The members of the Commission on Community Investment and Infrastructure of the City and County of San Francisco met in a special meeting at Yerba Buena Center for the Arts, The Forum, 701 Mission Street in the City of San Francisco, California, at 4:00 p.m. on the 17th day of September 2013, at the place and date duly established for holding of such a meeting.

REGULAR MEETING AGENDA

1. Recognition of a Quorum

Meeting was called to order at 4:10 p.m. Roll call was taken.

Commissioner Ellington – present
Commissioner Mondejar - present
Vice-Chair Rosales – absent
Commissioner Singh – present
Chair Johnson – present

Vice-Chair Rosales was absent.

2. Announcements

A. The next regularly scheduled Commission meeting will be held on Tuesday, October 1, 2013 at 1:00 pm (City Hall, Room 416).

B. Announcement of Prohibition of Sound Producing Electronic Devices during the Meeting

Please be advised that 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 of or use of a cell phone, pager, or other similar sound-producing electronic device.

C. Announcement of Time Allotment for Public Comments

3. Report on actions taken at previous Closed Session meeting, if any – None.


5. Matters of New Business:

CONSENT AGENDA

a) Approval of Minutes: Regular Meeting of August 20, 2013

PUBLIC COMMENT – None.
Commissioner Ellington motioned to move Item 5(a) and Commissioner Singh seconded that motion.

Secretary Jones called for a voice vote on Items 5(a).

Commissioner Ellington — yes
Commissioner Mondejar — yes
Commissioner Singh — yes
Chair Johnson — yes

ADOPTION: IT WAS VOTED BY 4 COMMISSIONERS WITH ONE ABSENCE THAT THE MINUTES FOR THE REGULAR MEETING OF AUGUST 20, 2013, BE ADOPTED.

REGULAR AGENDA

b) Designating the Children’s Creativity Museum Carousel in honor of Mr. Leroy King who faithfully served on the former San Francisco Redevelopment Agency Commission for nearly 32 years. (Discussion and Action) (Resolution No. 44-2013)

Presenters: Tiffany Bohee, Executive Director; Vallie Brown, Legislative Aide to Supervisor London Breed; Leroy King, former San Francisco Redevelopment Agency Commissioner

PUBLIC COMMENT

Speaker: Dorris Vincent, Resident of BVHP/Shipyard CAC; Rebecca King; Fred Pecker, Secretary/Treasurer of ILWU Local 6 and member of the King family; Dennis Kelly, United Educators of San Francisco Teacher’s Union; Ace Washington; Ramon Romero, former San Francisco Redevelopment Agency Commission President

Ms. Vincent stated that Mr. King was her hero and her friend and thanked him for his contributions to the Shipyard and Shipyard CAC and that she wished Mr. King the very best.

As Mr. King’s oldest daughter, Ms. King recalled that she had asked her father what he wanted to be remembered for and he told her that it was this carousel. She stated that the carousel was important to her father because that was where her mother and father had met and he wanted it to be accessible to future generations to create great memories. Ms. King thanked the OCII and Supervisor Breed’s office for allowing this honor to happen during her father’s lifetime.

Mr. Pecker stated that he was very happy about this honor, not only because it was the location of Mr. King’s first date with his wife but also because it would continue to bring great joy to future generations for years to come. Mr. Pecker stated that it was because of Mr. King’s work that San Francisco residents have a better life, especially in the local neighborhood where he came from.

Mr. Kelly spoke about how hard Mr. King had worked for so many years for the unions in San Francisco and how he had moved them forward and that he and the Teachers Union wholeheartedly supported this item.

Mr. Washington talked about the respect he has always had for Mr. King and how proud he was to have known such a great man. Mr. Washington congratulated Mr. King for his work.
Mr. Romero stated that Mr. King was the first Commissioner to come up and shake his hand after he had been appointed to the San Francisco Redevelopment Agency in 1997 by Mayor Brown. Mr. Romero stated that Mr. King's tenure had spanned almost four decades, during which time Mr. King acted as not only a labor and political leader but a staunch civil rights leader as well and that he fought for everyone. He recalled that Mr. King's energy had always been undeniable. Mr. Romero spoke about Agency meetings with 200-300 people in attendance because they were working on projects worth many millions of dollars and providing jobs for the people of San Francisco. He recalled that he and Mr. King fought with each other all the time until they actually got to know each other and found out they had many things in common. Mr. Romero stated that Mr. King nominated Mr. Romero as President of the Agency but remained the go-to guy when something needed to get done.

Commissioner Singh stated that he had met Mr. King over 30 years ago and that Mr. King was Mr. Singh's mentor over the years. Mr. Singh recalled that it was the mayor, Art Agnos, and Mr. King’s idea to develop Yerba Buena so many years ago and referred to Mr. King as a living legend. He stated that it was his special honor and privilege to move this item.

Commissioner Singh motioned to move Item 5(b) and Commissioner Ellington seconded that motion.

Secretary Jones called for a voice vote on Item 5(b).

Commissioner Ellington — yes
Commissioner Mondejar — yes
Commissioner Singh — yes
Chair Johnson — yes

ADOPTION: IT WAS VOTED BY 4 COMMISSIONERS WITH ONE ABSENCE THAT RESOLUTION NO. 44-2013, DESIGNATING THE CHILDREN’S CREATIVITY MUSEUM CAROUSEL IN HONOR OF MR. LEROY KING, WHO FAITHFULLY SERVED ON THE FORMER SAN FRANCISCO REDEVELOPMENT AGENCY COMMISSION FOR NEARLY 32 YEARS, BE ADOPTED.

ITEMS 5(c) and 5(d) will be called together but voted on separately.

c) Approving, pursuant to the Transbay Implementation Agreement, exercising the option to extend the term of the Personal Services Contract with Conger Moss Guillard Landscape Architecture by 3 years, and a First Amendment to the Contract to complete design and construction administration for the Folsom Streetscape Improvements and Under-Ramp Park by increasing the not-to-exceed amount by $1,124,521, for a total maximum aggregate amount of $3,604,329, and adding an option for an additional one-year extension; Transbay Redevelopment Project. (Discussion and Action) (Resolution No. 45-2013)

d) Approving, pursuant to the Transbay Implementation Agreement, a Memorandum of Understanding with the City and County of San Francisco, through its Department of Public Works for design review and project management services for the Folsom Streetscape Improvements project in an amount not to exceed $483,662 and a term of three years; Transbay Redevelopment Project Area. (Discussion and Action) (Resolution No. 46-2013)

Presenters: Tiffany Bohee, Executive Director; Courtney Pash, Assistant Project Manager, Transbay; Mike Grisso, Senior Project Manager, Transbay; Scott Cataffia, Principal, CMG
PUBLIC COMMENT

Speakers: John Holtzclaw, Transbay Area CAC; Peter Hartman, Transbay CAC

Mr. Holtzclaw stated that he had worked toward retaining the Transbay terminal, rebuilding it and then extending the Caltrain and high speed train to the terminal. He thanked the OCII for holding the meeting there and expressed his appreciation for building mixed use development housing and for providing for the homeless and seniors.

Mr. Hartman thanked the OCII for coming to their neighborhood for the meeting and stated that he had been on the Transbay CAC for many years. He stated that the CAC was looking forward to realizing their vision of transforming the area after working for such a long time on its redevelopment and especially about the proposed streetscape improvements.

Commissioner Singh inquired about whether CMG had done any other work for the OCII and about what other projects they had worked on.

Ms. Pash responded in the affirmative and stated that CMG had been working on this project for the past three years.

Mr. Grisso responded that CMG had also done landscape architectural work in the Hunters Point Shipyard Project area.

Mr. Cataffa added that they had been working with the OCII on Transbay since 2011. In addition CMG had worked on the Hunters Point Shipyard Hilltop Park and pocket parks related to the Phase 1 project there as well as other projects in the City.

Commissioner Ellington inquired about: whether the statement on the amendment that indicated there were additional areas and more complex site improvements on Essex St between Folsom and Harrison was in addition to what they saw during the last go-around; whether there would be separate MOU’s for each organization relating to the Mass Transit (MTA), the Department of Public Works (DPW) and the Public Utilities Commission (PUC); whether the cycle track would be included.

In response to the first question, Mr. Cataffa stated that in the original agreement they had scoped for concept designs of the area between Folsom and Harrison Streets but had only scoped for documentation and building of stair improvements. He explained that once they had met with the CAC and the community about what they wanted, CMG was now revisiting the contract to be able to actually build those additional pieces that were only conceptually conceived in the original scope.

To the second question, Ms. Pash responded in the negative and stated that there would be only one MOU that included all three organizations. She explained that the DPW would be the lead organization and the MTA and PUC would come under that contract.

To the third question, Mr. Cataffa responded that the cycle track would be included. He explained that when they submitted the schematic design improvements for Folsom Street which the OCII had recently reviewed, the MTA thought it would be advisable to add the cycle track, which was not part of the original 2006 streetscape design. Mr. Cataffa added that the purpose of this
addendum was to explore that option, to look at traffic implications, etc., and then they would bring it back to the Commission for review.

Chair Johnson pointed out that in the document it was stated that CMG had only gone through 25% of its budget so far and inquired about whether that meant that the original amount plus the additional budget would cover both Phase I and II of all the remaining work that CMG was doing and explained that she was asking because Phase II has not been scoped out yet. Ms. Johnson pointed out that nothing was mentioned about tenant improvements and inquired about: whether space would be included for restaurants or other businesses; whether they would come with their own service providers, if space were leased out; when they anticipated the leasing out of the space.

To the first question, Ms. Pash responded in the affirmative. She explained that the total budget of $3.6 million would cover all the work in the revised scope of Phase I and Phase II, through 2017 less the 25% that they have already expended. Ms. Pash responded in the affirmative to second and third questions. She added that the leasing process might start about a year before the park was to be completed, maybe late 2016 or early 2017.

Commissioner Ellington motioned to move Item 5(c) and Commissioner Singh seconded that motion.

Secretary Jones called for a voice vote on Item 5(c).

Commissioner Ellington — yes
Commissioner Mondejar — yes
Commissioner Singh — yes
Chair Johnson — yes

ADOPTION: IT WAS VOTED BY 4 COMMISSIONERS WITH ONE ABSENCE THAT RESOLUTION NO. 45-2013, APPROVING, PURSUANT TO THE TRANSBAY IMPLEMENTATION AGREEMENT, EXERCISING THE OPTION TO EXTEND THE TERM OF THE PERSONAL SERVICES CONTRACT WITH CONGER MOSS GUILLARD LANDSCAPE ARCHITECTURE BY 3 YEARS, AND A FIRST AMENDMENT TO THE CONTRACT TO COMPLETE DESIGN AND CONSTRUCTION ADMINISTRATION FOR THE FOLSOM STREETSCAPE IMPROVEMENTS AND UNDER-RAMP PARK BY INCREASING THE NOT-TO-EXCEED AMOUNT BY $1,124,521, FOR A TOTAL MAXIMUM AGGREGATE AMOUNT OF $3,604,329, AND ADDING AN OPTION FOR AN ADDITIONAL ONE-YEAR EXTENSION; TRANSBAY REDEVELOPMENT PROJECT, BE ADOPTED.

Commissioner Mondejar motioned to move Item 5(d) and Commissioner Ellington seconded that motion.

Secretary Jones called for a voice vote on Item 5(d).

Commissioner Ellington — yes
Commissioner Mondejar — yes
Commissioner Singh — yes
Chair Johnson — yes
ADOPTION: IT WAS VOTED BY 4 COMMISSIONERS WITH ONE ABSENCE THAT RESOLUTION NO. 46-2013, APPROVING, PURSUANT TO THE TRANSBAY IMPLEMENTATION AGREEMENT, A MEMORANDUM OF UNDERSTANDING WITH THE CITY AND COUNTY OF SAN FRANCISCO, THROUGH ITS DEPARTMENT OF PUBLIC WORKS FOR DESIGN REVIEW AND PROJECT MANAGEMENT SERVICES FOR THE FOLSOM STREETSCAPE IMPROVEMENTS PROJECT IN AN AMOUNT NOT TO EXCEED $483,662 AND A TERM OF THREE YEARS; TRANSBAY REDEVELOPMENT PROJECT AREA, BE ADOPTED.

ITEMS 5(e) and 5(f) will be called together but voted on separately.

c) Authorizing a Personal Services Contract with Jones Hall, a Professional Law Corporation, for Bond Counsel Services in an amount not to exceed $105,000 related to proposed Mission Bay South bond sales, pursuant to the Mission Bay South Owner Participation Agreement. (Discussion and Action) (Resolution No. 47-2013)

f) Authorizing a Personal Services Contract with Public Financial Management ("PFM") for financial advisory services in an amount not to exceed $92,000 related to a proposed Mission Bay South bond sales, pursuant to the Mission Bay South Owner Participation Agreement. (Discussion and Action) (Resolution No. 48-2013)

Presenters: Tiffany Bohee, Executive Director; Leo Levenson, Deputy Director, Finance and Administration

PUBLIC COMMENT — None.

Chair Johnson noted that the cap for expenses in the Jones Hall PSC not-to-exceed amount was listed as $2,500 and inquired about whether there was a similar cap for PFM. Ms. Johnson explained that she was asking this because if the bonds were issued separately, the amount to be issued would come out to be $89,000, which is $3,000 less than the $92,000 and inquired whether the $3,000 amount would serve as a cushion for miscellaneous expenses.

Mr. Levenson responded that the contract itself governed the not-to-exceed amount but that the $3,000 amount provided a bit of wiggle room for extra expenses.

Chair Johnson stated that in the Jones Hall contract this amount had been listed as miscellaneous expenses and stated that the $3,000 in the PFM contract should also be listed as miscellaneous expenses, so that it all added up to $92,000.

Executive Director Bohee added that in this contract the wording was different, but whether it was listed as an individual issuance or separate issuances, it was a roll-up number.

Mr. Levenson suggested that they could amend the Attachment B.

Chair Johnson agreed that they should spell out what the $3,000 was for and indicated that this could be fixed with an amendment to the attachment.

Mr. Levenson concurred with that.

Chair Johnson inquired about: whether, in terms of the parties that needed to be put in place and the documentation needed for getting the bonds terms to the State, the bonds would be issued
competitively or negotiated and if so, would underwriters need to be engaged before going to the State. Ms. Johnson stated that they would probably want to do a negotiated sale for this. Also in terms of disclosure counsel, would that require the OCII to come together to create a PSC.

Mr. Levenson responded that he was not able to answer that question at that time. He explained that they were treading new ground with this and that they would need to talk to the DOF first to find out what they needed to make their decision. Mr. Levenson added that preliminary indication was that they would be required to create a structure with a size, timeframe and purpose. He believed that the DOF’s concern would be directed at the flow of tax increment in the future and the completion of enforceable obligations. He responded in the affirmative to the question related to the PSC.

Commissioner Ellington motioned to move Item 5(e) and Commissioner Singh seconded that motion.

Secretary Jones called for a voice vote on Items 5(e).

Commissioner Ellington – yes
Commissioner Mondejar – yes
Commissioner Singh – yes
Chair Johnson – yes

ADOPTION: IT WAS VOTED BY 4 COMMISSIONERS WITH ONE ABSENCE THAT RESOLUTION NO. 47-2013, AUTHORIZING A PERSONAL SERVICES CONTRACT WITH JONES HALL, A PROFESSIONAL LAW CORPORATION, FOR BOND COUNSEL SERVICES IN AN AMOUNT NOT TO EXCEED $105,000 RELATED TO PROPOSED MISSION BAY SOUTH BOND SALES, PURSUANT TO THE MISSION BAY SOUTH OWNER PARTICIPATION AGREEMENT, BE ADOPTED.

Chair Johnson stated that Item 5(f) would be voted on including the change that it will be approved in substantial form with the adjustment to the budget as discussed.

Commissioner Ellington motioned to move Item 5(f) and Commissioner Singh seconded that motion.

Secretary Jones called for a voice vote on Items 5(f).

Commissioner Ellington – yes
Commissioner Mondejar – yes
Commissioner Singh – yes
Chair Johnson – yes

ADOPTION: IT WAS VOTED BY 4 COMMISSIONERS WITH ONE ABSENCE THAT RESOLUTION NO. 48-2013, AUTHORIZING A PERSONAL SERVICES CONTRACT WITH PUBLIC FINANCIAL MANAGEMENT ("PFM") FOR FINANCIAL ADVISORY SERVICES IN AN AMOUNT NOT TO EXCEED $92,000 RELATED TO A PROPOSED MISSION BAY SOUTH BOND SALES, PURSUANT TO THE MISSION BAY SOUTH OWNER PARTICIPATION AGREEMENT, BE ADOPTED.
6. Public Comment on Non-agenda Items

Speakers: Ace Washington

Mr. Washington was concerned that there had been no mention of holding a Commission meeting in the Western Addition and that no outreach was being done there. He expressed his concern about the situation in the Western Addition, which was deteriorating quickly. He asked the Commission to start paying attention to that area. Mr. Washington also spoke about community reform.

7. Report of the Chair

Chair Johnson had no report. She thanked everyone for coming to the meeting and stated that they would try to have quarterly meetings outside of City Hall and hoped they could fit in one more before the end of the year.

8. Report of the Executive Director

Executive Director Bohee reported on the ROPS 13/14B with respect to the Bayview Opera House Plaza improvements. She explained that in previous ROPS, the State had denied those expenses. However, now they would be able to take unexpended pre-2011 bond proceeds with approval of the OCII and the Oversight Board and that they planned to bring before the Commission a new letter agreement with the MTA and place it on the ROPS to be able to make that expenditure during the January-June 2014 period. Ms. Bohee stated that this item would be coming up in the next two months as the MTA contract was being put together. She added that they would also be bringing a $450,000 expenditure with the Mayor’s Office of Housing and Community Development (MOHCD) before the OCII, using pre-2011 bond proceeds. Ms. Bohee explained that the state in previous ROPS had questioned expenditures for various streetscape improvements under the HUD Choice Neighborhood Grant; however, now that they had a finding of completion, they were able to enter into new contracts using those bond proceeds for their original purpose. This expenditure would be for new streetscape contract in the Bayview that would be implemented by the MOHCD. Ms. Bohee pointed out that there was an informational memo distributed to Commissioners relating to the Fillmore Heritage Center, Yoshi’s and the other tenant loans for future consideration. Lastly, she announced that the Mayor and other City officials had celebrated Mexican Independence Day at the Mexican Museum with Commissioners Singh and Mondejar in honor of the actions that had been taken by the OCII and the City for the establishment of the Mexican Museum.

9. Commissioners’ Questions and Matters

Chair Johnson thanked Secretary Jones and other OCII staff, Beulah Stanley and Lucinda Nguyen, for providing assistance for the meeting.

10. Closed Session

a) CONFERENCE WITH LEGAL COUNSEL-EXISTING LITIGATION. (Pursuant to California Government Code Section 54956.9(d)(1))

In re Municipal Derivatives Antitrust Litigation (Redevelopment Agency of City and County of San Francisco v. Bank of America, et al.), MDL 1950 (Master Docket No. 08-02516), Federal District Court (Southern District of New York)
Approval of resolution authorizing settlement agreement between Successor Agency and the Wells Fargo requiring Wells Fargo to pay approximately $27,000 to the Successor Agency based on its pro rata share of damages, and authorizing the Successor Agency to set the settlement amount aside as part of a litigation trust fund to offset the expenses of its class action counsel, Cotchett, Pitre and McCarthy LLP in continuing litigation against other defendants subject to Cotchett, Pitre and McCarthy waiving any contingency fee claim as to amounts expended from the fund. (Discussion and Action) (Resolution No. 49-2013)

11. **Reconvene in Open Session:**

a) Possible report on actions taken in closed-session pursuant to Government Code Section 54957.1

Chair Johnson reported during closed session they took up Resolution 49-2013 which passed with all Commissioners present voting for the matter.

12. **Adjournment**

The meeting was adjourned by Chair Johnson at 6:12 p.m.

Respectfully submitted,

[Signature]

Natasha Jones
Interim Commission Secretary

ADOPTED: