Resolution calling special election for City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other matters in connection therewith; and affirming the Planning Department's determination, and making findings under the California Environmental Quality Act.

WHEREAS, Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California Government Code, commencing with Section 53369 ("IRFD Law"), the Board of Supervisors is authorized to establish an infrastructure and revitalization financing district and to act as the legislative body for an infrastructure and revitalization financing district; and

WHEREAS, The Board of Supervisors has adopted a resolution entitled "Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); providing for future annexation; determining other matters in connection therewith; and affirming the Planning Department's determination, and making findings under the California Environmental Quality Act" ("Resolution Proposing Formation"), proposing (i) the formation of the "City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)" ("IRFD"), pursuant to the IRFD Law to finance certain facilities ("Facilities"), (ii) approval of an infrastructure financing plan for the IRFD ("Infrastructure Financing Plan"), (iii) a process for the future annexation of territory to the IRFD, and (iv) an annual appropriations limit, as defined by subdivision (h) of Section 8 of Article XII B of the California Constitution, for the IRFD; and

WHEREAS, The Board of Supervisors has also adopted a resolution entitled "Resolution of intention to issue bonds for City and County of San Francisco Infrastructure
and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other
matters in connection therewith; and affirming the Planning Department’s determination, and
making findings under the California Environmental Quality Act” (‘Resolution of Intention to
Issue Bonds’), proposing issuance from time to time of one or more series of bonds or other
debt for the IRFD (“Bonds”) for the purpose of financing the costs of the Facilities, as specified
in the Resolution of Intention to Issue Bonds in the maximum aggregate principal amount of (i)
$91,900,000 (in 2017 dollars) plus (ii) the principal amount of Bonds approved by the Board of
Supervisors and the qualified electors of the annexation territory in connection with the
annexation of the annexation territory to the IRFD, so long as the Board makes the finding
specified in IRFD Law, Section 53369.41(f); and

WHEREAS, Pursuant to the provisions of the Resolution Proposing Formation and the
Resolution of Intention to Issue Bonds, the propositions to establish the IRFD, to approve the
Infrastructure Financing Plan, to establish an annual appropriations limit for the IRFD and
authorization to issue or incur Bonds for the IRFD shall be submitted to the qualified electors
in the IRFD as required by the provisions of the IRFD Law; and

WHEREAS, Pursuant to the provisions of the IRFD Law, in circumstances where the
qualified electors in a district proposed to be formed under the IRFD are the landowners of
such district, a public agency is not a landowner for purposes of the IRFD Law, unless the
public agency owns all of the land to be included within the proposed district; now, therefore,
be it

RESOLVED, That pursuant to IRFD Law, Sections 53369.20 and 53369.43, the
propositions to establish the IRFD, to approve the Infrastructure Financing Plan, to establish
the annual appropriations limit for the IRFD and authorization to issue or incur Bonds for the
IRFD shall be submitted to the qualified electors (as defined below) of the IRFD at elections
called therefor as provided below; and, be it
FURTHER RESOLVED, That the Board of Supervisors hereby finds that fewer than 12 persons have been registered to vote within the territory of the IRFD for each of the 90 days preceding the close of the public hearing conducted by the Board of Supervisors with respect to the proposed formation of the IRFD and the proposed Infrastructure Financing Plan and that not all of the territory within the IRFD is owned by the City, and accordingly, and pursuant to IRFD Law, Section 53369.20, the Board of Supervisors finds that, for these proceedings, the qualified electors in the IRFD (which, pursuant to IRFD Law shall not include the City) are the landowners within the IRFD and that the vote shall be by all such landowners (other than the City) or their authorized representatives, each having one vote for each acre or portion thereof such landowner owns in the proposed IRFD as of the close of the public hearings; and, be it

FURTHER RESOLVED, That future annexations of property into the IRFD may occur at any time after formation of the IRFD, but only if the Board of Supervisors has completed the procedures set forth in the Infrastructure Financing Plan, which shall be based on the following: (i) the Board of Supervisors adopts a resolution of intention to annex property (the "annexation territory") into the IRFD and describes the annexation territory to be included in the IRFD, (ii) the resolution of intention is mailed to each owner of land in the annexation territory and each affected taxing entity in the annexation territory, if any, in substantial compliance with IRFD Law, Sections 53369.11 and 53369.12, (iii) the Board of Supervisors directs the Port to prepare an amendment to the Infrastructure Financing Plan, if necessary, and the designated official prepares any such amendment, in substantial compliance with IRFD Law, Sections 53369.13 and 53369.14, (iv) any amendment to the Infrastructure Financing Plan is sent to each owner of land and each affected taxing entity (if any) within the annexation territory, in substantial compliance with IRFD Law, Sections 53369.15 and 53369.16, (v) the Board of Supervisors notices and holds a public hearing on the
proposed annexation, in substantial compliance with IRFD Law, Sections 53369.17 and 53369.18, (vi) the Board of Supervisors adopts a resolution proposing the adoption of any amendment to the Infrastructure Financing Plan and annexation of the annexation territory to the IRFD, and submits the proposed annexation to the qualified electors in the annexation territory, in substantial compliance with IRFD Law, Sections 53369.20-53369.22, with the ballot measure to include the question of the proposed annexation of the annexation territory into the IRFD, approval of the appropriations limit for the annexation territory and approval of the issuance of bonds for the annexation territory, and (vii) after canvass of returns of any election, and if two-thirds of the votes cast upon the question are in favor of the ballot measure, the Board of Supervisors may, by ordinance, adopt the amendment to the Infrastructure Financing Plan, if any, and approve the annexation of the annexation territory to the IRFD, in substantial compliance with IRFD Law, Section 53369.23; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby calls a special election within the IRFD to consider the measures described above, which election shall be held on October 16, 2018, and the results thereof canvassed at the meeting of the Board of Supervisors on October 16, 2018; and, be it

FURTHER RESOLVED, That the Director of Elections of the City and County of San Francisco is hereby designated as the official to conduct the election and to receive all ballots until 3:00 p.m. on the election date, or such earlier time as all of the qualified electors have voted; and, be it

FURTHER RESOLVED, It is hereby acknowledged that the Director of Elections has on file the Resolution Proposing Formation, a certified map of the boundaries of the proposed IRFD, and a sufficient description (including assessor’s parcel numbers in a landowner election) to allow the Director of Elections to determine the electors of the proposed IRFD; and, pursuant to IRFD Law, Section 53369.20(c), the election shall be conducted by personal
service or mail-delivered ballot pursuant to California Elections Code, Section 4000 et seq., and the Board of Supervisors hereby finds that California Elections Code, Section 4108 is applicable to this special election, with the timing of the election governed by IRFD Law, Section 53369.20; and, be it

FURTHER RESOLVED, That the propositions described above shall be set forth in separate ballot measures, the forms of which are attached hereto as Exhibit “A” and by this reference incorporated herein and the form of ballot is hereby approved, and the Director of Elections is hereby authorized and directed to cause a ballot, in substantially the form of Exhibit “A,” to be delivered to each of the qualified electors of the IRFD, and each ballot shall indicate the number of votes to be voted by the respective landowner to which the ballot pertains; each ballot shall be accompanied by all supplies and written instructions necessary for the use and return of the ballot, and the envelope to be used to return the ballot shall be enclosed with the ballot, with the return postage prepaid, and shall contain the following: (a) the name and address of the landowner, (b) a declaration, under penalty of perjury, stating that the voter is the owner of record or authorized representative of the landowner entitled to vote and is the person whose name appears on the envelope, (c) the printed name, signature and address of the voter, (d) the date of signing and place of execution of the declaration pursuant to clause (b) above, and (e) a notice that the envelope contains an official ballot and is to be opened only by the canvassing board of the election; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby further finds that the provisions of IRFD Law, Section 53369.20(a) requiring a minimum of 90 days following the adoption of the Resolution Proposing Formation to elapse before the special election are for the protection of the qualified electors, and there is on file with the Clerk of the Board of Supervisors and the Director of Elections of the City and County of San Francisco a written waiver executed by all of the qualified electors of the IRFD allowing for a shortening of the
time for the special election to expedite the process of formation of the IRFD and waiving any requirement for notice, analysis and arguments in connection with the election, and accordingly, the Board of Supervisors finds and determines that the qualified electors have been fully apprised of and have agreed to the shortened time for the election and waiver of analysis and arguments, and have thereby been fully protected in these proceedings, and the Board of Supervisors also finds and determines that the Director of Elections has concurred in the shortened time for the election, and analysis and arguments with respect to the ballot measure are hereby waived, as provided in IRFD Law, Section 53369.21(b); and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby finds that the proposed issuance of Bonds constitutes a “local bond measure” within the meaning of California Elections Code Sections 53410 et seq., and as a result, the bond measure shall approve the issuance of Bonds for the IRFD and include the following: (a) the specific purpose of the Bonds shall be as set forth in the proposition; (b) any proceeds received from the sale of any Bonds shall be applied only to the purposes set forth in the propositions; (c) the proceeds of any Bonds shall be deposited into a special account to be created therefor as part of the issuance of such Bonds; and (d) the City shall cause a report to be prepared annually under Elections Code Section 53411; and, be it

FURTHER RESOLVED, That in the “Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) on land within the City and County of San Francisco commonly known as the Hoedown Yard to finance the construction of affordable housing within Pier 70 and Parcel K South; to provide for future annexation; to call a public hearing on September 11, 2018, on the formation of the district and to provide public notice thereof; determining other matters in connection therewith; and affirming the Planning Department’s determination, and making findings under the California Environmental Quality Act,” the Board of Supervisors made
certain findings under the California Environmental Quality Act about the Final Environmental
Impact Report for the Pier 70 Mixed-Use District Project, and those findings are incorporated
in this Resolution as if set forth in their entirety herein; and, be it

FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or
word of this resolution, or any application thereof to any person or circumstance, is held to be
invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision
shall not affect the validity of the remaining portions or applications of this resolution, the
Board of Supervisors hereby declaring that it would have passed this resolution and each and
every section, subsection, sentence, clause, phrase, and word not declared invalid or
unconstitutional without regard to whether any other portion of this resolution or application
thereof would be subsequently declared invalid or unconstitutional; and, be it

FURTHER RESOLVED, That the Mayor, the Controller, the Director of Elections, the
Director of the Office of Public Finance, the Executive Director of the Port of San Francisco,
the Clerk of the Board of Supervisors and any and all other officers of the City are hereby
authorized, for and in the name of and on behalf of the City, to do any and all things and take
any and all actions, including execution and delivery of any and all documents, assignments,
certificates, requisitions, agreements, notices, consents, instruments of conveyance, warrants
and documents, which they, or any of them, may deem necessary or advisable in order to
effectuate the purposes of this Resolution; provided however that any such actions be solely
intended to further the purposes of this Resolution, and are subject in all respects to the terms
of the Resolution; and, be it

FURTHER RESOLVED, That all actions authorized and directed by this Resolution,
consistent with any documents presented herein, and heretofore taken are hereby ratified,
approved and confirmed by the Board of Supervisors; and, be it
FURTHER RESOLVED, That this Resolution shall take effect upon its enactment.

Enactment occurs when the Mayor signs the resolution, the Mayor returns the resolution unsigned or does not sign the resolution within ten days of receiving it, or the Board of Supervisors overrides the Mayor's veto of the resolution.

APPROVED AS TO FORM:
DENNIS J. HERRERA
City Attorney

By: MARK D. BLAKE
Deputy City Attorney
This ballot is for a special, landowner election. You must return this ballot in the enclosed postage paid envelope to the office of the Director of Elections of the City and County of San Francisco no later than the hour of 3:00 p.m. on October 16, 2018, either by mail or in person. The office of the Director of Elections is located at 1 Dr. Carlton B. Goodlett Place, City Hall, San Francisco, California 94102-4689.

To vote, mark a cross (X) on the voting line after the word “YES” or after the word “NO”. All marks otherwise made are forbidden. All distinguishing marks are forbidden and make the ballot void.

If you wrongly mark, tear, or deface this ballot, return it to the Director of Elections of the City and County of San Francisco and obtain another.

BALLOT MEASURE NO. 1: Shall the Board of Supervisors form “City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)” (the IRFD) as proposed in the Board of Supervisors resolution entitled “Resolution proposing adoption of infrastructure financing plan and formation of City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70);
providing for future annexation; determining other matters in connection therewith; and affirming the Planning Department’s determination, and making findings under the California Environmental Quality Act” adopted on October 16, 2018 (the Resolution Proposing Formation)?

YES: [________]  
NO: [________]  

BALLOT MEASURE NO. 2: Shall the Board of Supervisors approve the infrastructure financing plan for the IRFD, as proposed for approval by the Board of Supervisors in the Resolution Proposing Formation?

YES: [________]  
NO: [________]  

BALLOT MEASURE NO. 3: Shall the annual appropriations limit of the IRFD be established in the amount of $91.9 million, as set forth in the Resolution Proposing Formation?

YES: [________]  
NO: [________]  

BALLOT MEASURE NO. 4: Shall the City and County of San Francisco be authorized from time to time to issue one or more
series of bonds and other debt (Bonds) for the IRFD in the maximum aggregate principal amount of (i) $91.9 million (in 2017 dollars) plus (ii) the principal amount of Bonds approved by the Board of Supervisors and the qualified electors of annexation territory in connection with each annexation of annexation territory to the IRFD, so long as the Board makes the finding specified in Section 53369.41(f) of the IRFD Law, all as set forth in the Board of Supervisors resolution entitled “Resolution of intention to issue bonds for City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other matters in connection therewith; and affirming the Planning Department's determination, and making findings under the California Environmental Quality Act,” with interest at a rate or rates not to exceed the maximum interest rate permitted by law at the time of sale of such series of Bonds, the proceeds of which Bonds will be used to acquire and/or construct certain facilities and pay for the costs of issuing each series of the Bonds and related expenses?

YES: __________
NO: __________
Assessor's Parcel Number(s): ________________________________
Acreage: ________________________________
Number of Votes: ________________________________
Name of Property Owner: ________________________________

[Property owner signature block]
Resolution calling a special election for City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other matters in connection therewith; and affirming the Planning Department’s determination, and making findings under the California Environmental Quality Act.

September 11, 2018 Board of Supervisors - CONTINUED
Ayes: 11 - Brown, Cohen, Fewer, Kim, Mandelman, Peskin, Ronen, Safai, Stefani, Tang and Yee

October 16, 2018 Board of Supervisors - AMENDED, AN AMENDMENT OF THE WHOLE BEARING SAME TITLE
Ayes: 11 - Brown, Cohen, Fewer, Kim, Mandelman, Peskin, Ronen, Safai, Stefani, Tang and Yee

October 16, 2018 Board of Supervisors - ADOPTED AS AMENDED
Ayes: 11 - Brown, Cohen, Fewer, Kim, Mandelman, Peskin, Ronen, Safai, Stefani, Tang and Yee

I hereby certify that the foregoing Resolution was ADOPTED AS AMENDED on 10/16/2018 by the Board of Supervisors of the City and County of San Francisco.

Angela Calvillo
Clerk of the Board

London N. Breed
Mayor

Date Approved