

1 [Issuance and Sale of Revenue Bonds – St. Anthony Foundation.]

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3 **Resolution approving the issuance and sale of tax-exempt bonds by the ABAG Finance**
4 **Authority for Nonprofit Corporations in an aggregate principal amount not to exceed**
5 **\$12,000,000 to finance various capital facilities owned by St. Anthony Foundation or an**
6 **affiliate.**

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8 WHEREAS, St. Anthony Foundation, a California nonprofit religious corporation (the
9 "Corporation") has requested that the ABAG Finance Authority for Nonprofit Corporations, a
10 joint exercise of powers agency established pursuant to the laws of the State of California (the
11 "Authority") issue and sell from time to time its revenue bonds (the "Bonds"), in one or more
12 series or tranches over the next three years, in an aggregate principal amount not expected to
13 exceed \$12,000,000, for the purpose of making one or more loans (collectively, the "Loan") to
14 the Corporation, pursuant to a plan of financing for various capital facilities as more fully
15 described below; and,

16 WHEREAS, the City and County of San Francisco (the "City") is a member of the
17 Authority; and,

18 WHEREAS, the Corporation plans to use the proceeds of the Loan over the next three
19 years to finance the following: (1) demolition of the existing building owned by the Corporation
20 and located at 150 Golden Gate Avenue, San Francisco, CA 94102, and the establishment of
21 a facility where free medical services, employment assistance and skills enhancement
22 services, and other social services are planned to be provided, (2) miscellaneous
23 construction, renovation, improvements, capital maintenance, equipment acquisition and
24 installation thereof and improvements at the Corporation's facilities located at the address
25 listed above, (3) miscellaneous purchases, installation and restoration of capital equipment,

1 systems and software, and (4) various costs of issuance, debt service reserve, capitalized
2 interest and credit enhancement fees (collectively, the "Projects"), all to be owned and
3 operated by the Corporation or an affiliated entity and used for the philanthropic purposes
4 thereof; and

5 WHEREAS, The issuance and delivery of the Bonds shall be subject to the approval of
6 and execution by the Authority of all financing documents relating thereto to which the
7 Authority is a party and subject to the sale of the Bonds by the Authority; and,

8 WHEREAS, The Projects are located wholly within the City; and,

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

12 WHEREAS, The Board of Supervisors of the City (the "Board") is the elected legislative
13 body of the City and is one of the applicable elected representatives required to approve the
14 issue within the meaning of Section 147(f) of the Code; and,

15 WHEREAS, The Authority has requested the Board to approve the issuance and sale
16 of the Bonds in order to satisfy the public approval requirements of Section 147(f) of the Code;
17 and,

18 WHEREAS, On December 22, 2006, the City caused a notice to appear in the
19 *San Francisco Examiner*, which is a newspaper of general circulation in the City, stating that a
20 public hearing with respect to the issuance of the Bonds would be held by the City's Office of
21 Public Finance on January 9, 2007; and

22 WHEREAS, The Office of Public Finance held the public hearing described above on
23 January 9, 2007, and an opportunity was provided for persons to comment on the issuance
24 and sale of the Bonds and the plan of financing for the Projects; now, therefore be it
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1 RESOLVED, That this Board hereby finds and declares the above recitals are true and
2 correct; and, be it

3 FURTHER RESOLVED, That this Board hereby approves the issuance and sale of the
4 Bonds with respect to the Project by the Authority; and, be it

5 FURTHER RESOLVED, That it is the purpose and intent of this Board that this
6 Resolution constitute approval of the issuance of the Bonds by the applicable elected
7 representative of the governmental unit having jurisdiction over the area in which the Project
8 is located for the purposes of and in accordance with Section 147(f) of the Code; and, be it

9 FURTHER RESOLVED, That the approval of the issuance and sale of the Bonds by
10 the Authority is neither an approval of the underlying credit issues of the proposed Project nor
11 an approval of the financial structure of the Bonds; and, be it

12 FURTHER RESOLVED, That the Bonds shall not constitute a debt or obligation of the
13 City and the payment of the principal, prepayment premium, if any, and purchase price of and
14 interest on the Bonds shall be solely the responsibility of Borrower; and, be it

15 FURTHER RESOLVED, The adoption of this Resolution shall not obligate (i) the City to
16 provide financing to the Borrower for the acquisition, rehabilitation and development of the
17 Project or to issue the Bonds for purposes of such financing; or (ii) the City, or any department
18 of the City, to approve any application or request for, or take any other action in connection
19 with, any environmental, General Plan, zoning or any other permit or other regulatory action
20 sought in connection with the Project; and, be it

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1 FURTHER RESOLVED, That this Resolution shall take effect immediately upon its
2 adoption.

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4 APPROVED AS TO FORM:

5 DENNIS J. HERRERA
6 City Attorney

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8 By: _____
9 MICHAEL J. MARTIN
 Deputy City Attorney

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