

September 7, 2023

Commissioner Karen Tynan President, CA Board of Pilot Commissioners

Subject: PV Golden Gate – REQUEST FOR FINAL AUTHORIZATION AND REIMBURSEMENT

Dear Commissioner Tynan,

SFBP is pleased to inform the Commission that the *New PV Golden Gate* was delivered to Pier 9 on September 2, 2023. Construction of the vessel is complete and it is anticipated that it will be put into service mid-September after completion of crew training. This submission constitutes our request for Final Authorization and reimbursement as per Harbor and Navigation Code, Division 5, 1194(d)(3). The final project cost is \$9,407,963.19 comprised of \$7,189,789.66 in Project Expenses, \$2,099,573.53 in Interest Expenses and \$118,600 in Bank Fees Expenses.

| PROJECT COST | \$ 7,189,789.66 |
|--------------|--------------------|
| BANK FEES | \$ 118,600.00 |
| INTEREST | \$ 2,099,573.53 |
| | |
| TOTAL COST | \$ 9,407,963.19 |

Below please find the details of our reimbursement request:

 Construction Loan Payments: SFBP B&P requests reimbursement for full repayment of the 10 year fixed rate (4%) construction loan entered into with JP Morgan Chase Bank on August 29, 2023. Principal and interest on this loan totals \$8,518,250.51. SFBP is aware that BOPC is still finalizing the administration of the Special Fund established in Harbor and Navigation Code, Division 5, 1159 and that the details of how the funds will be disbursed have not yet been finalized. We are therefore requesting BOPC approve the annual amounts (calendar year) for years 2023-2033 as detailed in the below table and suggest that details of the payment schedule be coordinated between SFBP and BOPC Staff.

Summary of the expenses comprising the final loan amount are as follows:

| Payments to Snow & Company, Inc and Holdback: | \$6,871,601.24 |
|---|---------------------|
| Payments to First Republic Bank: | <u>\$118,600.00</u> |
| Total: | \$6,990,201.24 |

| PV Golden Gate - Construction Loan Reimbursement Schedule | | |
|---|--|--------------|
| | | |
| Loan Amount | \$ | 6,990,201.24 |
| Interest | \$ | 1,528,049.27 |
| Total | \$ | 8,518,250.51 |
| | | |
| | Annual Amount for Reimbursement | |
| 2023 | \$ | 215,228.08 |
| 2024 | \$ | 851,592.04 |
| 2025 | \$ | 851,592.04 |
| 2026 | \$ | 851,592.04 |
| 2027 | \$ | 851,592.04 |
| 2028 | \$ | 851,592.04 |
| 2029 | \$ | 851,592.04 |
| 2030 | \$ | 851,592.04 |
| 2031 | \$ | 851,592.04 |
| 2032 | \$ | 851,592.04 |
| 2033 | \$ | 638,694.03 |

| SFBP B&P LOAN AND BANK LEGAL FEES | | | | |
|-----------------------------------|--------------|------------------|-------------|--------------|
| VENDOR | INVOICE DATE | INVOICE # | DESCRIPTION | AMOUNT |
| FIRST REPUBLIC BANK | 4/6/2021 | | LOAN FEES | \$ 75,000.00 |
| FIRST REPUBLIC BANK | 4/6/2021 | | LEGAL FEES | \$ 35,000.00 |
| FIRST REPUBLIC BANK | 8/29/2023 | | LEGAL FEES | \$ 8,600.00 |
| TOTAL | | | | \$118,600.00 |

| SFBP B&P LOC PAYMENTS | TO SNOW & CO | MPANY, IN | IC | | |
|------------------------|--------------|------------------|-----------------|-----------|-----------------|
| | | | | | |
| VENDOR | INVOICE DATE | INVOICE # | DESCRIPTION | DATE PAID | AMOUNT |
| SNOW & COMPANY, INC. | 3/8/2021 | 9558 | Initial Deposit | 4/6/2021 | \$ 1,001,423.00 |
| SNOW & COMPANY, INC. | 7/30/2021 | 9653 | MILESTONE #1 | 8/16/2021 | \$ 333,968.00 |
| SNOW & COMPANY, INC. | 8/27/2021 | 9668 | MILESTONE #2 | 9/20/2021 | \$ 667,615.00 |
| SNOW & COMPANY, INC. | 11/16/2021 | 9712 | MILESTONE #3 | 12/1/2021 | \$ 360,000.00 |
| SNOW & COMPANY, INC. | 3/22/2022 | 9787 | MILESTONE #4 | 3/25/2022 | \$ 881,423.00 |
| SNOW & COMPANY, INC. | 5/6/2022 | 9823 | MILESTONE #5 | 5/9/2022 | \$ 661,067.00 |
| SNOW & COMPANY, INC. | 6/24/2022 | 9860 | MILESTONE #6 | 7/5/2022 | \$ 881,423.00 |
| SNOW & COMPANY, INC. | 10/6/2022 | 9911 | MILESTONE #7 | 10/6/2022 | \$ 285,959.17 |
| SNOW & COMPANY, INC. | 1/25/2023 | 9988 | MILESTONE #8 | 1/25/2023 | \$ 714,962.22 |
| SNOW & COMPANY, INC. | 3/13/2023 | 10045 | MILESTONE #9 | 3/15/2023 | \$ 696,729.07 |
| SNOW & COMPANY, INC. | 7/12/2023 | 10088 | MILESTONE#10 | 7/28/2023 | \$ 287,031.78 |
| FIRST REPUBLIC BANK* | 7/12/2023 | 10088 | MILESTONE#10_#2 | 7/28/2023 | \$ 100,000.00 |
| | | | | | |
| *FUNDS HELD BACK FOR C | OMPLETION OF | POST DELIV | ERY WORK | | |
| TOTAL | | | | | \$ 6,871,601.24 |

Note that \$100,000 was held back for completion of post-delivery work on the HVAC System and As-Built Drawings. The HVAC work has been satisfactorily completed and \$50,000 was released to Snow & Company on 8/14/2023. As of the date of this submission, \$50,000 remains on deposit with SFBP B&P to be released when the As-Built Drawings are satisfactorily completed.

Attached for initial review is the JPMC Loan Amortization Table, FRB Line of Credit Transaction History, Line of Credit Loan Disbursement Schedule, PVGG Final Fixed Rate Disbursement, PVGG SNOW Invoices Combined, PVGG Acceptance of SNOW HVAC Holdback Combined. Additional documentation is available to be provided as requested.

2. **Expenses Incurred Directly by SFBP B&P**: SFBP B&P requests reimbursement in the amount of \$889,712.68 for the below direct expenses as detailed below:

| EXPENSES INCURRED DIRECTLY BY S | FBP B&P | | |
|--|-------------------------|--------|------------|
| CONSTRUCTION | | | |
| VENDOR | DESCRIPTION | AMOUNT | |
| SNOW & COMPANY, INC. | PRE PRODUCTION PLANNING | \$ | 30,000.00 |
| PUGET SOUND MARINE SERVICES | PROJECT MGMT | \$ | 159,476.90 |
| KEVIN BALDWIN, ESQ | SFBP B&P LEGAL | \$ | 16,275.00 |
| MISC | SEE DETAIL | \$ | 31,204.47 |
| HOTEL | SEE DETAIL | \$ | 27,772.61 |
| MEALS | SEE DETAIL | \$ | 6,533.29 |
| TRAVEL | SEE DETAIL | \$ | 46,926.15 |
| SUBTOTAL | | | 318,188.42 |
| INTEREST | | | |
| FIRST REPUBLIC BANK | LOC INTEREST EXPENSE | \$ | 571,524.26 |
| | | | |
| TOTAL | | \$ | 889,712.68 |

Attached for initial review is a spreadsheet providing SFBP expense detail, SFBP PVGG EXPENSE DETAIL BOPC.xlxs. Additional documentation is available to be provided as requested. SFBP B&P respectfully requests that *Construction Loan Payments for 2023* and all *Expenses Incurred Directly by SFBP B&P* be reimbursed prior to November 1, 2023.

Regarding the disposition of the *Old PV Golden Gate*, SFBP intends to continue to operate this vessel as a "back up" until satisfied that the *New PV Golden Gate* is performing as anticipated. SFBP is researching options for sale, donation or scrapping. These options are limited due to the CARB "expiration date" of December 23, 2023. SFBP is aware of the requirements of Harbor and Navigation Code, Division 5, 1194(c) and will continue to keep the Commission informed on this matter.

SFBP wishes to thank our Industry Partners, Commissioners and BOPC Staff for their support and interest in this project as well as our SFBP Boat Team and Build Partners. It was a challenging undertaking to complete during the Pandemic and associated Supply Chain disruption. We are very proud to have delivered the first Tier 4 pilot vessel in the United States that will safely and efficiently serve our pilotage grounds for years to come.

Respectfully submitted,

Capt. John Carlier President San Francisco Bar Pilots Benevolent and Protective Association

Attached:

JPMC Loan Amortization Table FRB Line of Credit Transaction History Line of Credit Loan Disbursement Schedule PVGG Final Fixed Rate Disbursement PVGG SNOW Invoices Combined PVGG Acceptance of SNOW HVAC Holdback Combined SFBP PVGG EXPENSE DETAIL BOPC.xlxs