital projects, including Mountain Tunnel.
- Review the SFPUC's work, both planned and completed, towards the Sewer System Improvement Program (SSIP).
- Ensure the continuity of oversight through member succession planning
- Improve outreach to ensure greater public awareness and input related to the SFPUC's expenditure of revenue bond proceeds.

Committee Membership

Membership

The RBOC is comprised of seven members:

- Two seats appointed by the Mayor
- Two seats appointed by the Board of Supervisors
- One seat appointed by the City Controller
- One seat appointed by the Bay Area Water User's Association (BAWUA), under the auspices of the Bay Area Water Supply and Conservation Agency (BAWSCA), and
- One seat occupied by the Budget and Legislative Analyst or his/her representative.

At a minimum, the members appointed by the Mayor and the Board shall, individually or collectively, have expertise, skills and experience in economics, the environment, construction, and project management.

The member appointed by the Controller shall have background and experience in auditing, accounting, and project finance.

Biographies of current RBOC members is included below. Please see Appendix 1 for information on past members who served during 2020.

Member Biographies



Ettore Leale

Appointed by the Board of Supervisors

Ettore Leale is an executive and investor with 20 years of Silicon Valley / Global Technology experience in the internet, software, and digital education industries. At heart Ettore is a business builder and growth driver passionate about taking embryonic products and ideas and scaling them into large profitable businesses. His sweet spot is at the intersection of technology investments and portfolio company operational improvements. His board of directors experience includes serving on audit and compensation committees, and working alongside company CEOs on acquisitions, organic growth initiatives, and new product launches. His specialties include digitalization, internationalization, and go to market in the US and emerging markets.



Tim Cronin (Holdover – Term expired 11/20/20)

Appointed by Board of Supervisors

Tim Cronin is an attorney in the San Francisco office of Wilson Sonsini Goodrich & Rosati, where he advises clients on issues relating to the development, financing, and regulation of energy and infrastructure projects, with a focus on community solar and community choice aggregation.

Tim holds a bachelor's degree in Law & Society from American University and a law degree from U.C. Berkeley. Before attending law school, Tim worked at the American Council On Renewable Energy (ACORE) in Washington, DC, where he promoted international partnerships among government actors, renewable energy companies, and financiers as the organization's manager of international programs.



Kevin Cheng (Resigned 02/12/20)

Appointed by the Mayor (Vacant Seat)

Former principal management consultant developing and executing strategy and operation work for major Fortune 500 corporations, with particular expertise in project management. Current managing partner of a San Francisco-based development company.



Christina Tang (Vice-Chair)

Appointed by BAWSCA

Finance Manager for the Bay Area Water Supply and Conservation Agency (BAWSCA) representing its 26 members' collective interests in their relationship with the SFPUC on matters related to water supply, facility reliability, operations, water quality and wholesale water rates. Christina has over 15 years of experience in public finance, including direct experience in debt management. Christina received her Master of Science degree in Finance from the University of Houston, and her Master of Public Administration from the University of Illinois at Springfield. Christina is a certified Public Finance Officer designated by GFOA.



Travis George (Chair) (Resigned 09/22/20)

Appointed by the Controller (Vacant Seat)

Having served in multiple roles for the East Bay Municipal Utility District, Travis has a background in both utilities and municipal finance. Before his current role, Travis worked at Moody's Investors Service where he served five years as a credit rating analyst. During his time with Moody's he rated a wide range of municipal issuers including many water, wastewater and electric utilities. Travis also previously served as an analyst for both Con Edison in New York City and Bonneville Power Administration in Portland, OR. Travis holds a bachelor's degree in Economics from Portland State University and a master's degree in Public Administration and Policy from New York University.

DRAFT



Reuben Holober

Appointed by the Budget and Legislative Analyst's Office (succeeding Jennifer Millman).

As an Analyst for the San Francisco Board of Supervisors Budget and Legislative Analyst's Office, Reuben conducts legislative and policy analysis, budget review, and performance audits. Reuben holds a Bachelor's Degree in Political Science and Communication from the University of Washington and a Master's Degree in Public Policy from the Goldman School of Public Policy at UC Berkeley.

DRAFT

2020 Meeting Schedule

Due to the Covid-19 Health Emergency the RBOC was only able to hold five meetings in 2020. Please see Appendix 2 for a summary of agenda topics.

Full agendas and minutes for each meeting are available at:

<http://www.sfwater.org/rboc>

2020 Account Summary

Pursuant to Proposition P, the RBOC receives 1/20th of 1% of gross revenue bond proceeds to fund the cost of retaining the services of “outside auditors, inspectors and necessary experts to perform independent reviews.

As of December 31, 2020, RBOC had an available account balance of \$2,399,958. A complete accounting of RBOC funds can be found in Appendix 3.

Bond Expenditure Certification

As part of its mission, the RBOC asks staff to affirm that all bond proceeds are spent “appropriately and according to authorization and applicable laws.”

Please see Appendix 4 for the “Bond Expenditure Certification” and Appendix 5 for the 2020 “Debt Overview.”

Meeting Schedule: 2020

Regularly scheduled meetings of the RBOC meet monthly on the following dates at 9:00 A.M. at the SFPUC Building located at 525 Golden Gate Avenue, in San Francisco, unless otherwise specified.

Meeting agendas of the RBOC will be posted on <http://www.sfwater.org> and at the SF Main Library, 5th Floor.

The public is invited to attend RBOC meetings and provide input.

- February 10, 2020
- July 7, 2020
- October 27, 2020
- November 17, 2020
- December 14, 2020

Acknowledgements

The RBOC would like to express its appreciation to the SFPUC staff and others for facilitating the tasks of the committee. Specifically, the committee would like to acknowledge the following staff:

Public Utilities Commission - General Manager Harlan Kelly, CFO Eric Sandler, Deputy CFO Charles Perl, Water Enterprise Assistant General Manager Steven Ritchie, former Director, Water Capital Projects and Programs Dan Wade, former acting SSIP Director Howard Fung, SSIP Director Stephen Robinson, Sheena Johnson, Richard Morales, Mike Brown, Frank McParland, Yolanda Manzone, Kristina Cordero, and Erin Franks.

City Attorney's Office - Deputy City Attorney Mark Blake.

Controller's Office – Former Audit Director Tonia Lediju, Winnie Woo, Nicole Kelly, Melissa Ng, Massanda Djohns, and Hunter Wang

From the Board of Supervisors, the RBOC wishes to thank Victor Young, Assistant Clerk, and Brent Jalipa, for technical and administrative support.

Appendix 1. RBOC Members 2020

Member	Appointment and Terms	Qualifications
Kevin Cheng	Mayor Appointee Appointed on 5/19/2010 Term expired on 11/12/2013 Resigned 02/12/2020	Former management consultant developing and executing strategy and operation work for major Fortune 500 corporations, with particular expertise in project management. Current managing partner of San Francisco based development company.
Christina Tang (Active) Vice Chair	Bay Area Water Users Association Appointee Appointed on 7/1/2014 Term expired on 7/1/2018. Reappointed on 02/06/2019	Finance Manager for the Bay Area Water Supply and Conservation Agency (BAWSCA) representing its 26 members' collective interests in their relationship with the SFPUC on matters related to water supply, facility reliability, operations, water quality and wholesale water rates. Christina has almost fourteen years of experience in financial operations with City and County governments and special district governmental entities, including debt issuance and debt management. Christina received her Master of Science degree in Finance from the University of Houston, and her Master of Public Administration from the University of Illinois at Springfield.
Travis George Chair	Controller Appointee Appointed on 1/20/2017 Term expires on 11/12/2019 (Resigned 09/22/2020)	Debt Administrator for the East Bay Municipal Utility District, Travis has a background in both utilities and municipal finance. Before his current role, Travis worked at Moody's Investors Service where he served five years as a credit rating analyst. During his time with Moody's he rated a wide range of municipal issuers including many water, wastewater and electric utilities. Travis also previously served as an analyst for both Con Edison in New York City and Bonneville Power Administration in Portland, OR. Travis holds a bachelor's degree in Economics from Portland State University and a master's degree in Public Administration and Policy from New York University.
Reuben Holober (Active)	Budget Analyst Appointee Appointed on 11/19/ 2019	As an Analyst for the San Francisco Board of Supervisors Budget and Legislative Analyst's Office, Reuben conducts legislative and policy analysis, budget review, and performance audits. Reuben holds a Bachelor's Degree in Political Science and Communication from the University of Washington and a Master's Degree in Public Policy from the Goldman School of Public Policy at UC.

<p>Tim Cronin (Active)</p>	<p>Board of Supervisors Appointee Appointed on 12/3/2016 Term expired on 11/12/2020</p>	<p>Tim Cronin is an attorney in the San Francisco office of Wilson Sonsini Goodrich & Rosati, where he advises clients on issues relating to the financing, development, and regulation of energy and infrastructure projects. Tim has represented developers and investors in financings involving large distributed and utility-scale renewable energy project portfolios. In addition, he provides counsel to energy and infrastructure companies with respect to customer agreements and federal, state, and local regulations as such companies seek to enter new markets and offer new distributed energy services to residential and commercial customers. Before attending law school at U.C. Berkeley, Tim worked at the American Council On Renewable Energy (ACORE) in Washington, DC, where he promoted international partnerships among government actors, renewable energy companies, and financiers as the organization's manager of international programs.</p>
<p>Ettore Leale Active</p>	<p>Board of Supervisors Appointee Appointed on 01/28/2020 Term expiring on 11/12/2023</p>	<p>Ettore Leale is an executive and investor with 20 years of Silicon Valley / Global Technology experience in the internet, software, and digital education industries. At heart Ettore is a business builder and growth driver passionate about taking embryonic products and ideas and scaling them into large profitable businesses. His sweet spot is at the intersection of technology investments and portfolio company operational improvements. His board of directors experience includes serving on audit and compensation committees, and working alongside company CEOs on acquisitions, organic growth initiatives, and new product launches. His specialties include digitalization, internationalization, and go-to-market in the US and emerging markets.</p>

Appendix 2: 2020 Meeting Summary

The RBOC held 5 meetings in 2020. Listed below is a summary of agenda topics. Full agendas and minutes for each meeting are available at: <http://www.sfwater.org/rboc>

- February 10, 2020
 - Audit Contract Progress Update
 - SFPUC report on the Water Bond Series 2019 ABC Refunding Results
 - SFPUC FY 2019 – Water Enterprise green Bond Report
- July 7, 2020
 - Audit Contract Progress Update
 - SFPUC Quarterly Budget Update
 - SFPUC Water Bond Sale Update
- October 27, 2020
 - Audit Entrance conference and Scope Update
 - SFPUC Presentation of Water Bond Sale Results
 - SFPUC Water Infrastructure Finance and Innovation Act Loan Update
- November 17, 2020
 - Audit Contracting Update
 - SFPUC Water Capital Update
- December 14, 2020
 - Power Enterprise Update
 - RBOC Annual Report Update (2019)

December 14, 2020

DRAFT

RBOC Account Summary December 2020

Funding Sources (\$)					
Series	SW Water	5C Wastewater	5T Hetchy Power	Total	
2006 A Bonds	263,462	-	-	263,462	
2008 CREBS*	-	-	3,163	3,163	
2009 A Bonds	212,390	-	-	212,390	
2009 B Bonds	217,209	-	-	217,209	
2010 A Bonds	31,426	27,122	-	58,547	
2010 B Bonds	208,860	96,258	-	305,118	
2010 D Bonds	41,629	-	-	41,629	
2010 E Bonds	172,995	-	-	172,995	
2010 F Bonds	93,085	-	-	93,085	
2010 G Bonds	177,501	-	-	177,501	
2011 A Bonds	316,504	-	-	316,504	
2011 B Bonds	15,240	-	-	15,240	
2011 C Bonds	17,698	-	-	17,698	
2011 QECBS	-	-	4,146	4,146	
2012 NCREBS	-	-	3,300	3,300	
2012 A Bonds	316,351	-	-	316,351	
2012 B Bonds	8,433	-	-	8,433	
2013 B Bonds	-	183,555	-	183,555	
2015 A Bonds	-	-	17,979	17,979	
2015 B Bonds	-	-	4,227	4,227	
2015 NCREBS	-	-	2,050	2,050	
2016 A Bonds	-	140,691	-	140,691	
2016 B Bonds	-	39,662	-	39,662	
2016 C Bonds	129,580	-	-	129,580	
2017 A Bonds	70,451	-	-	70,451	
2017 B Bonds	85,953	-	-	85,953	
2017 C Bonds	41,122	-	-	41,122	
2018 A Bonds	-	131,757	-	131,757	
2018 B Bonds	-	110,222	-	110,222	
2018 C Bonds	-	89,573	-	89,573	
2020 A Bonds	96,163	-	-	96,163	
2020 B Bonds	37,408	-	-	37,408	
2020 C Bonds	50,410	-	-	50,410	
2020 D Bonds	26,171	-	-	26,171	
A Subtotal Sources - All	2,630,039	818,838	34,864	3,483,741	
Charges Against Budget (\$)					
Actual Charges					
WSIP Expenditures & CP (2006)	59,370	-	-	59,370	
Financial Review of WSIP (2007)	92,050	-	-	92,050	
WSIP Sunset Reservoir (2009)	71,890	-	-	71,890	
CSA Controller's Audit (2011/2012)	86,219	29,750	-	115,969	
Independent Review Panel (IRP) (2011/2012)	116,010	-	-	116,010	
LADWP for IRP (2011/2012)	11,489	-	-	11,489	
IBBS Consulting for IRP (2011/2012)	47,000	-	-	47,000	
CSA Audit - Final Bill Q3 12	29,625	-	-	29,625	
RM Block WSIP Evaluation (Nov 12-Aug 14)	531,926	-	-	531,926	
RBOC Strategic Planning Meeting - 2015	970	970	970	2,911	
RBOC Strategic Planning Meeting - 2016	1,078	1,078	1,078	3,234	
RBOC Strategic Planning Meeting - 2017	770	770	770	2,309	
B Subtotal Actual Charges	1,048,398	32,568	2,818	1,083,783	
A - B Available Funds Before Pending Charges	1,581,641	786,270	32,046	2,399,958	
Pending Charges					
C Subtotal Pending Charges	-	-	-	-	
A - B - C Available Funds After Pending Charges	1,581,641	786,270	32,046	2,399,958	

DRAFT

Appendix 4: Bond Expenditure Certificate from SFPUC

CERTIFICATION OF THE CHIEF FINANCIAL OFFICER, ASSISTANT GENERAL
MANAGER FOR BUSINESS SERVICES FOR
THE SAN FRANCISCO PUBLIC UTILITIES COMMISSION
TO THE REVENUE BOND OVERSIGHT COMMITTEE

I, Eric Sandler, the duly authorized and acting Chief Financial Officer, Assistant General Manager for Business Services of the San Francisco Public Utilities Commission (“SFPUC”), hereby certify to the Public Utilities Revenue Bond Oversight Committee (“RBOC”) that I have reviewed such documents as I reasonably have deemed necessary for purposes of this certification, including:

1. The FY 2019-20 Financial Statements of the SFPUC Water Enterprise, including the opinion letter of KPMG, dated as of January 22, 2021;
2. The FY 2019-20 Financial Statements of the SFPUC Wastewater Enterprise, including the opinion letter of KPMG, dated as of January 22, 2021;
3. The FY 2019-20 Financial Statements of SFPUC Hetch Hetchy Water and Power and CleanPowerSF, including the opinion letter of KPMG, dated as of January 22, 2021;
4. The FY 2019-20 WSIP Quarterly Reports of the SFPUC related to the Water Enterprises;
5. The FY 2019-20 SSIP Quarterly Reports of the SFPUC related to the Wastewater Enterprise

Based upon a review of such documents, together with such other information that I reasonably have deemed necessary for purposes of providing this certification, I hereby advise you that no facts have come to my attention, after due inquiry, that cause me, exercising the judgment reasonably expected of my office and position, to believe that proceeds of any bond issue of the SFPUC have been wasted, not used for their authorized purposes or otherwise used illegally. For purposes of this certification, I have not undertaken to audit or to cause to be audited any outstanding bond issue of the SFPUC, and only undertake to report to the RBOC the results of the review described above, in my role as Chief Financial Officer, Assistant General Manager for Business Services of the SFPUC.

This certification is delivered to you this 8th day of March 2021.

PUBLIC UTILITIES COMMISSION OF
THE CITY AND COUNTY OF SAN
FRANCISCO



Eric Sandler
Chief Financial Officer
Assistant General Manager/ Business
Services

DRAFT

Appendix 5: Debt Overview: 2020

Summary of Enterprise Debt Programs (as of January 1, 2021)

	Water	Wastewater	Power
Outstanding Debt			
Revenue Bonds	\$4.7B	\$1.5B	\$36.6M
SRF/WIFIA Loans (Executed/Drawn)	\$186M/\$0	\$1.5B/\$89M	----
Tax Credit Bonds	----	----	\$6.7M
Commercial Paper: (Authorized/Drawn)	\$500M/\$133M	\$750M/\$208M	\$250M/\$64M
Credit Ratings			
Long-Term	Aa2/AA-	Aa2/AA	AA/AA-
Short-Term	P-1/A-1	P-1/A-1+	F1+/A-1

Appendix 5, Continued: Outstanding Revenue Bonds by Series

Outstanding SFPUC Bonds (as of January 1, 2021)	RBOC	Issue Date	Maturity Date	Original Par (\$000s)	Outstanding Principal (\$000s)	Notes (All dollars in 000s)
WATER						
2010 Revenue Bonds, Series B	Yes	06/17/10	11/01/40	\$417,720	\$361,500	Build America Bonds (BABs); TIC is net of subsidy (WSIP)
2010 Revenue Bonds, Series E	Yes	08/04/10	11/01/40	\$344,200	\$344,200	Build America Bonds (BABs); TIC is net of subsidy. (WSIP)
2010 Revenue Bonds, Series G	Yes	12/22/10	11/01/50	\$351,470	\$351,470	Build America Bonds (BABs); TIC is net of subsidy (WSIP)
2011 Revenue Bonds, Series B	Yes	08/04/11	11/01/41	\$28,975	\$755	Improvements to Hetch Hetchy Water; reflects 2/13 BAWSCA defeasance
2011 Revenue Bonds, Series C	Yes	08/04/11	11/01/41	\$33,595	\$825	Water main improvements; reflects 2/13 BAWSCA defeasance
2015 Revenue Bonds, Series A	No	04/16/15	11/01/36	\$429,600	\$397,745	Refunded all outstanding 2006A bonds and a portion of 2009A Bonds (WSIP)
2016 Revenue Bonds, Series A	No	10/20/16	11/01/39	\$763,005	\$743,050	Partially refunded 2009A, 2009B, and 2010F Bonds (WSIP)
2016 Revenue Bonds, Series B	No	10/20/16	11/01/30	\$130,815	\$81,525	Fully refunded 2006B, 2006C, and partially refunded 2010A Bonds
2016 Revenue Bonds, Series C (Green)	No	12/14/16	11/01/46	\$259,350	\$237,050	Taxable refunding of \$237M outstanding CP and \$20 million new money proceeds (WSIP)
2017 Revenue Bonds, Series A (Green)	Yes	12/13/17	11/01/47	\$121,140	\$27,000	Fund WSIP
2017 Revenue Bonds, Series B	Yes	12/13/17	11/01/47	\$147,725	\$32,930	Fund Water Enterprise Capital
2017 Revenue Bonds, Series C	Yes	12/13/17	11/01/47	\$70,675	\$15,750	Improvements to water-related infrastructure of the Hetch Hetchy Water and Power system
2017 Revenue Bonds, Series D (Green)	No	12/28/17	11/01/35	\$350,305	\$347,720	Partially refunded 2011A, and 2012A (WSIP)
2017 Revenue Bonds, Series E	No	12/28/17	11/01/31	\$48,890	\$48,890	Partially refunded 2011C, 2011D and 2012C
2017 Revenue Bonds, Series F	No	12/28/17	11/01/31	\$8,705	\$8,705	Partially refunded 2011B
2017 Revenue Bonds, Series G (Green)	No	12/28/17	11/01/24	\$33,780	\$32,780	Partially refunded 2011A (WSIP)
2019 Revenue Bonds, Series A (Green)	No	01/09/20	11/01/43	\$622,580	\$615,725	Taxable Advance Refunding
2019 Revenue Bonds, Series B	No	01/09/20	11/01/41	\$16,450	\$16,450	Taxable Advance Refunding
2019 Revenue Bonds, Series C	No	01/09/20	11/01/41	\$17,925	\$17,925	Taxable Advance Refunding
2020 Revenue Bonds, Series A (Green)	Yes	09/23/20	11/01/50	\$150,895	\$150,895	Retired \$180M in outstanding TE Water CP for WSIP Projects.
2020 Revenue Bonds, Series B	Yes	09/23/20	11/01/50	\$61,330	\$61,330	For Non-WSIP Regional CIP
2020 Revenue Bonds, Series C	Yes	09/23/20	11/01/50	\$85,335	\$85,335	For Non-WSIP Local CIP
2020 Revenue Bonds, Series D	Yes	09/23/20	11/01/50	\$49,200	\$49,200	Retired approx. \$49M in outstanding HHW CP.
2020 Revenue Bonds, Series E (Green)	No	10/21/20	11/01/43	\$341,435	\$313,010	Refunded and partially refunded 2010D, 2012A, 2017A
2020 Revenue Bonds, Series F	No	10/21/20	11/01/47	\$136,880	\$136,880	Partially Refunded 2017B
2020 Revenue Bonds, Series G	No	10/21/20	11/01/43	\$120,585	\$120,585	Refunded and partially refunded 2010D, 2011D, 2012B, 2012C
2020 Revenue Bonds, Series H	No	10/21/20	11/01/47	\$65,495	\$65,495	Partially Refunded 2017C
Total Bonds – Water				\$5,208,060	\$4,664,725	

WASTEWATER						
2010 Revenue Bonds, Series A	Yes	06/08/10	10/01/21	\$47,050	\$8,820	Fund Wastewater capital
2010 Revenue Bonds, Series B	Yes	06/08/10	10/01/40	\$192,515	\$192,515	Build America Bonds (BABs); TIC is net of subsidy.
2013 Revenue Bonds, Series A (Refunding)	No	01/30/13	10/01/25	\$193,400	\$29,595	Refunded 2003A Bonds and SRF loans
2013 Revenue Bonds, Series B (New Money)	Yes	02/27/13	10/01/42	\$331,585	\$331,585	Funded FY2010-11, FY2011-12 and a portion of FY2012-13 projects
2016 Revenue Bonds, Series A (Green)	Yes	05/24/16	10/01/46	\$240,580	\$240,580	Fund a portion of SSIP "Green" infrastructure projects and refund ~\$53.4M of outstanding CP
2016 Revenue Bonds, Series B	Yes	05/24/16	10/01/46	\$67,820	\$67,820	Fund a portion of SSIP projects and refund ~\$20.6M of outstanding CP (spent primarily on R&R)
2018 Revenue Bonds, Series A (Green)	Yes	08/09/18	10/01/43	\$229,050	\$229,050	Fund SSIP
2018 Revenue Bonds, Series B	Yes	08/09/18	10/01/43	\$185,950	\$185,950	Fund Wastewater Enterprise capital
2018 Revenue Bonds, Series C (Green)	Yes	08/09/18	10/01/48	\$179,145	\$179,145	Fund a portion of SSIP projects and refund a portion of ~\$20.6M of outstanding CP
Total Bonds - Wastewater				\$1,667,095	\$1,465,060	Principal: 10/1 / Interest: 4/1 & 10/1
POWER						
2015 Revenue Bonds, Series A (Green)	Yes	05/20/15	11/01/45	\$32,025	\$32,025	Power Revenue Bonds ("Green")
2015 Revenue Bonds, Series B	Yes	05/20/15	11/01/26	\$7,530	\$4,550	Power Revenue Bonds
Total Bonds - Power (Senior)				\$39,555	\$36,575	
Tax Credit Bonds						
2008 Cl. Renewable Energy Bonds	Yes	11/07/08	12/15/22	\$12,391	\$843	Investors receive a tax credit in lieu of interest payment Installation of solar energy equipment on City-owned facilities (12/15 payment dates)
2011 Qualified Energy Cons. Bonds	Yes	12/15/11	12/15/27	\$8,291	\$3,958	Components of 525 Golden Gate that promote energy conservation (12/15 & 6/15 payment dates)
2015 New Cl. Renewable Energy Bonds	Yes	10/15/15	10/25/32	\$4,100	\$1,851	Two qualified solar equipment projects (10/25 & 4/25 payment dates- *first principal payment 10/25/16)
Total - CREBs, NCREBS, QECBs				\$24,782	\$6,653	
TOTAL - SFPUC				\$6,939,492	\$6,173,013	

Note: Water Bonds Series 2019 ABC were issued on 01/09/2020 and will be listed in the 2020 Annual Report.

Appendix 5, Continued: SFPUC Debt Issuance 2020

Enterprise	Debt Issuance	Amount (par)
Water	2019 Series ABC (Refunding), <i>closed January 2020</i>	\$657 Million
	2020 Series ABCD	\$347 Million
	2020 Series DEFG (Refunding)	\$664 Million
Wastewater	2020 WIFIA Loan- Biosolids (Re-execution of 2018 Loan)	\$699 Million
	2020 WIFIA Loan- SEP	\$514 Million
	SRF Loan- Biosolids	\$132 Million
	SRF Loan- OSP	\$54 Million
Power	-	-



**PUBLIC UTILITIES
REVENUE BOND OVERSIGHT COMMITTEE
CITY AND COUNTY OF SAN FRANCISCO
MINUTES - DRAFT
REMOTE MEETING**

February 16, 2021 - 9:00 AM

Regular Meeting

Remote Access to Information and Participation

In accordance with Governor Newsom's Executive Order No. N-33-20 declaring a State of Emergency regarding the COVID-19 outbreak and Mayor London N. Breed's Proclamation declaring a Local Emergency issued on February 25, 2020, including the guidance for gatherings issued by the San Francisco Department of Public Health Officer, aggressive directives were issued to reduce the spread of COVID-19. On March 17, 2020, the Board of Supervisors authorized their Board and Committee meetings to convene remotely (via Microsoft Teams) and will allow remote public comment via teleconference.

Members of the public may participate by phone or may submit their comments by email to: brent.jalipa@sfgov.org; all comments received will be made a part of the official record. Revenue Bond Oversight Committee agendas and their associated documents are available at: <https://www.sfwater.org/index.aspx?page=121>

Listen/Public Call-In Phone Number:
(415) 906-4659 Conference ID: 981 608 596#

As the COVID-19 disease progresses, please visit the Board's website (www.sfbos.org) regularly to be updated on the current situation as it affects the legislative process. For more information contact Assistant Clerk Brent Jalipa at (415) 554-7712.

Mission: The Revenue Bond Oversight Committee (RBOC) monitors the expenditure of revenue bond proceeds related to the repair, replacement, upgrade and expansion of the SFPUC's water, power and sewer infrastructure. The RBOC provides independent oversight to ensure transparency and accountability. The RBOC's goal is to ensure that SFPUC revenue bond proceeds are spent for their intended purposes in accordance with legislative authorization and other applicable laws.

1. **Call to Order, Roll Call, and Agenda Changes**

Members:

- Seat 1 Ettore Leale, Chair
- Seat 2 Tim Cronin
- Seat 3 Vacant
- Seat 4 Vacant
- Seat 5 Vacant
- Seat 6 Christina Tang
- Seat 7 Reuben Holoher

Chair Leale called the meeting to order at 9:03 a.m. On the call of the roll, Chair Leale and Members Tang, Cronin, and Holoher were noted present. A quorum was present.

There were no agenda changes.

2. **Public Comment:** Members of the public may address the Revenue Bond Oversight Committee (RBOC) on matters that are within the RBOC’s jurisdiction but are not on today’s agenda.

Public Comment:

None

3. **RBOC: Audit Update**

Eugene Yano and Massanda Djohns (Office of the Controller); Paul Pocalyko (HKA); provided an overview on the status of gathering information for the audit and responded to questions from the Committee.

Chair Leale, seconded by Member Tang, moved that the item be CONTINUED to the Revenue Bond Oversight Committee meeting of March 11, 2021.

Public Comment:

None

The motion PASSED by the following vote:

Ayes: Leale, Cronin, Tang, Holoher

Noes: None

4. **RBOC: 2020 Annual Report**

Mike Brown (San Francisco Public Utilities Commission); provided an overview and responded to questions from the Committee.

Chair Leale, seconded by Member Cronin, moved that the item be CONTINUED to the Revenue Bond Oversight Committee meeting of March 11, 2021, pending receipt of a letter from Eric Sandler, Chief Financial Officer (San Francisco Public Utility Commission) regarding the Annual Report.

Public Comment:
None

The motion PASSED by the following vote:

Ayes: Leale, Cronin, Tang, Holober
Noes: None

5. **Approval of Minutes: January 5, 2021, Meeting Minutes.**

Chair Leale, seconded by Member Holober, moved to amend the January 5, 2021, meeting minutes to fix a clerical error on page 2, item 2, changing “commission” to “committee.”

Public Comment:
None

The motion PASSED by the following vote:

Ayes: Leale, Cronin, Tang, Holober
Noes: None

Chair Leale, seconded by Member Holober, moved that the January 5, 2021, meeting minutes be APPROVED AS AMENDED.

The motion PASSED by the following vote:

Ayes: Leale, Cronin, Tang, Holober
Noes: None

6. Announcements, Comments, Questions, and Future Agenda Items.

Upcoming Meeting Dates: March 11, 2021 and April 12, 2021

The RBOC requested the following items be scheduled for the next RBOC meeting:

RBOC: Audit Update

RBOC: 2020 Annual Report

SFPUC: Updates on water capital projects other than Hetch Hetchy

RBOC: Approval of City Services Auditor Bill for FY2019-2020

Pending Issues:

- A. Request that SSIP Quarterly reports include information on Stormwater Management System and details on the bidding climate and possible cost increase)
- B. RBOC: Acquiring consultant to examine expected performance of complete projects.
- C. SFPUC: Staff Report: Environmental Justice
- D. SFPUC: Power Enterprise and Clean Power SF Update (*Discussion and possible action*)
- E. SFPUC: Mountain Tunnel Site Tour
- F. SFPUC: State Federal Loan Updates
- G. SFPUC: Oceanside Wastewater Plant Tour
- H. RBOC: Discussion on the 2015 report, entitled "Evaluation of Lessons Learned from the WSIP Program," procedures and reporting processes taken from WSIP applied to SSIP
- I. RBOC: Election of officers (*Discussion and possible action*) - (April)
- J. SFPUC: Planning for next RFP's for contracts (October)

Public Comment:

None

No action taken.

7. Adjournment

The meeting adjourned at 9:27 a.m.

N.B. The Minutes of this meeting set forth all actions taken by the Revenue Bond Oversight Committee on the matters stated but not necessarily in the chronological sequence in which the matters were taken up.

Approved by the RBOC: DRAFT

Agenda Item Information

Each item on the agenda may include: 1) Department or Agency cover letter and/or report; 2) Public correspondence; 3) Other explanatory documents. For more information concerning agendas, minutes, and meeting information, such as these documents, please contact RBOC Clerk, City Hall, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102 – (415) 554-5184.

Audio recordings of the meeting of the Revenue Bond Oversight Committee are available at: http://sanfrancisco.granicus.com/ViewPublisher.php?view_id=97

For information concerning San Francisco Public Utilities Commission please contact by e-mail RBOC@sfgov.org or by calling (415) 554-5184.

Meeting Procedures

Public Comment will be taken before or during the Committee’s consideration of each agenda item. Speakers may address the Committee for up to three minutes on that item. During General Public Comment, members of the public may address the Committee on matters that are within the Committee’s jurisdiction and are not on the agenda.

Procedures do not permit: 1) persons in the audience to vocally express support or opposition to statements by Commissioners by other persons testifying; 2) ringing and use of cell phones, pagers, and similar sound-producing electronic devices; 3) bringing in or displaying signs in the meeting room; and 4) standing in the meeting room.

The ringing of and use of cell phones, pagers and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the Chair may order the removal from the meeting room of any person(s) responsible for the ringing or use of a cell phone, pager, or other similar sound-producing electronic devices.

LANGUAGE INTERPRETERS: Requests must be received at least 48 hours in advance of the meeting to help ensure availability. Contact Peggy Nevin at (415) 554-5184. AVISO EN ESPAÑOL: La solicitud para un traductor debe recibirse antes de mediodía de el viernes anterior a la reunion. Llame a Derek Evans (415) 554-5184. PAUNAWA: Ang mga kahilingan ay kailangang matanggap sa loob ng 48 oras bago mag miting upang matiyak na matutugunan ang mga hiling. Mangyaring tumawag kay sa (415) 554-5184.

Disability Access

Revenue Bond Oversight Committee meetings are held at the Public Utilities Commission, 525 Golden Gate Avenue, San Francisco, CA. The hearing rooms at the Public Utilities Commission are specified on the agenda and are wheelchair accessible. To request sign language interpreters, readers, large print agendas or other accommodations, please call (415) 554-5184. Requests made at least 48 hours in advance of the meeting will help to ensure availability.

翻譯 必須在會議前最少四十八小時提出要求
請電 (415) 554-7719

Know Your Rights Under the Sunshine Ordinance

Government's duty is to serve the public, reaching its decisions in full view of the public. Commissions, boards, councils, and other agencies of the City and County exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review.

For more information on your rights under the Sunshine Ordinance (San Francisco Administrative Code, Chapter 67) or to report a violation of the ordinance, contact by mail: Sunshine Ordinance Task Force, 1 Dr. Carlton B. Goodlett Place, Room 244, San Francisco, CA 94102; phone at (415) 554-7724; fax at (415) 554-5163; or by email at sotf@sfgov.org.

Citizens may obtain a free copy of the Sunshine Ordinance by printing San Francisco Administrative Code, Chapter 67, at <http://www.sfbos.org/sunshine>.

Ethics Requirements

Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code, Section 2.100] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the San Francisco Ethics Commission at 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102; telephone (415) 252-3100; fax (415) 252-3112; web site <http://www.sfgov.org/ethics>.

Under Campaign and Governmental Conduct Code, Section 1.127, no person or entity with a financial interest in a land use matter pending before the Board of Appeals, Board of Supervisors, Building Inspection Commission, Commission on Community Investment and Infrastructure, Historic Preservation Commission, Planning Commission, Port Commission, or the Treasure Island Development Authority Board of Directors, may make a campaign contribution to a member of the Board of Supervisors, the Mayor, the City Attorney, or a candidate for any of those offices, from the date the land use matter commenced until 12 months after the board or commission has made a final decision, or any appeal to another City agency from that decision has been resolved. For more information about this restriction, visit sfethics.org.

Lobbyist Registration and Reporting Requirements

Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code, Section 2.100, et. seq.] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the Ethics Commission at: 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102; telephone (415) 581-3100; fax (415) 252-3112; website www.sfgov.org/ethics.