The members of the Oversight Board of the City and County of San Francisco met in a regular meeting at City Hall, 1 Dr. Carlton B. Goodlett Place, Room 416, in the City of San Francisco, California, at 3:00 p.m. on the 6th day of March 2012, at the place and date duly established for holding of such a meeting.

1. **CALL TO ORDER/ROLL CALL**

   Meeting was called to order at 3:00 p.m. and roll call was taken. All board members were present.

2. **APPROVAL OF MINUTES** – None

3. **ANNOUNCEMENTS**

   (No action)

4. **CONSENT AGENDA** - None

5. **REGULAR AGENDA**

   A. Election of a Chair and Vice-Chair of the Oversight Board (Discussion and Action)

      Madame Secretary Casteel-Brown called for a voice vote on the position of Chair:
      Board member Lee – yes
      McKnight – yes
      Muscat – yes
      Rahaim – yes
      Sesay – yes
      Sweet – yes
      Waymack – yes

      Nadia Sesay was unanimously elected Chair of the Oversight Board.
Madame Chair Sesay took over the presiding of the meeting and took nominations for the office of the Vice-Chair.

Board member Olsen Lee was nominated by Board member Rahaim and seconded by Board member Sweet.

Madame Secretary Casteel-Brown called for a voice vote on the position of Vice-Chair:
Board member Lee: yes
McKnight – yes
Muscat – yes
Rahaim – yes
Sesay – yes
Sweet – yes
Waymack – yes

Board member Olsen Lee was unanimously elected Vice-Chair of the Oversight Board.

A. Adoption of a resolution selecting the City Attorney for the City and County of San Francisco as legal counsel for the Oversight Board for the City and County of San Francisco (Successor Agency to the Redevelopment Agency of the City and County of San Francisco), and waiving any potential conflicts that may arise from the City Attorney’s concurrent representation of the Oversight Board and the City and County of San Francisco (Discussion and Action) (Resolution No. 1-2012)

Board member Muscat motioned to move this item.

Seconded by Board member Rahaim.

Madame Secretary called for a voice vote on this resolution:
Board member Lee – yes
McKnight – yes
Muscat – yes
Rahaim – yes
Madame Chair Sesay – yes
Sweet – no
Waymack – yes

**ADOPTION:** IT WAS VOTED (6 VOTES IN FAVOR, 1 OPPOSED) TO ADOPT RESOLUTION NO. 1-2012, SELECTING THE CITY ATTORNEY FOR THE CITY AND COUNTY OF SAN FRANCISCO AS LEGAL COUNSEL FOR THE OVERSIGHT
B. Adoption of Roberts Rules of Order as the Oversight Board’s governing rules of order (Discussion and Action)

Board member Muscat motioned to move this item.

Board member Lee seconded this motion.

ADOPTION: IT WAS UNANIMOUSLY CARRIED, THAT AGENDA ITEM NO. 4C, THE ADOPTION OF ROBERTS RULES OF ORDER AS THE OVERSIGHT BOARD’S GOVERNING RULES OF ORDER, BE ADOPTED.

C. Adoption of a regular meeting location and schedule of the Oversight Board of City Hall, Room 416, on the 1st and 3rd Tuesday of every month at 3:00 p.m. (Discussion and Action)

ADOPTION: The item was moved by Board member Muscat, and seconded by Board Member Rahaim.

The item was adopted by 6 votes in favor and 1 opposed:

   Board member Lee – yes
   McKnight – no
   Muscat – yes
   Rahaim – yes
   Sesay – yes
   Sweet – yes
   Waymack – yes

ADOPTION: THE BOARD VOTED (6 VOTES IN FAVOR, 1 OPPOSED) THAT AGENDA ITEM NO. 4D, ADOPTION OF A REGULAR MEETING LOCATION AND SCHEDULE OF THE OVERSIGHT BOARD OF CITY HALL, ROOM 416, ON THE 1ST AND 3RD TUESDAY OF EVERY MONTH AT 3:00 P.M., BE ADOPTED.
F. Approval of the appointment of Tiffany Bohee as the Executive Director for the Oversight Board (Discussion and Action) (TAKEN OUT OF ORDER)

Board member Muscat motioned to move this item.

Board member McKnight seconded this item.

ADOPTION: IT WAS UNANIMOUSLY CARRIED, THAT AGENDA ITEM NO. 4F, APPROVAL OF THE APPOINTMENT OF TIFFANY BOHEE AS THE EXECUTIVE DIRECTOR FOR THE OVERSIGHT BOARD, BE ADOPTED.

D. Designation of Tiffany Bohee as the City official to whom the California Department of Finance shall make requests to review Oversight Board decisions (Discussion and Action) (TAKEN OUT OF ORDER)

Board member Rahaim motioned to move this item.

Board member Waymack seconded the item.

ADOPTION: IT WAS UNANIMOUSLY CARRIED, THAT AGENDA ITEM NO. 4E, DESIGNATION OF TIFFANY BOHEE AS THE CITY OFFICIAL TO WHOM THE CALIFORNIA DEPARTMENT OF FINANCE SHALL MAKE REQUESTS TO REVIEW OVERSIGHT BOARD DECISIONS, BE ADOPTED.

G. Staff Report (Discussion)

i. Presentation on the Board’s role and duties, including staffing of the Board

ii. Requesting direction from the Chair for the Oversight Board staff to work with the staff of the Ethics Commission on a Statement of Incompatible Activities for consideration by the Ethics Commission

Presenter: Tiffany Bohee
Madame Chair Sesay directed staff to work with the Ethics Commission on the statement of Incompatible Activities.

H. Adoption of a resolution confirming that solely for the purposes of implementing ABX1 26, the use of special tax revenues under Community Facilities Districts that the former Redevelopment Agency of the City and County of San Francisco (SFRA) established or agreed to establish (including, but not limited to, imposing or increasing special taxes, spending the
revenues or issuing debt secured by those revenues), is not subject to the Oversight Board’s review or approval under such state law, and that the special tax revenues and their expenditure shall not be included in the enforceable obligation payment schedule or the recognized obligation payment schedule (Discussion and Action) (Resolution No. 2-2012)

Presenter: Tiffany Bohee

Board member Muscat motioned to move this item.

Board member Rahaim seconded this item.

**ADOPTION:** IT WAS UNANIMOUSLY CARRIED, THAT RESOLUTION NO. 2-2012, CONFIRMING THAT SOLELY FOR THE PURPOSES OF IMPLEMENTING ABX1 26, THE USE OF SPECIAL TAX REVENUES UNDER COMMUNITY FACILITIES DISTRICTS THAT THE FORMER REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO (SFRA) ESTABLISHED OR AGREED TO ESTABLISH (INCLUDING, BUT NOT LIMITED TO, IMPOSING OR INCREASING SPECIAL TAXES, SPENDING THE REVENUES OR ISSUING DEBT SECURED BY THOSE REVENUES), IS NOT SUBJECT TO THE OVERSIGHT BOARD’S REVIEW OR APPROVAL UNDER SUCH STATE LAW, AND THAT THE SPECIAL TAX REVENUES AND THEIR EXPENDITURE SHALL NOT BE INCLUDED IN THE ENFORCEABLE OBLIGATION PAYMENT SCHEDULE OR THE RECOGNIZED OBLIGATION PAYMENT SCHEDULE, BE ADOPTED.

I. Adoption of a resolution acknowledging that the City and County of San Francisco (“City”) effectuated a transfer of the housing assets and functions of the former Redevelopment Agency of the City and County of San Francisco, and that the city accepted such assets and functions and placed them under the administrative jurisdiction of its Mayor's Office of Housing (“MOH”) and vested MOH with the authority to perform all of the Agency’s rights and obligations relating to such assets, and further acknowledging that all actions that the City, including MOH, has taken or may take with respect to such housing assets are not subject to this Oversight Board’s review or approval except as may be required under (1) AB26 for the City solely as successor agency to use property tax revenues (former increment) to pay or perform enforceable obligations and (2) Board of Supervisors Resolution No. 11-12 as to the implementation of the Major Approved Development Projects (Discussion and Action) (Resolution No. 3-2012)

Presenter: Tiffany Bohee

Board member Muscat motioned to move this item.
Board member Waymack seconded this item.

ADOPTION: IT WAS UNANIMOUSLY CARRIED, THAT RESOLUTION NO. 3-2012, ACKNOWLEDGING THAT THE CITY AND COUNTY OF SAN FRANCISCO (“CITY”) EFFECTUATED A TRANSFER OF THE HOUSING ASSETS AND FUNCTIONS OF THE FORMER REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO, AND THAT THE CITY ACCEPTED SUCH ASSETS AND FUNCTIONS AND PLACED THEM UNDER THE ADMINISTRATIVE JURISDICTION OF ITS MAYOR’S OFFICE OF HOUSING (“MOH”) AND VESTED MOH WITH THE AUTHORITY TO PERFORM ALL OF THE AGENCY’S RIGHTS AND OBLIGATIONS RELATING TO SUCH ASSETS, AND FURTHER ACKNOWLEDGING THAT ALL ACTIONS THAT THE CITY, INCLUDING MOH, HAS TAKEN OR MAY TAKE WITH RESPECT TO SUCH HOUSING ASSETS ARE NOT SUBJECT TO THIS OVERSIGHT BOARD’S REVIEW OR APPROVAL EXCEPT AS MAY BE REQUIRED UNDER (1) AB26 FOR THE CITY SOLELY AS SUCCESSOR AGENCY TO USE PROPERTY TAX REVENUES (FORMER INCREMENT) TO PAY OR PERFORM ENFORCEABLE OBLIGATIONS AND (2) BOARD OF SUPERVISORS RESOLUTION NO. 11-12 AS TO THE IMPLEMENTATION OF THE MAJOR APPROVED DEVELOPMENT PROJECTS, BE ADOPTED.

J. Report of the Chair (Discussion)

9. PUBLIC COMMENT ON NON-AGENDA ITEMS

(no action)

6. CLOSED SESSION

A. Discussion and vote on whether to hold closed session. (Discussion and Action)

There was a motion and a second to hold closed session.

It was unanimously carried to hold the closed session.

Madame Secretary announced that at this time the regular session of the successor agency is closing for a closed session and requested that everyone please leave the room.

B. Closed Session has been calendared to discuss the following matter:

1. CONFERENCE WITH LEGAL COUNSEL REGARDING EXISTING LITIGATION MATTERS (Discussion and Action)
a. Discuss existing litigation matters pursuant to California Government Code Section 54956.9(a) and San Francisco Administrative Code Section 67.10(d):

*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)

1. Proposed Action: Ratifying and approving a settlement between Bank of America and the City and County of San Francisco, as successor agency to the Redevelopment Agency of the City and County of San Francisco ("City") under Assembly Bill No. 1X 26 (Chapter 5, Statutes of 2011-12, First Extraordinary Session) ("AB 26") in *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) requiring the payment of $27,617.48 to the City. (The payment to the City is a pro rata share of a settlement that is being divided among the multiple public and private plaintiffs in the action. After deducting attorney's fees, the City shall receive $25,131.91.)

2. Proposed Action: Ratifying and approving a settlement between Morgan Stanley and the City and County of San Francisco, as successor agency to the Redevelopment Agency of the City and County of San Francisco ("City") under Assembly Bill No. 1X 26 (Chapter 5, Statutes of 2011-12, First Extraordinary Session) ("AB 26") in *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) requiring the payment of $10,036.36 to the City. (The payment to the City is a pro rata share of a settlement that is being divided among the multiple public and private plaintiffs in the action -- which shall be applied toward costs incurred by the City in the litigation.)

7. RECONVENE IN OPEN SESSION

A. Possible report on actions taken in closed session pursuant to Government Code Section 54957.1 and San Francisco Administrative Code Section 67-12. (Discussion and Action)

B. Vote on whether to disclose any or all executive session discussions pursuant to Government Code Section 54957.1 and San Francisco Administrative Code Section 67.12. (Discussion and Action)

Madame Chair Sesay reported that there was unanimous approval from the Board to approve the proposed action on both items: settlement with Bank of America for approximately $27,000 and settlement with Morgan Stanley for approximately $10,000.

Board member Rahaim motioned to move to not disclose discussion in closed session.

Board member Sweet seconded that motion.
It was unanimously carried not to disclose any executive session discussions.

8. **NEW MATTERS FOR FUTURE CONSIDERATION**

(no action)

10. **ADJOURNMENT:**

    It was moved by Board member Rahaim, seconded by Board member Muscat, and unanimously carried that the meeting be adjourned at 7:35 p.m.

    Respectfully submitted,

    Natasha Jones  
    Interim Commission Secretary  

**ADOPTED:**

Madame Secretary Casteel-Brown called for a voice vote on the position:

Board member Lee – yes
McKnight – yes
Muscat – yes
Rahaim – yes
Sesay – yes
Sweet – yes
Waymack – yes

It was unanimously adopted.