

1 [Treasure Island Homeless Development Initiative Agreement for Treasure Island/Yerba  
2 Buena Island]

3 **Resolution approving the Amended and Restated Base Closure Homeless Assistance**  
4 **Agreement with the Treasure Island Homeless Development Initiative.**

5 WHEREAS, Former Naval Station Treasure Island is a military base located on  
6 Treasure Island and Yerba Buena Island (together, the "Base"), which is currently owned by  
7 the United States of America ("the Federal Government" or the "Navy"); and,

8 WHEREAS, The Base was selected for closure and disposition by the Base  
9 Realignment and Closure Commission ("BRAC") in 1993, acting under Public Law 101-510,  
10 and its subsequent amendments; and,

11 WHEREAS, The United States Department of Defense designated the City and County  
12 of San Francisco ("City") as the Local Redevelopment Authority ("LRA") responsible for the  
13 conversion of the Base under the federal disposition process; and,

14 WHEREAS, The Board of Supervisors adopted Resolution No. 573-94 on July 2, 1994,  
15 electing to be governed by a process prescribed by the Federal Government in the Base  
16 Closure Community Redevelopment and Homeless Assistance Act of 1994 (the "Homeless  
17 Assistance Act"), which requires the LRA to propose a plan for using Base resources to assist  
18 homeless persons as part of its preparation of a strategic land use plan for the reuse and  
19 development of the Base; and,

20 WHEREAS, The Homeless Assistance Act requires the LRA to prepare (i) a proposed  
21 legally binding agreement that provides for the use of buildings, property and other resources  
22 on and off the Base to assist homeless persons in the community, which will become effective  
23 after completion of environmental review under the California Environmental Quality Act  
24 ("CEQA") and the National Environmental Policy Act; (ii) information regarding how the draft  
25 Reuse Plan for the Base addresses homelessness in the community; and (iii) a summary of

1 public comments regarding the above-mentioned documents (collectively, the "Homeless  
2 Assistance Submission"); and,

3 WHEREAS, The Treasure Island Homeless Development Initiative ("TIHDI") is a  
4 collaborative, consisting of non-profit organizations ("TIHDI Member Organizations"), that was  
5 formed in June 1994 for the purpose of utilizing the structural and economic development  
6 resources of the Base to fill gaps in the continuum of care for homeless individuals and  
7 families in the City; and,

8 WHEREAS, TIHDI submitted a Notice of Interest to the LRA on November 1, 1995  
9 requesting the use of certain buildings on the Base and proposing various programs on the  
10 Base to serve homeless and economically disadvantaged persons; and,

11 WHEREAS, In 1996, the City and TIHDI negotiated a Base Closure Homeless  
12 Assistance Agreement and Option to Lease Real Property (the "Homeless Assistance  
13 Agreement") as part of the Homeless Assistance Submission, which describes the terms  
14 under which TIHDI and TIHDI Member Organizations (i) could utilize up to 375 units of  
15 existing former military housing on an interim basis, (ii) would be granted certain rights to new  
16 housing opportunities as part of the reuse and development of the Base, (iii) would receive  
17 certain rights to economic development opportunities, (iv) would participate in a permanent  
18 employment program related to activities on the Base, and (v) could receive certain financial  
19 support and facilities; and,

20 WHEREAS, The Board of Supervisors adopted Resolution No. 672-96 on July 25,  
21 1996, endorsing a draft Reuse Plan for the Base and authorizing the submission of the draft  
22 Reuse Plan and the Homeless Assistance Submission to the Department of Defense and the  
23 United States Department of Housing and Urban Development ("HUD") as required under the  
24 Homeless Assistance Act; and,

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1           WHEREAS, HUD approved the draft Reuse Plan and the Homeless Assistance  
2 Submission on November 26, 1996; and,

3           WHEREAS, On June 13, 1997, the Board of Supervisors adopted Resolution No. 566-  
4 97 endorsing an amendment to the Homeless Assistance Agreement to allow for the transfer  
5 of certain Navy personal property to TIHDI, and the Homeless Assistance Agreement, as  
6 amended, is referred to in this Resolution as the "1996 TIHDI Agreement"; and,

7           WHEREAS, In 1997, the Base closed and the Treasure Island Development Authority  
8 ("TIDA") was created to replace the City as the LRA and to serve as a single entity  
9 responsible for the reuse and development of the Base; and,

10           WHEREAS, Under the Treasure Island Conversion Act of 1997, which amended  
11 Section 33492.5 of the California Health and Safety Code and added Section 2.1 to Chapter  
12 1333 of the Statutes of 1968 (the "Conversion Act"), the California Legislature (i) granted to  
13 the Board of Supervisors the authority to designate TIDA as a redevelopment agency under  
14 California Community Redevelopment Law with authority over the Base; and (ii) with respect  
15 to those portions of the Base that are subject to the public trust for commerce, navigation and  
16 fisheries (the "Public Trust"), vested in TIDA the authority to administer the Public Trust as to  
17 such property in accordance with the terms of the Conversion Act; and,

18           WHEREAS, Under the Conversion Act and TIDA's Articles of Incorporation and  
19 Bylaws, TIDA, acting by and through its Board of Directors (the "TIDA Board"), has the power,  
20 subject to applicable laws, to sell, lease, exchange, transfer, convey or otherwise grant  
21 interests in or rights to use or occupy all or any portion of the Base; and,

22           WHEREAS, After a competitive bid process, the TIDA Board selected Treasure Island  
23 Community Development, LLC ("TICD") as the proposed master developer of the Base and  
24 entered into exclusive negotiations with TICD relating to a Disposition and Development  
25 Agreement ("TICD DDA") and other transaction documents; and,

1           WHEREAS, Since endorsement of the Reuse Plan and selection of TICD as the  
2 proposed master developer, TIDA has undertaken an extensive public process to further  
3 refine the land use plan for the Base, which has included over 220 public meetings before the  
4 TIDA Board, the Treasure Island/Yerba Buena Island Citizens Advisory Board ("CAB"), the  
5 Board of Supervisors, the Planning Commission, and in other public forums; and,  
6 WHEREAS, In 2006, a Development Plan and Term Sheet for the Redevelopment of Naval  
7 Station Treasure Island (as amended from time to time, the "Updated Development Plan")  
8 between TIDA and TICD was endorsed by the CAB, the TIDA Board and the Board of  
9 Supervisors, which, among other things, (i) describes the updated land use plan for the Base,  
10 (ii) describes the basic terms of the proposed TICD DDA, and (iii) addresses how the terms of  
11 the 1996 TIHDI Agreement are intended to be incorporated into the proposed reuse and  
12 development of the Base (the "Project"); and,

13           WHEREAS, TIDA has negotiated an Economic Development Conveyance  
14 Memorandum of Agreement with the Navy for the transfer of the Base to TIDA as the  
15 designated LRA; and,

16           WHEREAS, TIDA and TIHDI have implemented significant policies of the 1996 TIHDI  
17 Agreement through (i) interim subleases between TIDA and TIHDI or TIHDI Member  
18 Organizations for TIHDI administrative space, the childcare center and 250 existing housing  
19 units on Treasure Island; (ii) contracts between TIDA and TIHDI Member Organizations for  
20 landscaping, janitorial and other services; (iii) the creation of the TIHDI Job Broker Program;  
21 and (iv) the formation of a joint venture among TIHDI, Toolworks (a TIHDI Member  
22 Organization) and Wine Valley Catering to manage TIDA's special events venues at the Base;  
23 and,

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1           WHEREAS, In 2010, the Board of Supervisors unanimously endorsed a Term Sheet  
2 between TIDA and TIHDI for the Amended and Restated Base Closure Homeless Assistance  
3 Agreement (the "TIHDI Term Sheet"), attached as Exhibit A to this Resolution; and,

4           WHEREAS, The TIHDI Term Sheet was the basis for the parties' negotiation of an  
5 amendment and restatement of the 1996 TIHDI Agreement (the "Amended and Restated  
6 TIHDI Agreement" or "TIHDI Agreement") that outlines TIHDI's participation in the  
7 development project via housing, economic development and support components and,  
8 among other things, reflects the updated land use plan, development program, housing plan  
9 and financing plan described in the TICD DDA and other terms negotiated between TIDA and  
10 TIHDI, a copy of which is attached hereto as Exhibit A, and incorporated herein by reference;  
11 and,

12           WHEREAS, The proposed TIHDI Agreement is consistent with the TIHDI Term Sheet  
13 as well as the proposed development program and economic assumptions included in the  
14 TICD DDA and TIHDI's current interim uses and activities on the Base; and,

15           WHEREAS, The TIHDI Agreement was presented to the CAB at duly noticed public  
16 meetings on March 22, 2011 and \_\_\_\_\_, 2011, and on \_\_\_\_\_, 2011  
17 the CAB voted to recommend the TIHDI Agreement; and,

18           WHEREAS, On \_\_\_\_\_, 2011, the Planning Commission by Motion No.  
19 \_\_\_\_\_ and the TIDA Board of Directors by Resolution No. \_\_\_\_\_, as  
20 co-lead agencies, certified the completion of the Final Environmental Impact Report for the  
21 Project, of which the TIHDI Agreement forms a part; and,

22           WHEREAS, On \_\_\_\_\_, 2011, the TIDA Board, by Resolution No.  
23 \_\_\_\_\_, adopted environmental findings pursuant to the California Environmental  
24 Quality Act ("CEQA") with respect to approval of the Project, including a mitigation monitoring  
25 and reporting program and a statement of overriding considerations; now, therefore, be it

1           RESOLVED, That the Board of Directors hereby approves the TIHDI Agreement and  
2 authorizes the Redevelopment Director for TIDA ("Director") to execute, deliver and perform  
3 the TIHDI Agreement, subject to obtaining the Board of Supervisors' approval of the TIHDI  
4 Agreement; and, be it

5           FURTHER RESOLVED, That the Board of Directors authorizes the Director, prior to  
6 execution of the TIHDI Agreement, to make changes and take any and all steps, including but  
7 not limited to, the attachment of exhibits and the making of corrections, as the Director  
8 determines, in consultation with the City Attorney, are necessary or appropriate to  
9 consummate the TIHDI Agreement in accordance with this Resolution; provided, however,  
10 that such changes and steps do not materially decrease the benefits to or materially increase  
11 the obligations or liabilities of TIDA, and are in compliance with all applicable laws; and, be it

12           FURTHER RESOLVED, That all actions heretofore taken by TIDA and its officers,  
13 employees, and agents with respect to the TIHDI Agreement are hereby approved, confirmed  
14 and ratified; and, be it

15           FURTHER RESOLVED, That the Board of Directors authorizes and urges all officers,  
16 employees, and agents of TIDA and the City to take any and all steps as they deem  
17 necessary or appropriate, to the extent permitted by applicable law, in order to consummate  
18 the TIHDI Agreement in accordance with this Resolution, including execution of subsequent  
19 documents, or to otherwise effectuate the purpose and intent of this Resolution and TIDA's  
20 performance under the TIHDI Agreement; and, be it

21           FURTHER RESOLVED, That the Board of Directors authorizes the Director to enter  
22 into any amendments or modifications to the TIHDI Agreement that the Director determines, in  
23 consultation with the City Attorney, are in the best interest of TIDA, do not materially decrease  
24 the benefits to or materially increase the obligations or liabilities of TIDA, and are in  
25 compliance with all applicable laws.

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**CERTIFICATE OF SECRETARY**

**I hereby certify that I am the duly elected Secretary of the Treasure Island Development Authority, a California nonprofit public benefit corporation, and that the above Resolution was duly adopted and approved by the Board of Directors of the Authority at a properly noticed meeting on April 21, 2011.**

\_\_\_\_\_  
Jean-Paul Samaha, Secretary