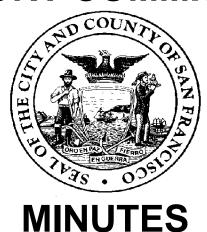
SAN FRANCISCO AIRPORT COMMISSION



October 2, 2015 Special Meeting

9:00 A.M.

Room 400 - City Hall #1 Dr. Carlton B. Goodlett Place (400 Van Ness Avenue) City and County of San Francisco

EDWIN M. LEE, MAYOR

COMMISSIONERS
LARRY MAZZOLA
President
LINDA S. CRAYTON
Vice President
ELEANOR JOHNS
RICHARD J. GUGGENHIME
PETER A. STERN

JOHN L. MARTIN Airport Director

SAN FRANCISCO INTERNATIONAL AIRPORT SAN FRANCISCO, CALIFORNIA 94128

Minutes of the Airport Commission Special Meeting of October 2, 2015

CALENDAR AGENDA			RESOLUTION	
SECTION	ITEM	TITLE	NUMBER	PAGE
A.		CALL TO ORDER:		3
B.		ROLL CALL:		3
C.	1.	ACTION ITEMS RELATING TO ADMINISTRATION OPERATIONS & MAINTENANCE: Appointment of U.S. Bank National Association Trustee for the Airport Commission's Hotel Special Facility Bonds under a Trust Agreement and as Provider of Commercial Banking Service for the On-Airport Hotel under a Cash Management and Lockbox Agreement	on ent	3-4
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D.		ADJOURNMENT:		4

AIRPORT COMMISSION SPECIAL MEETING MINUTES

Tuesday, October 2, 2015

A. CALL TO ORDER:

The regular meeting of the Airport Commission was called to order at 9:00 AM in Room 400, City Hall, San Francisco, CA.

* * *

B. ROLL CALL:

Present: Hon. Larry Mazzola, President

Hon. Linda S. Crayton, Vice President

Hon. Richard J. Guggenhime

Hon. Peter A. Stern

Absent: Hon, Eleanor Johns

* * *

C. ACTION ITEMS RELATING TO ADMINISTRATION, OPERATIONS & MAINTENANCE: Item No. 1 was moved by Commissioner Stern and seconded by Commissioner Guggenhime. The vote to approve was unanimous.

1. APPOINTMENT OF U.S. BANK NATIONAL ASSOCIATION AS TRUSTEE FOR THE AIRPORT COMMISSION'S HOTEL SPECIAL FACILITY BONDS UNDER A TRUST AGREEMENT AND AS PROVIDER OF COMMERCIAL BANKING SERVICES FOR THE ON-AIRPORT HOTEL UNDER A CASH MANAGEMENT AND LOCKBOX AGREEMENT EACH FOR AN INITIAL TERM OF TEN YEARS WITH AN INITIAL COMPENSATION AMOUNT NOT TO EXCEED \$500,000; AUTHORIZATION TO EXECUTE DOCUMENTS; AND RELATED MATTERS

No. 15-0194

The Hotel Project is an activity within the scope of the San Francisco International Airport Master Plan Program approved by the Airport Commission on November 3, 1992. The Master Plan EIR prepared for the Master Plan Program, including addenda thereto, adequately described this activity and its potential environmental effects for the purposes of CEQA.

Mr. Leo Fermin, Chief Business & Finance Officer said this item does two things:

1) It appoints U.S. National Bank as Trustee for the Hotel's Special Facility
Bonds, and, 2) It appoints U.S. National Bank as a Provider of Standard
Commercial Banking Services for the Hotel under a Cash Management and
Lock Box Agreement. As Bond Trustee, U.S. Bank will handle the disbursement
of bond proceeds and will retain custody of debt service and debt service
reserve funds, and oversee compliance with all bond convenants. It will also
make payments of principal and interest on the Hotel's Special Facility Bonds
and maintain bond ownership records and documentation. As a provider of

commercial banking services for the Hotel, U.S. National Bank will maintain and safeguard the lockbox account into which Hotel revenues will be deposited each day and control the flow of funds out of the lockbox account to pay operating expenses of the Hotel and into other funds such as operating and capital reserve funds. They will also provide online access to accounts, including daily balance reporting, wire transfers, stop payments, and check writing to pay Hotel operating expenses. Both contracts will be for an initial 10 year term with three ten-year options to match the life of the bonds. The bank can be terminated at any time by the Commission so long as a replacement bank is appointed as Trustee and Depository. At this time we estimate that the combined fees for both contracts will average about \$50,000 per year. I'll be happy to answer any questions.

* * *

D. ADJOURNMENT:

There being no further calendared business before the Commission the meeting adjourned at 9:06 AM.

(Original signed by: Jean Caramatti)
Jean Caramatti
Commission Secretary