

File No. 190977

Committee Item No. 5

Board Item No. 12

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget & Finance Committee

Date October 9, 2019

Board of Supervisors Meeting

Date October 22, 2019

Cmte Board

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| <input type="checkbox"/> | <input type="checkbox"/> | Motion |
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| <input type="checkbox"/> | <input type="checkbox"/> | Ordinance |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Digest |
| <input type="checkbox"/> | <input type="checkbox"/> | Budget and Legislative Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/> | <input type="checkbox"/> | MOU |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Information Form |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Budget |
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| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Form 126 – Ethics Commission |
| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
| <input type="checkbox"/> | <input type="checkbox"/> | Application |
| <input type="checkbox"/> | <input type="checkbox"/> | Public Correspondence |

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| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Project Description</u> |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Notice of Public Hearing</u> |
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Completed by: Linda Wong Date October 4, 2019

Completed by: Linda Wong Date October 16, 2019

1 [Multifamily Housing Revenue Bonds - 410 China Basin Street (Mission Bay South Block 9) -
2 Not to Exceed \$56,700,000]

3 Resolution declaring the intent of the City and County of San Francisco ("City") to
4 reimburse certain expenditures from proceeds of future bonded indebtedness;
5 authorizing the Director of the Mayor's Office of Housing and Community Development
6 ("Director") to submit an application and related documents to the California Debt Limit
7 Allocation Committee ("CDLAC") to permit the issuance of residential mortgage
8 revenue bonds in an aggregate principal amount not to exceed \$56,700,000 for 410
9 China Basin Street (Mission Bay South Block 9); authorizing and directing the Director
10 to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in
11 accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that
12 the City has on deposit the required amount; authorizing the Director to pay an amount
13 equal to such deposit to the State of California if the City fails to issue the residential
14 mortgage revenue bonds; approving, for purposes of the Internal Revenue Code of
15 1986, as amended, the issuance and sale of residential mortgage revenue bonds by the
16 City in an aggregate principal amount not to exceed \$56,700,000; authorizing and
17 directing the execution of any documents necessary to implement this Resolution; and
18 ratifying and approving any action heretofore taken in connection with the Project, as
19 defined herein, and the Application, as defined herein.

20
21 WHEREAS, The Board of Supervisors of the City and County of San Francisco ("Board
22 of Supervisors"), after careful study and consideration, has determined that there is a
23 shortage of safe and sanitary housing within the City and County of San Francisco ("City"),
24 particularly for low and moderate income persons, and that it is in the best interest of the
25 residents of the City and in furtherance of the health, safety, and welfare of the public for the

1 City to assist in the financing of multi-family rental housing units; and

2 WHEREAS, Acting under and pursuant to the powers reserved to the City under
3 Sections 3, 5, and 7 of Article XI of the Constitution of the State of California and Sections
4 1.101 and 9.107 of the Charter of the City and County of San Francisco, the City has enacted
5 the City and County of San Francisco Residential Mortgage Revenue Bond Law ("City Law"),
6 constituting Article I of Chapter 43 of the San Francisco Administrative Code, in order to
7 establish a procedure for the authorization, issuance and sale of residential mortgage revenue
8 bonds by the City for the purpose of providing funds to encourage the availability of adequate
9 housing and home finance for persons and families of low or moderate income, and to
10 develop viable communities by providing decent housing, enhanced living environments, and
11 increased economic opportunities for persons and families of low or moderate income; and

12 WHEREAS, In addition, pursuant to Division 31 of the Health and Safety Code of the
13 State of California, and particularly Chapter 7 of Part 5 thereof ("State Law"), the City is
14 empowered to issue and sell bonds for the purpose of making mortgage loans or otherwise
15 providing funds to finance the development of multi-family rental housing including units for
16 lower income households and very low income households; and

17 WHEREAS, Mission Bay 9 LP, a California limited partnership (or an affiliate thereof or
18 successor thereto) (the "Borrower") desires to construct an 141-unit affordable residential
19 rental housing development located at 410 China Basin Street, San Francisco, California
20 94158 ("Project"); and

21 WHEREAS, The Developer has requested that the City assist in the financing of the
22 Project through the issuance of one or more series of tax-exempt mortgage revenue bonds
23 ("Bonds"); and

24 WHEREAS, The City expects that proceeds of the Bonds will be used to pay certain
25 costs incurred in connection with the Project prior to the date of issuance of the Bonds; and

1 WHEREAS, The City intends to issue the Bonds in an amount not to exceed
2 \$56,700,000 and to loan the proceeds of the Bonds to the Developer ("Loan") to finance the
3 costs of the Project; and

4 WHEREAS, The Bonds will be limited obligations, payable solely from pledged
5 security, including Project revenues, and will not constitute a debt of the City; and

6 WHEREAS, The Board of Supervisors has determined that the moneys advanced and
7 to be advanced to pay certain expenditures of the Project are or will be available only for a
8 temporary period and it is necessary to reimburse such expenditures with respect to the
9 Project from the proceeds of the Bonds; and

10 WHEREAS, Section 1.150-2 of the United States Treasury Regulations requires that
11 the Board of Supervisors declare its reasonable official intent to reimburse prior expenditures
12 for the Project with proceeds of the Bonds; and

13 WHEREAS, The interest on the Bonds may qualify for tax exemption under Section
14 103 of the Internal Revenue Code of 1986, as amended ("Code"), only if the Bonds are
15 approved in accordance with Section 147(f) of the Code; and

16 WHEREAS, The City now wishes to approve the issuance of the Bonds in order to
17 satisfy the public approval requirements of Section 147(f) of the Code; and

18 WHEREAS, The Project is located wholly within the City; and

19 WHEREAS, On September 3, 2019, the City caused a notice stating that a public
20 hearing with respect to the issuance of the Bonds would be held by the Mayor's Office of
21 Housing and Community Development on September 17, 2019, published in the Notices
22 section of the Mayor's Office of Housing and Community Development website (at
23 <https://sfmohcd.org/notices-0>); and

24 WHEREAS, The Mayor's Office of Housing and Community Development held the
25 public hearing described above on September 17, 2019, and an opportunity was provided for

1 persons to comment on the issuance of the Bonds and the Project; and

2 WHEREAS, This Board of Supervisors is the elected legislative body of the City and is
3 the applicable elected representative authorized to approve the issuance of the Bonds within
4 the meaning of Section 147(f) of the Code; and

5 WHEREAS, Section 146 of the Code limits the amount of tax-exempt private activity
6 bonds, which include qualified mortgage bonds, that may be issued in any calendar year by
7 entities within a state and authorizes the legislature of each state to provide the method of
8 allocating authority to issue tax-exempt private activity bonds within the respective state; and

9 WHEREAS, Chapter 11.8 of Division 1 of Title 2 of the Government Code of the State
10 of California governs the allocation in the State of California of the state ceiling established by
11 Section 146 of the Code among governmental units in the State having the authority to issue
12 tax-exempt private activity bonds; and

13 WHEREAS, Section 8869.85(b) of the Government Code requires that a local agency
14 file an application for a portion of the state ceiling with or upon the direction of the California
15 Debt Allocation Committee ("CDLAC") prior to the issuance of tax-exempt private activity
16 bonds, including qualified mortgage bonds; and

17 WHEREAS, CDLAC procedures require an applicant for a portion of the state ceiling to
18 certify to CDLAC that applicant has on deposit an amount equal to one-half of one percent
19 (0.5%) of the amount of allocation requested not to exceed \$100,000; now, therefore, be it

20 RESOLVED, By the Board of Supervisors of the City and County of San Francisco, as
21 follows:

22 Section 1. The Board of Supervisors finds and determines that the foregoing recitals
23 are true and correct.

24 ///

25 ///

1 Section 2. The Board of Supervisors adopts this Resolution for purposes of
2 establishing compliance with the requirements of Section 1.150-2 of the United States
3 Treasury Regulations. This Resolution does not bind the Board of Supervisors to issue the
4 Bonds, approve the Loan or to make any expenditure, incur any indebtedness or proceed with
5 the Project.

6 Section 3. The Board of Supervisors hereby declares its official intent under United
7 States Treasury Regulations Section 1.150-2 to use proceeds of the Bonds to reimburse
8 expenditures incurred in connection with the Project. The Board of Supervisors hereby further
9 declares its intent to use such proceeds to reimburse the Developer for actual expenditures
10 made by the Developer on the Project.

11 Section 4. On the date of the expenditure to be reimbursed, all reimbursable costs of
12 the Project will be of a type properly chargeable to a capital account under general federal
13 income tax principles.

14 Section 5. The maximum principal amount of debt expected to be issued for the Project
15 is \$56,700,000.

16 Section 6. This Board of Supervisors, as the applicable elected representative of the
17 governmental unit having jurisdiction over the area in which the Project is located, hereby
18 approves the issuance of the Bonds for purposes of Section 147(f) of the Code.

19 Section 7. This approval of the issuance of the Bonds by the City is neither an
20 approval of the underlying credit issues of the proposed Project nor an approval of the
21 financial structure of the Bonds.

22 Section 8. The Board of Supervisors hereby authorizes the Director of the Mayor's
23 Office of Housing and Community Development, including any acting or interim director, or
24 such person's designee ("Director"), on behalf of the City, to submit an application
25 ("Application"), and such other documents as may be required, to CDLAC pursuant to

1 Government Code Section 8869.85 for an allocation for the Project of a portion of the state
2 ceiling for private activity bonds in a principal amount not to exceed \$56,700,000.

3 Section 9. An amount equal to one-half of one percent (0.5%) of the amount of the
4 CDLAC allocation requested for the Project, not to exceed \$100,000 ("Deposit"), is hereby
5 authorized to be held on deposit in connection with the Application and the applicable CDLAC
6 procedures, and the Director is authorized to certify to CDLAC that such funds are available.

7 Section 10. If the City receives a CDLAC allocation for the Project and the Bonds are
8 not issued, the Mayor's Office of Housing and Community Development is hereby authorized
9 to cause an amount equal to the Deposit to be paid to the State of California, if and to the
10 extent required by CDLAC.

11 Section 11. The officers and employees of the City, including the Director, are hereby
12 authorized and directed, jointly and severally, to do any and all things necessary or advisable
13 to consummate the receipt of an allocation from CDLAC and otherwise effectuate the
14 purposes of this Resolution, consistent with the documents cited herein and this Resolution,
15 and all actions previously taken by such officers and employees with respect to the Project,
16 consistent with the documents cited herein and this Resolution, including but not limited to the
17 submission of the application to CDLAC, are hereby ratified and approved.

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Section 12. This Resolution shall take effect from and after its adoption by the Board
and approval by the Mayor.

APPROVED AS TO FORM:
DENNIS J. HERRERA
City Attorney

By: 
KENNETH DAVID ROUX
Deputy City Attorney
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Project Description
Multifamily Securities Program
City and County of San Francisco

Mission Bay South Block 9

Overview

The funds described in the “Financing Structure” section below will be used to finance the development of Mission Bay South Block 9, a 141-unit affordable multifamily housing project to be located at 410 China Basin Street, 94158 in the City and County of San Francisco (the “Project”). To allow for faster vertical construction and respond more quickly to the homelessness crisis, the Sponsors will pursue the use of modular construction for portions of the project. In addition to shortening the development period, use of this technology will result in cost savings. Block 9 is particularly well-suited for modular construction because of its location, conceptual design, and proposed construction type.

Upon completion the Project will include approximately 100,260 square feet of gross floor area, comprised of 56,993 square feet of residential area and 43,267 square feet of non-residential area. Non-residential spaces will include circulation, parking garage, services suites, community gathering areas and common areas.

Total project costs, including the cost to acquire the land and construct new buildings, will be approximately \$60,147,565 or \$426,578 per dwelling unit.

The residential unit distribution, which will include 1 one-bedroom manager’s unit, is:

<u>Unit type</u>	<u>Number of units</u>
Studio	140
1-Bedroom	1
2-Bedroom	0
3-Bedroom	0
4-Bedroom	0

100% percent of the residential units will serve households earning less than 50% percent of the San Francisco County Area Median Income (AMI). The Project will be comprised of 122 furnished studios, 18 furnished studio-plus units (intended to accommodate those with in-home care needs) and 1 one-bedroom manager’s unit.

All of the Project’s 140 affordable units will serve formerly homeless adults and will be referred to the Project by the Department of Homelessness and Supportive Housing (“HSH”) Coordinated Entry System. The Project will be subsidized through the City’s Local Operating Subsidy Program (LOSP).

Residents

No residents will be displaced.

Site Description and Scope of Work

Address: 410 China Basin Street, San Francisco CA 94158
Block/Lot: Block 8719/Lot 3

The project will include:

- Services and management suites, and staff break room
- Large resident courtyard with seating areas, fitness trail, dog run, and pet station
- Community room with kitchen, with an opening to a terrace in the central courtyard
- Resident lounge and game room
- Shared laundry room
- Linen/storage closets on each floor for in-home care providers
- Bicycle parking and repair station
- Two parking spaces for staff and/or deliveries
- Community garden along Bridgeview Way, to be managed by a non-profit partner

Development and Management Team

Project Sponsor[s]:	BRIDGE Housing Corporation and Community Housing Partnership
General Contractor:	Cahill Contractors
Architect of Record:	Leddy Maytum Stacy Architects
Property Manager:	Community Housing Partnership

Project Ownership Structure

Borrower Entity:	Mission Bay 9 LP
Managing General Partner:	Community Housing Partnership

BRIDGE will be a co-developer of the Project and, at the request of OCII in consultation with MOHCD, will continue to be a partner in project for a minimum of five years, subject to specific Project performance provisions, following the conversion to permanent financing. It is anticipated that upon successful completion of established milestones, BRIDGE will exit the partnership.

CHP will be a co-developer, long term owner, property manager, and services provider for Block 9. For the purposes of funding applications, CHP will act as project Sponsor and will therefore act as the Managing General Partner.

An investor limited partner will own a 99.99% interest in the borrower entity.

Financing Structure

The following sources of capital financing are expected to be utilized

- tax-exempt bonds issued by the City;
- 4% low income housing tax credits (LIHTC);
- Federal Home Loan Bank – AHP
- CA Department of Housing and Community Development (HCD) – MHP funds
- soft debt from the City.

The sale of LIHTC will generate equity financing for the Project. The amount of private activity tax-exempt bonds used during construction will be sized specifically to meet the 50% of aggregate basis test required for the LIHTC.

Schedule

Financing is anticipated to close in June, 2020. All construction is scheduled to be complete by September 2021.

Narrative Description of Project Sponsor Experience

BRIDGE HOUSING

BRIDGE is a San Francisco-based non-profit housing developer. BRIDGE has completed over 2,000 affordable homes in San Francisco, and over 14,000 in projects throughout the West Coast. BRIDGE's development experience includes:

- Rene Cazenave Apartments: 120 units of newly constructed supportive housing, located in Transbay, and built in collaboration with CHP (as well as Leddy Maytum Stacy Architects). The project was completed in 2013.
- Celadon at 9th & Broadway (San Diego): 250 newly constructed units serving families, transitional aged youth, and adults with mental health diagnoses. The project was completed in 2015.
- Marea Alta (San Leandro): 115 newly constructed units serving low-income families. The project was built using modular construction and was completed in 2016.

COMMUNITY HOUSING PARTNERSHIP

CHP is a San Francisco non-profit organization founded in 1990 to create and implement solutions to homelessness. CHP's total portfolio consists of over 1,100 units of supportive housing across 16 buildings, housing over 1,500 individuals. CHP has acted as co-developer, owner, property manager, and services provider at several comparable supportive housing sites:

- Richardson Apartments: 120 units of newly constructed supportive housing, located in Hayes Valley, and built in collaboration with Mercy Housing. The project was completed in 2011.
- Rene Cazenave Apartments: 120 units of newly constructed supportive housing, located in Transbay, and built in collaboration with BRIDGE (as well as Leddy Maytum Stacy Architects). The project was completed in 2013.
- Edward II: 25 units of supportive housing for transitional aged youth, located in the Cow Hollow/Marina neighborhood. The project was a rehabilitation and was completed in 2014.

CERTIFICATE OF TEFRA PUBLICATION
Mission Bay South Block 9

This Certificate of Publication is executed this day for the purposes of demonstrating compliance with Section 147(f) of the Internal Revenue Code of 1986, as Amended (the "Code") and applicable Treasury Regulations (the "Regulations"). The undersigned, as a duly qualified and appointed representative of the **CITY AND COUNTY OF SAN FRANCISCO** (the "Issuer"), hereby certifies as follows:

1. A Notice of Public Hearing, attached as Exhibit A, with respect to the issuance of tax-exempt bonds/obligations (the "Bonds") of the Issuer for the benefit of the project described therein (the "Project") was published on the Issuer's primary website address of <https://sfmohcd.org/notices-0> on **September 3, 2019**.

2. The Notice of Public Hearing was posted in an area of the Issuer's website that is used to inform its residents about events affecting the residents and which is clearly identified and accessible to members of the general public seeking information concerning the issuance of the Bonds and the Project.

3. Evidence of the website publication of the Notice of Public Hearing is attached hereto as Exhibit B. This Issuer will maintain records showing that the Notice of Public Hearing containing the requisite information was timely posted on the Issuer's website.

4. The Notice of Hearing remained published on the Issuer's website for a period of **fourteen (14)** consecutive days and the Issuer held the hearing as described in the Notice of Public Hearing on **September 17, 2019**.

5. Following the hearing, the Issuer submitted the request for approval of the Issuance of the Bonds and Project to the applicable elected representative of the Issuer as required by Section 147(f) of the Code and the Regulations.

Dated: September 18, 2019

City and County of San Francisco

By: 

Name: Kim Obstfeld

Title: Development Specialist

EXHIBIT A

NOTICE OF PUBLIC HEARING

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that on Tuesday, September 17, 2019, 2:00 PM, in the Mayor's Office of Housing and Community Development, 1 South Van Ness Avenue, 5th Floor, San Francisco, CA 94103, the City and County of San Francisco (the "City") will conduct a public hearing (the "Public Hearing") at which time the City will hear and consider information concerning the proposed sale and issuance by the City of multifamily affordable housing mortgage revenue bonds (the "Bonds") in an aggregate principal amount not to exceed FIFTY-SIX MILLION SEVEN HUNDRED THOUSAND DOLLARS (\$56,700,000.00). The proceeds of the Bonds will be loaned to Mission Bay 9 LP (or an affiliate thereof or successor thereto) (the "Borrower"), pursuant to a loan agreement (the "Loan Agreement"). The proceeds of the Bonds loaned to the Borrower will be used to finance the development of approximately 141 units of residential rental housing with supportive services, to be occupied by formerly homeless households, located at 410 China Basin Street, San Francisco, California 94158 (the "Project"). The Project site is bounded by Mission Rock Street to the north, China Basin Street to the south, the Public Safety Building to the west, and the future extension of Bridgeview Way to the west (assessor's parcel number 8719003). The Project will be owned and operated by the Borrower.

The Bonds will be paid entirely by the Borrower from the revenues of the Project, in accordance with the Loan Agreement. Neither the full faith and credit nor the taxing power of the City, the State of California (the "State") or any other political corporation, subdivision or agency of the State is pledged to the payment of the principal, premium, if any, or interest on the Bonds, nor shall the City, the State or any other political corporation, subdivision or agency of the State be liable or obligated to pay the principal, premium, if any, or interest on the Bonds.

The Public Hearing is intended to comply with the public approval requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

All those interested in matters related to the issuance of the Bonds and to the financing of the Project are invited to attend and be heard at this hearing. Interested parties may appear in person at the time and place indicated above or submit written comments, which must be received prior to the Public Hearing, to the City, c/o Christina Mun, Mayor's Office of Housing and Community Development, at the address indicated above.

Date: September 3, 2019

CITY AND COUNTY OF SAN FRANCISCO
Daniel Adams, Acting Director
Mayor's Office of Housing and Community
Development

EXHIBIT B
EVIDENCE OF PUBLICATION

Visit our new website today

City of San Francisco

Select Language

Mayor's Office of Housing and Community Development

Home > Vision & Impact > News & Progress Reports > Notices

Notices

General Notices

- [September 2, 2019 - Notice of Public Hearing: 410 China Basin Street TEFRA Hearing on September 17, 2019](#)
- [August 13, 2019 - Notice of Public Hearing: ED Hayes Apartments \(1019 - 1069 Golden Gate Avenue, 549 - 955 Laguna Street, 801 - 929 McArthur Street, 1010 - 1030 Buchanan Street\) TEFRA Hearing on August 23, 2019](#)
- [July 2, 2019 - Notice of Public Hearing: Yosemite Apartments \(450 Eddy Street\) TEFRA Hearing on July 11, 2019](#)
- [June 27, 2019 - MOHCD Releases Community Opportunity to Purchase Act \(COPA\) Qualified Blight Profit Application](#)
- [June 27, 2019 - Notice of Public Hearing: Bernal Gateway \(8101 Mission Street, 141 Prema Avenue, and 145 Prema Avenue\) TEFRA Hearing on July 8, 2019](#)
- [June 17, 2019 - Notice of Public Hearing: Macero May \(301 Palms Ave\) TEFRA Hearing on June 26, 2019](#)
- [May 21, 2019 - Notice of Public Hearing: 508-520 Turk and 555 Larkin Street TEFRA Hearing](#)
- [December 21, 2018 - Notice of Public Hearing: 1056-1058 Mission Street TEFRA Hearing](#)
- [April 1, 2019 - Affordable Housing Bond Working Group Public Meeting Notice](#)

[Community Development Meeting Agendas & Environmental Reviews](#)

NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that on Tuesday, September 17, 2019, 2:00 PM, in the Mayor's Office of Housing and Community Development, 1 South Van Ness Avenue, 5th Floor, San Francisco, CA 94103, the City and County of San Francisco (the "City") will conduct a public hearing (the "Public Hearing") at which time the City will hear and consider information concerning the proposed sale and issuance by the City of multifamily affordable housing mortgage revenue bonds (the "Bonds") in an aggregate principal amount not to exceed FIFTY-SIX MILLION SEVEN HUNDRED THOUSAND DOLLARS (\$56,700,000.00). The proceeds of the Bonds will be loaned to Mission Bay 9 LP (or an affiliate thereof or successor thereto) (the "Borrower"), pursuant to a loan agreement (the "Loan Agreement"). The proceeds of the Bonds loaned to the Borrower will be used to finance the development of approximately 141 units of residential rental housing with supportive services, to be occupied by formerly homeless households, located at 410 China Basin Street, San Francisco, California 94158 (the "Project"). The Project site is bounded by Mission Rock Street to the north, China Basin Street to the south, the Public Safety Building to the west, and the future extension of Bridgeview Way to the west (assessor's parcel number 8719003). The Project will be owned and operated by the Borrower.

The Bonds will be paid entirely by the Borrower from the revenues of the Project, in accordance with the Loan Agreement. Neither the full faith and credit nor the taxing power of the City, the State of California (the "State") or any other political corporation, subdivision or agency of the State is pledged to the payment of the principal, premium, if any, or interest on the Bonds, nor shall the City, the State or any other political corporation, subdivision or agency of the State be liable or obligated to pay the principal, premium, if any, or interest on the Bonds.

The Public Hearing is intended to comply with the public approval requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

All those interested in matters related to the issuance of the Bonds and to the financing of the Project are invited to attend and be heard at this hearing. Interested parties may appear in person at the time and place indicated above or submit written comments, which must be received prior to the Public Hearing, to the City, c/o Christina Mun, Mayor's Office of Housing and Community Development, at the address indicated above.

Date: September 3, 2019

CITY AND COUNTY OF SAN FRANCISCO

Exhibit Q

Certificate of Tenant TEFRA Notice

Project Name: Mission Bay South Block 9
Project Address: 410 China Basin St, San Francisco, CA 94158
Project Block/Lot: 8719/003

This Certificate of Tenant TEFRA Notice (the "Certificate") is submitted pursuant to §3.2.4.A.3 of the Multifamily Securities Program Manual (the "Manual") for the City and County of San Francisco (the "City") and the Housing Bond Approval Policy, Section 43.9 of Article IX of the San Francisco Municipal Code. Any capitalized terms not defined herein have the meanings given in the Manual.

The undersigned hereby certifies as follows:

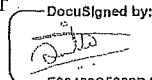
1. The undersigned is authorized to execute this Certificate on behalf of the Borrower for the Project referenced hereinabove (the "Project").
2. A written notice regarding the application for Program financing and TEFRA Hearing concerning the Project (a "Tenant TEFRA Notice") was delivered via mail to all current tenants on September 4, 2019 and posted at the Project location on September 4, 2019.
3. Both dates referenced above are at least 10 days prior to the TEFRA Hearing referenced in the Tenant TEFRA Notice.
4. A true and correct copy of the Tenant TEFRA Notice delivered and posted as described above is attached to this Certificate.

Mission Bay 9 LP,
a California limited partnership

By: Mission Bay 9 LLC, a California limited liability company,
its administrative general partner

By: BRIDGE Housing Corporation,
a California nonprofit public benefit corporation,
its sole and managing member

By:

DocuSigned by:


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Smitha Seshadri, Vice President

DATE: 9/4/2019



BUILDING SUSTAINING LEADING

September 4, 2019

BRIDGE HOUSING
CORPORATION

BRIDGE PROPERTY
MANAGEMENT COMPANY

BRIDGE ECONOMIC
DEVELOPMENT CORPORATION

NOTICE TO ALL TENANTS

Mission Bay 9 LP has applied to the San Francisco Mayor's Office of Housing and Community Development ("MOHCD") for tax-exempt financing to purchase and make improvements to Mission Bay South Block 9. These improvements will include the development of 140 permanent supportive affordable housing units and one manager's unit, community gathering spaces, and landscaped courtyard.

Mission Bay 9 LP is controlled by Community Housing Partnership and BRIDGE Housing Corporation. This financing will not, by itself, cause any residential tenants to be evicted and will not cause those tenants' rents to increase by more than 15.5% in 2020 or more than the percentage change in area median income, as determined by the U.S. Department of Housing and Urban Development, in any future year.

MOHCD will hold a public hearing to provide an opportunity for anyone to express their views, either orally or in writing, regarding the proposed financing or the proposed improvements. **This hearing will take place on Tuesday, September 17, 2019 at 2:00 PM, in the Mayor's Office of Housing and Community Development, 1 South Van Ness Avenue, 5th Floor, San Francisco, CA 94103.** A public notice regarding this hearing was published in on the MOHCD website on September 3, 2019. A copy of that notice is attached to this document.

If you have questions about the proposed financing, proposed improvements, or the upcoming hearing, you may contact any of the following people:

- Kimberly Obstfeld, (415) 749-2447, kimberly.obstfeld@sfgov.org
- Allie Stein, (415) 321-4036, astein@bridgehousing.com
- Serena Callaway, (415) 852-5341, scallaway@chp-sf.org

You may also appear in person at the hearing described above or submit written comments to the City, which must be received prior to the hearing, at the following address:

Mayor's Office of Housing and Community
Development Attention: Kimberly Obstfeld
1 South Van Ness Avenue, 5th
Floor San Francisco, CA 94103

400 CALIFORNIA STREET, SUITE 900, SAN FRANCISCO, CA 94108 TEL: 415.989.1111 FAX: 415.495.4898 BRIDGEHOUSING.COM

2202 30TH STREET, SAN DIEGO, CA 92104 TEL: 619.231.6300 FAX: 619.231.6301

1301 DOVE STREET, SUITE 920, NEWPORT BEACH, CA 92660 TEL: 949.229.7070 FAX: 949.274.7668

38 NW DAVIS STREET, SUITE 450, PORTLAND, OR 97209 TEL: 503.360.1828 FAX: 503.961.8897

1000 SECOND AVENUE, SUITE 1610, SEATTLE, WA 98104 TEL: 206.456.6100

BRIDGE HOUSING IS A NOT-FOR-PROFIT, PUBLIC-BENEFIT CORPORATION 1793

CITY AND COUNTY OF SAN FRANCISCO

Public Hearing as required by Section 147(f) of the Internal Revenue Code of 1986

410 China Basin Street (Mission Bay South Block 9)

Date: September 17, 2019

Time: 2:00 PM

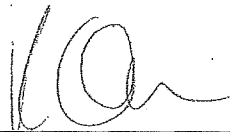
Location: Mayor's Office of Housing and Community Development (MOHCD)
City and County of San Francisco
1 South Van Ness Avenue, 5th Floor, Room 5081
San Francisco, CA 94103

Present: Kim Obstfeld, OCII
Christina Mun, MOHCD
Serena Callaway, CHP

The hearing was held to obtain public comment on the proposed issuance by the City and County of San Francisco of multifamily housing revenue bonds in an amount not to exceed \$56.7 million for the purpose of financing the construction of a 141-unit residential rental housing development located at 410 China Basin Street in San Francisco. The development will be owned by Mission Bay 9 LP, a California limited partnership formed by BRIDGE Housing and Community Housing Partnership ("CHP"), or any successors thereto.

The public hearing was convened at 2:00 PM. There were no written comments received on the proposed issuance. Except for representatives from the Office of Community Investment and Infrastructure (Kim Obstfeld, Development Specialist), Mayor's Office of Housing and Community Development (Christina Mun, Senior Project Manager) and the project sponsor (Serena Callaway, CHP), there were no persons present wishing to comment on the proposed issuance or on the project. The hearing was adjourned at 2:30 PM.

Minutes prepared by:



Kim Obstfeld

Date: September 17, 2019

OFFICE OF THE MAYOR
SAN FRANCISCO



LONDON N. BREED
MAYOR

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO

2019 SEP 24 PM 3:35

BY *[Signature]*

[Signature]

TO: Angela Calvillo, Clerk of the Board of Supervisors
FROM: Sophia Kittler
RE: Multifamily Housing Revenue Bonds – 410 China Basin Street, San Francisco, California 94158 (Mission Bay South Block 9) - Not to Exceed \$56,700,000
DATE: Tuesday, September 23, 2019

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds in an aggregate principal amount not to exceed \$56,700,000 for 410 China Basin Street (San Francisco, California 94158); authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue bonds; approving, for purposes of the Internal Revenue Code of 1986, as amended, the issuance and sale of residential mortgage revenue bonds by the City in an aggregate principal amount not to exceed \$56,700,000; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

Should you have any questions, please contact Sophia Kittler at 415-554-6153.



San Francisco Ethics Commission

25 Van Ness Avenue, Suite 220, San Francisco, CA 94102
 Phone: 415.252.3100 . Fax: 415.252.3112
 ethics.commission@sfgov.org . www.sfethics.org

Received On:

File #:
190977

Bid/RFP #:

Notification of Contract Approval

SFEC Form 126(f)4

(S.F. Campaign and Governmental Conduct Code § 1.126(f)4)

A Public Document

Each City elective officer who approves a contract that has a total anticipated or actual value of \$100,000 or more must file this form with the Ethics Commission within five business days of approval by: (a) the City elective officer, (b) any board on which the City elective officer serves, or (c) the board of any state agency on which an appointee of the City elective officer serves. For more information, see: <https://sfethics.org/compliance/city-officers/contract-approval-city-officers>

1. FILING INFORMATION

TYPE OF FILING	DATE OF ORIGINAL FILING (for amendment only)
Original	
AMENDMENT DESCRIPTION – Explain reason for amendment	

2. CITY ELECTIVE OFFICE OR BOARD

OFFICE OR BOARD	NAME OF CITY ELECTIVE OFFICER
Board of Supervisors	Members

3. FILER'S CONTACT

NAME OF FILER'S CONTACT	TELEPHONE NUMBER
Angela Calvillo	415-554-5184
FULL DEPARTMENT NAME	EMAIL
office of the Clerk of the Board	Board.of.Supervisors@sfgov.org

4. CONTRACTING DEPARTMENT CONTACT

NAME OF DEPARTMENTAL CONTACT	DEPARTMENT CONTACT TELEPHONE NUMBER
Kim obstfeld	415-749-2447
FULL DEPARTMENT NAME	DEPARTMENT CONTACT EMAIL
CII Office of Community Investment & Infrastructure	kimberly.obstfeld@sfgov.org

5. CONTRACTOR	
NAME OF CONTRACTOR Mission Bay 9 LP	TELEPHONE NUMBER 415-989-1111
STREET ADDRESS (including City, State and Zip Code) c/o BRIDGE Housing, 600 California Street, #900, San Francisco, CA 94108	EMAIL

6. CONTRACT		
DATE CONTRACT WAS APPROVED BY THE CITY ELECTIVE OFFICER(S)	ORIGINAL BID/RFP NUMBER	FILE NUMBER (If applicable) 190977
DESCRIPTION OF AMOUNT OF CONTRACT Not to exceed \$56,700,000		
NATURE OF THE CONTRACT (Please describe) Funds are provided in connection with construction work at Mission Bay South Block 9, an affordable rental housing complex for which the city is issuing tax-exempt multifamily housing revenue bonds.		

7. COMMENTS
The borrower for Mission Bay South Block 9 is Mission Bay 9 LP. Mission Bay 9 LP has no employees and decisions are made by Mission Bay 9 CHP, LLC, an affiliate of Community Housing Partnership and Mission Bay 9 LLC, an affiliate of BRIDGE Housing Corp.

8. CONTRACT APPROVAL	
This contract was approved by:	
<input type="checkbox"/>	THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM
<input checked="" type="checkbox"/>	A BOARD ON WHICH THE CITY ELECTIVE OFFICER(S) SERVES Board of Supervisors
<input type="checkbox"/>	THE BOARD OF A STATE AGENCY ON WHICH AN APPOINTEE OF THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM SITS

9. AFFILIATES AND SUBCONTRACTORS

List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
1	(BRIDGE Housing) Nahas	Ron	Board of Directors
2	(BRIDGE Housing) Carlisle	Ray	Board of Directors
3	(BRIDGE Housing) Abbey	Douglas D.	Board of Directors
4	(BRIDGE Housing) Freed	Robert	Board of Directors
5	(BRIDGE Housing) Hagan	Joe	Board of Directors
6	(BRIDGE Housing) Hemmenway	Nancy	Board of Directors
7	(BRIDGE Housing) McAfee	Michael	Board of Directors
8	(BRIDGE Housing) McNamara	Ed	Board of Directors
9	(BRIDGE Housing) Moore	Connie	Board of Directors
10	(BRIDGE Housing) Novack	Kenneth M.	Board of Directors
11	(BRIDGE Housing) Quinn	Adrienne E.	Board of Directors
12	(BRIDGE Housing) Stein	Paul	Board of Directors
13	(BRIDGE Housing) Weinstock	Chuck	Board of Directors
14	(BRIDGE Housing) Parker	Cynthia A.	CEO
15	(BRIDGE Housing) Johnson	Susan	COO
16	(BRIDGE Housing) Krabbenschmidt	Jon	CFO
17	(CHP) Miller	Gregg	Board of Directors
18	(CHP) Wylar	Jonathan	Board of Directors
19	(CHP) Fisher	John	Board of Directors

9. AFFILIATES AND SUBCONTRACTORS

List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
20	(CHP) Aharoni	Sheila	Board of Directors
21	(CHP) Amos	Chris	Board of Directors
22	(CHP) Bowdry	Steve	Board of Directors
23	(CHP) Edelman	Devra	Board of Directors
24	(CHP) Eshman	Mark	Board of Directors
25	(CHP) Jackson	Kenneth	Board of Directors
26	(CHP) Lewis	David Elliot	Board of Directors
27	(CHP) Maddock	Lauren	Board of Directors
28	(CHP) Valentino	Patrick	Board of Directors
29	(CHP) Lee	Peter	CEO
30	(CHP) Alioto	Christine	CFO
31			
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9. AFFILIATES AND SUBCONTRACTORS			
List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.			
#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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50			
<input type="checkbox"/>	Check this box if you need to include additional names. Please submit a separate form with complete information. Select "Supplemental" for filing type.		

10. VERIFICATION	
I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information I have provided here is true and complete.	
I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.	
SIGNATURE OF CITY ELECTIVE OFFICER OR BOARD SECRETARY OR CLERK	DATE SIGNED
BOS Clerk of the Board	