[Appropriating $194,279,046146,898,046 to fund construction of the Public Utilities Commission’s Headquarters Building at 525 Golden Gate Avenue for Fiscal Year 2009-2010, and adopting environmental findings.]

Ordinance appropriating $194,279,046146,898,046, including $167,670,000120,289,000 in Certificates of Participation and $26,609,046 in Hetch Hetchy unappropriated fund balance to fund construction of the new Public Utilities Commission headquarters building at 525 Golden Gate Avenue for the Public Utilities Commission in Fiscal Year 2009-2010 and placing $167,670,000120,289,000 on Controller’s reserve pending the sale of Certificates of Participation, and adopting environmental findings.

Be it ordained by the People of the City and County of San Francisco:

Section 1. The sources of funding outlined below are herein appropriated to reflect the funding available for Fiscal Year 2009-2010.

**SOURCES Appropriation**

<table>
<thead>
<tr>
<th>Fund</th>
<th>Index Code</th>
<th>Subobject</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>5W CPF</td>
<td>WTRA5WCPFCOP5525</td>
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<tr>
<td>COP525</td>
<td>CUW668701</td>
<td>84902</td>
<td>Proceeds of Debt</td>
<td>$120,289,000</td>
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<td>5WDSFCOP</td>
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<td>84902</td>
<td>Proceeds of Debt</td>
<td>$47,381,000</td>
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<td>5T AAA AAA</td>
<td>320000</td>
<td>999999B</td>
<td>Hetch Hetchy Fund</td>
<td>$26,609,046</td>
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</table>

Total SOURCES Appropriation $194,279,046146,898,046
Section 2. The uses of funding outlined below are herein appropriated in the various subobjects detailed below subobject 06700 Buildings Structures and Improvements and 084C4 Controller Internal Audits, and reflect the projected uses of funding to support construction of the new headquarters building at 525 Golden Gate Avenue for the Public Utilities Commission for Fiscal Year 2009-2010.

**USES Appropriation**

<table>
<thead>
<tr>
<th>Fund</th>
<th>Index Code / Project Code</th>
<th>Subobject</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>5W CPF</td>
<td>*WTR5WCPFCO</td>
<td>06700- Buildings</td>
<td>SFPUC Headquarters</td>
<td>$120,289,000</td>
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<tr>
<td>COP525</td>
<td>*P525</td>
<td>Structures and</td>
<td>Building</td>
<td>46,804,250</td>
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<td></td>
<td>*CUW687019505W</td>
<td>Improvements</td>
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<td>5WDSFCOP</td>
<td>*WTR5WDSFCOP</td>
<td>07211-Bond</td>
<td>Debt Service Reserve</td>
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<td>Reserve Payments</td>
<td>Fund</td>
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<tr>
<td>5WDSFCOP</td>
<td>*WTR5WDSFCOP</td>
<td>07412-Bond</td>
<td>Capitalized Interest</td>
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<td>Interest Capitalized</td>
<td>Payments</td>
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<tr>
<td>5WDSFCOP</td>
<td>*WTR5WDSFCOP</td>
<td>07311-Bond</td>
<td>Cost of Bond Issuance</td>
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<tr>
<td></td>
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<td>Issuance Cost-</td>
<td>Unamortized</td>
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</tr>
</tbody>
</table>

Mayor Gavin Newsom
Office of the Mayor
Section 3. Placing $167,670,000-000420,289,000 on Controller’s reserve pending the sale of
Certificates of Participation.

Section 4. Should grants become available as a funding source, the Public Utilities
Commission may accept and expend those grants to reimburse prior expenditures, subject to
Board of Supervisors’ approval.

Mayor Gavin Newsom
Office of the Mayor
Section 5. Should grants not be available as a funding source, the Public Utilities Commission is authorized to use additional revenue from land sales, proceeds from indebtedness or other funding sources to reimburse prior expenditures.

Section 6. Hetch Hetchy Power Enterprise will be reimbursed up to $17,172,069, which represents a loan from Hetch Hetchy Water and Power to the 525 Golden Gate Avenue Project, by any proceeds of indebtedness in excess of $120,289,000, any land sale proceeds or other legally available source of funds, including future grants received for the 525 Golden Gate Avenue Project.

Section 7. The Board of Supervisors makes the following findings in compliance with the California Environmental Quality Act ("CEQA"), California Public Resources Code Section 21000 et seq., the CEQA Guidelines, 14 Cal. Code of Regulations Sections 15000 et seq. ("CEQA Guidelines"), and San Francisco Administrative Code Chapter 31 ("Chapter 31"):

(a) The Planning Department’s Major Environmental Analysis Section has approved, and the Planning Commission certified, a Final Environmental Impact Report ("FEIR") on February 15, 2001, Case File No. 97.478E, which this Board of Supervisors adopted on October 19, 2001, Case File No. 011115, and an Addendum to the FEIR was prepared on October 3, 2003, and the Public Utilities Commission, by Resolution 06-0058, adopted Findings, including mitigation measures, pursuant to the CEQA, the CEQA Guidelines and Chapter 31; and

(b) The Planning Department issued a letter on August 21, 2007 determining that the New PUC Headquarters Building at 525 Golden Gate Avenue was within the scope of those environmental review documents, and no further analysis was required. The SFPUC design process resulted in further proposed changes to the building design, including the addition of another story, consistent with the height evaluated in the FEIR, with a total floor area of
approximately 277,500 square feet, and the Planning Department issued a letter on June 3,
2009 confirming that the current proposal for 525 Golden Gate Avenue (the "Project") is within
the scope of the earlier environmental review documents, and no further environmental review
is required; and

c) The Department of City Planning adopted and issued a General Plan Consistency
Finding, wherein the City's Planning Department found that the Project and the jurisdictional
transfer of the property was consistent with the City's General Plan and with the Eight Priority
Policies under Planning Code Section 101.1; and

d) The Public Utilities Commission, by Resolution No. 08-0005, adopted findings as required
by CEQA, and approved the award of Contract No. WD-2559R for Construction
Manager/General Contractor contract to Webcor Builders for the, subject to certification of
funds by the Controller, with work proceeding as funds are available; and

(e) On July 14, 2009, the Public Utilities Commission reviewed and considered the FEIR and
the Addendum and record as a whole, and found that the FEIR and Addendum were
adequate for its use as the decision-making body for the action taken to approve the request
for the supplemental appropriation for the project, and incorporated the CEQA Findings,
including the mitigation measures, contained in Resolution No. 08-0005 ("PUC CEQA
Findings"). The PUC CEQA Findings reflected the PUC's independent review and
consideration of the relevant environmental information contained in the FEIR, the Addendum
and the administrative record. The PUC CEQA Findings are on file with the Clerk of the
Board of Supervisors in File No. 090564 and are incorporated herein by this reference; and

(f) The Board of Supervisors has had the opportunity to review and consider the FEIR, the
Addendum and the administrative record, which are located at the Planning Department at
1650 Mission Street, Suite 400, in Case File No. 97.478E, which this Board of Supervisors
adopted on October 19, 2001, Case File No. 011115. The Board of Supervisors has reviewed
and considered the FEIR and the PUC CEQA Findings with respect to this Ordinance,
including the mitigation measures adopted by the PUC, and determined that said findings
remain valid for the actions contemplated in this Ordinance; and further finds that since the
FEIR and Addendum was finalized, there have been no substantial project changes and no
substantial changes in project circumstances that would require major revisions to the FEIR
and Addendum due to the involvement of new significant environmental effects or an increase
in the severity of previously identified significant impacts, and there is no new information of
substantial importance that would change the conclusions set forth in the FEIR; and

(g) The Board of Supervisors hereby adopts as its own and incorporated the PUC CEQA
Findings by reference as though such findings were fully set forth in this Ordinance, and

(h) The Board of Supervisors endorses the implementation of the mitigation measures
identified in the PUC CEQA Findings and recommends for adoption any mitigation measures
that are enforceable by agencies other than City agencies, all as set forth in the PUC CEQA
Findings.
APPROVED AS TO FORM:

DENNIS J. HERRERA, City Attorney

By: [Signature]

Deputy City Attorney

FUNDs AVAILABLE

BEN ROSENFIELD

Controller

By: [Signature]

Date: Amended 08/04/2009 07/28/2009
Ordinance appropriating $194,279,046 including $167,670,000 in Certificates of Participation and $26,609,046 in Hetch Hetchy unappropriated fund balance to fund construction of the new Public Utilities Commission headquarters building at 525 Golden Gate Avenue for the Public Utilities Commission in Fiscal Year 2009-2010 and placing $167,670,000 on Controller's reserve pending the sale of Certificates of Participation, and adopting environmental findings.

August 18, 2009  Board of Supervisors — PASSED, ON FIRST READING
Ayes: 10 - Alioto-Pier, Avalos, Campos, Chiu, Chu, Daly, Elsbernd, Mar, Maxwell, Mirkarimi
Excused: 1 - Duffy

September 15, 2009  Board of Supervisors — FINALLY PASSED
Ayes: 11 - Alioto-Pier, Avalos, Campos, Chiu, Chu, Daly, Dufty, Elsbernd, Mar, Maxwell, Mirkarimi
I hereby certify that the foregoing Ordinance was FINALLY PASSED on September 15, 2009 by the Board of Supervisors of the City and County of San Francisco.

Angela Calvillo
Clerk of the Board

Date Approved

9-25-09

Mayor Gavin Newsom