[Acquisition of Real Property - $2,178,786 - Amended Loan - NTE $13,666,153 - Residential Ground Lease - ABR $100 - New Asia Housing, L.P. - Commercial Ground Lease - ABR $1 - CCDC New Asia Commercial LLC - 758 and 772 Pacific Ave - 100% Affordable Housing]

Resolution 1) approving and authorizing the Director of Property, on behalf of the San Francisco Mayor's Office of Housing and Community Development ("MOHCD"), to acquire real property located at 758 Pacific Avenue ("758 Pacific") from New Asia Housing, L.P. ("Residential Borrower") for $2,178,786 under an Agreement of Purchase and Sale for Real Estate ("Purchase Agreement"); 2) placing 758 Pacific under the jurisdiction of MOHCD for use in constructing affordable housing; 3) approving and authorizing a Third Amendment to the Loan Agreement with the Residential Borrower in a total amount not to exceed ("NTE") $13,666,153 ("Loan Agreement") to finance predevelopment costs associated with the Project; 4) approving and authorizing the Director of Property and the Director of MOHCD to enter into a Residential Ground Lease to lease a portion of 758 Pacific and 772 Pacific (together, the "Residential Property") to Residential Borrower for a term of 75 years with one 24-year option to extend and an annual base rent ("ABR") of $100 plus an annual monitoring and administrative fee of $15,000 ("Residential Ground Lease") in order to construct a 100% affordable, 175-unit multifamily rental housing development affordable to low-income senior households, including one manager's unit (the "Residential Project"); 5) approving and authorizing the Director of Property and the Director of MOHCD to enter into a Commercial Ground Lease with CCDC New Asia Commercial LLC to lease a portion of 772 Pacific (the "Commercial Property" and together with the Residential Property, the "Property") for a term of 75 years with one 24-year option to extend and an ABR of $1 ("Commercial Ground Lease") in order to construct and operate certain commercial space for community-serving purposes on the Commercial Property (the

"Commercial Project" and together with the Residential Project, the "Project"); 6) adopting findings declaring that the Property is "exempt surplus land" pursuant to the California Surplus Lands Act; 7) determining that the less than market rent payable under the Residential Ground Lease and the Commercial Ground Lease will serve a public purpose by providing affordable housing for low-income households in need and community-serving commercial space to the residents of the Project, in accordance with Section 23.30 of the Administrative Code; 8) adopting findings that the Project and proposed transactions are consistent with the General Plan, and the eight priority policies of Planning Code, Section 101.1; and 9) authorizing the Director of Property and/or the Director of MOHCD to make certain modifications to the Purchase Agreement, Loan Agreement, Residential Ground Lease, and Commercial Ground Lease, as defined herein, and take certain actions in furtherance of this Resolution, as defined herein.

WHEREAS, The City, acting through the Mayor's Office of Housing and Community Development ("MOHCD"), administers a variety of housing programs that provide financing for the development of new affordable housing and the rehabilitation of single- and multi-family housing for low- and moderate-income households and resources for homeowners in San Francisco; and

WHEREAS, MOHCD enters into loan agreements with affordable housing developers and operators; administers loan agreements; reviews annual audits and monitoring reports; monitors compliance with affordable housing requirements in accordance with capital funding regulatory agreements; and if necessary, takes appropriate action to enforce compliance; and

WHEREAS, On November 30, 2020, MOHCD issued a Multisite Request for Qualifications ("RFQ") to finance the development of new affordable rental housing projects on nine separate sites, located in various neighborhoods in San Francisco, including 772 Pacific Avenue; and

WHEREAS, In response to the RFQ, MOHCD selected Chinatown Community Development Center, a California nonprofit public benefit corporation ("CCDC"), to develop 772 Pacific Avenue ("772 Pacific"), and CCDC formed New Asia Housing, L.P., a California limited partnership (the "Residential Borrower"), as an affiliate to acquire and develop property for affordable housing; and

WHEREAS, On August 10, 2022, as amended on August 20, 2024, and December 19, 2025, MOHCD provided a $2,178,786 loan to the Residential Borrower ("Acquisition Loan") for the acquisition of real property located at 758 Pacific Avenue in San Francisco ("758 Pacific"), and a $7,639,464 loan to the Residential Borrower for predevelopment activities related to the development of affordable housing on 758 Pacific and 772 Pacific ("Predevelopment Loan"); and

WHEREAS, The Residential Borrower acquired 758 Pacific and initiated predevelopment activities for the development and construction on 758 Pacific and 772 Pacific (together, the "Property") of a 100% affordable, 175-unit multifamily rental housing development affordable to low-income senior households, including a manager's unit (together, the "Affordable Housing"), and the commercial shell of a banquet hall and/or other community-serving purposes (the "Commercial Space" and together with the Affordable Housing, the "Project"); and

WHEREAS, On May 15, 2026, the Citywide Affordable Housing Loan Committee, consisting of MOHCD, Department of Homeless and Supportive Housing, the Office of Community Investment and Infrastructure, and the Controller's Office of Public Finance recommended approval to the Mayor of an increase in the Predevelopment Loan to the Residential Borrower for the Affordable Housing for a total loan amount not to exceed

$13,166,153 in local funds (“Loan”) under a Third Amendment to the Loan Agreement, a copy of which is in a form substantially approved on file with the Clerk of the Board of Supervisors in File No. 260793, and is incorporated herein by reference ("Loan Agreement"); and

WHEREAS, The material terms of the Loans include the following: (i) under the predevelopment note, a term of 57 years, an interest rate of three percent (3%), and annual repayment through residual receipts after completion of the Affordable Housing; (ii) under the acquisition note, a term of five years, no interest, and repayment in full or through a transfer of 758 Pacific to the City; (iii) the Affordable Housing will be restricted for the life of the project as 100% affordable housing to low-income senior households with annual maximum rent and income established by MOHCD; and (iv) the Acquisition Loan is secured by a deed of trust recorded against 758 Pacific; and

WHEREAS, The City, through MOHCD and the Real Estate Division, in consultation with the Office of the City Attorney, has negotiated an Agreement of Purchase and Sale for Real Estate (“Purchase Agreement”) to acquire 758 Pacific from the Residential Borrower for $2,178,786, consisting of $2,000,000 in land acquisition, and $178,786 in acquisition transaction costs, substantially in the form approved by the Director of Property and the Director of MOHCD and on file with the Clerk of the Board of Supervisors in File No. 260793, incorporated herein by reference; and

WHEREAS, The Director of Property determines 758 Pacific to be at or below fair market value; and

WHEREAS, 758 Pacific will be delivered vacant at close of sale; and

WHEREAS, In consideration of the Residential Borrower’s agreement to convey 758 Pacific to the City, MOHCD will apply a credit of $2,178,786 against the principal and accrued interest of the Acquisition Loan and forgive the remaining balance of the Acquisition Loan, subject to the conditions as described in the Purchase Agreement; and

WHEREAS, The Borrower intends to merge the Property into one parcel prior to the construction of the Project and subdivide the Property into separate parcels for the Affordable Housing (the “Residential Property”) and the Commercial Space (the “Commercial Property”); and

WHEREAS, The Property is “exempt surplus land,” as defined in California Government Code, Section 54221(f)(1), because the Project will restrict 100% of the residential units to low-income seniors, pursuant to California Government Code, Section 25539.4; and

WHEREAS, MOHCD and the Director of Property have approved the form of the Residential Ground Lease between the City and the Residential Borrower, pursuant to which the City will lease the Residential Property to the Residential Borrower for a term of 75 years with one 24-year option to extend and an annual base rent of $100 plus an annual monitoring and administrative fee of $15,000 per year, in exchange for the Residential Borrower’s agreement, among other things, to construct and operate the Affordable Housing with rent levels affordable to households up to 60% of MOHCD Area Median Income (“AMI”); a copy of the Residential Ground Lease in a form substantially approved is on file with the Clerk of the Board of Supervisors in File No. 260793, and is incorporated herein by reference; and

WHEREAS, CCDC has established CCDC New Asia Commercial LLC, a California limited liability company (“Commercial Space Owner”), to own and operate the Commercial Space; and

WHEREAS, MOHCD and the Director of Property have approved the form of the Commercial Ground Lease between the City and the Commercial Space Owner ("Commercial Ground Lease," and together with the Residential Ground Lease, collectively, the "Ground Leases"), pursuant to which the City will lease the Commercial Property to the Commercial Space Owner, for a term of 75 years with one 24-year option to extend, an annual base rent of $1, and a percentage rent of 40% of surplus cash from the operation of the Commercial Space, in exchange for the Commercial Space Owner's agreement, among other things, to operate and manage the Commercial Space for community-serving purposes; a copy of the substantially final form of the Commercial Ground Lease is on file with the Clerk of the Board of Supervisors in File No. 260793, and is incorporated herein by reference; and

WHEREAS, The proposed rent of the Ground Leases is less than Market Rent (as defined in Administrative Code, Section 23.2), but the lower rent will serve a public purpose by providing affordable housing for low-income households in need and community-serving commercial space to the residents of the Project; and

WHEREAS, By a letter dated January 24, 2025, the Planning Department by Case No. 2024-004990PRJ determined that the development of the Project met all the standards of the Planning Code and would be eligible for ministerial approval under California Government Code, Section 65912.110 (AB 2011), California Public Resources Code, Section 21080, and California Environmental Quality Act ("CEQA") Guidelines, Sections 15002(i)(1), 15268 and 15369, and would therefore not be subject to CEQA; and by the same letter determined the Project was consistent with the City's General Plan, and eight priority policies of Planning Code, Section 101.1; a copy of the Planning Department Letter is on file with the Clerk of the Board of Supervisors in File No. 260793, and is incorporated herein by reference; now, therefore, be it

RESOLVED, That the Board of Supervisors hereby finds that the Project (and associated actions necessary to effectuate the Project) is consistent with the General Plan, and with the eight priority policies of Planning Code, Section 101.1, for the same reasons as set forth in the Planning Department Letter, and hereby incorporates such findings by reference as though fully set forth in this Resolution; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby finds, in consideration of the foregoing, that the Property is “exempt surplus land,” as defined in California Government Code, Section 54221(f)(1), because the Project will restrict 100% of the residential units to low-income seniors, pursuant to California Government Code, Section 25539.4; and, be it

FURTHER RESOLVED, That in accordance with the recommendation of the Director of MOHCD and the Director of Property, the Board of Supervisors approves the Purchase Agreement, in substantially the form presented to the Board, and authorizes the Director of MOHCD and the Director of Property to execute and deliver the Purchase Agreement, in substantially the form presented to the Board, and any such other documents that are necessary or advisable to complete the transaction contemplated by the Purchase Agreement, and to effectuate the purpose and intent of this Resolution; and, be it

FURTHER RESOLVED, That MOHCD has legal authority, is willing, and is in a position financially and otherwise to assume immediate care and maintenance of the Property, and that the Director of Property is hereby authorized to accept the deed to the Property from the Residential Borrower upon the closing in accordance with the terms and conditions of the Purchase Agreement, to place the Property under the jurisdiction of MOHCD, and to take any and all steps (including, but not limited to, the execution and delivery of any and all certificates, agreements, notices, consents, escrow instructions, closing documents and other instruments or documents) as the Director of Property deems necessary or appropriate in order to acquire the Property pursuant to the Purchase Agreement, or to otherwise effectuate the purpose and intent of this Resolution, such determination to be conclusively evidenced by the execution and delivery by the Director of Property of any such documents; and, be it

FURTHER RESOLVED, That in accordance with the recommendation of the Director of MOHCD and the Director of Property, the Board of Supervisors approves the Ground

Leases in substantially the forms presented to the Board, and authorizes the Director of Property (or the Director's designee, as used throughout) and Director of MOHCD (or the Director's designee, as used throughout), to execute and deliver the Ground Leases, in substantially the forms presented to the Board, and any such other documents or agreements (including such agreements to provide adequate or additional security or indemnities as required by lenders to consummate the financing of the Project or lease of the Property) that are necessary or advisable, in consultation with the City Attorney, to complete the transaction contemplated by the Ground Leases and to effectuate the purpose and intent of this Resolution, and determines that the less than Market Rent payable under the Ground Leases will serve a public purpose by providing affordable housing for low-income households in need and community-serving commercial space to the residents of the Project; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby approves the Loan Agreement and the transaction contemplated thereby in substantially the form presented to the Board, and authorizes the Mayor and the Director of MOHCD, to execute and deliver the Loan Agreement and any such other documents that are necessary or advisable to complete the transaction contemplated by the Loan Agreement and to effectuate the purpose and intent of this Resolution; and, be it

FURTHER RESOLVED, That the Board of Supervisors authorizes the Director of Property and/or Director of MOHCD, in consultation with the City Attorney, to enter into any additions, amendments, or other modifications to the Purchase Agreement, Loan Agreement, and the Ground Leases, and any other documents or instruments necessary in connection therewith (including, without limitation, preparation and attachment of, or changes to, any of all of the exhibits and ancillary agreements), that the Director of Property and/or Director of MOHCD determine are in the best interests of the City, do not materially decrease the benefits to the City with respect to the Property, do not materially increase the obligations or liabilities of the City, and are necessary or advisable to complete the transaction contemplated in the Purchase Agreement, Loan Agreement, and the Ground Leases, and that effectuate the purpose and intent of this Resolution, such determination to be conclusively evidenced by the execution and delivery by the Director of Property and/or the Director of MOHCD of any such additions, amendments, or other modifications; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby authorizes and delegates to the Director of MOHCD and/or the Director of Property, the authority to undertake any actions necessary to protect the City's financial security in the Property and enforce the affordable housing restrictions, which may include, without limitation, acquisition of the Property upon foreclosure and sale at a trustee sale, acceptance of a deed in lieu of foreclosure, or curing the default under a senior loan; and, be it

FURTHER RESOLVED, That all actions authorized and directed by this Resolution and heretofore taken are hereby ratified, approved and confirmed by this Board of Supervisors; and, be it

FURTHER RESOLVED, That within 30 days of the Purchase Agreement, Loan Agreement, and the Ground Leases being fully executed by all parties, MOHCD shall provide the final agreements to the Clerk of the Board for inclusion into the official file.

RECOMMENDED:

____/s/_Sarah R. Oerth________________
Sarah R. Oerth, Director of Property

___/s/__Daniel Adams__________________
Daniel Adams, Director
Mayor’s Office of Housing and Community Development