

1 [Bond Issuance - Airport Capital Plan Bonds - \$1,969,830,773]

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3 **Resolution approving the issuance of up to \$1,969,830,773 aggregate principal amount**
4 **of San Francisco Airport Commission Capital Plan Bonds; and approving certain**
5 **related matters.**

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7 WHEREAS, The Airport Commission (the “Commission”), by its Resolution No. 91-
8 0210, as supplemented and amended, has authorized the issuance of San Francisco
9 International Airport Second Series Revenue Bonds (the “Bonds”) for any lawful purpose of
10 the Commission; and

11 WHEREAS, The Commission, by its Resolution No. 97-0146, as supplemented and
12 amended, has authorized the issuance of San Francisco International Airport Second Series
13 Subordinate Revenue Bonds (the “Subordinate Bonds”), for any lawful purpose of the
14 Commission; and

15 WHEREAS, The Commission, by its Resolution No. 08-0035, as supplemented and
16 amended, has authorized the issuance from time to time of \$1,220,200,000 aggregate
17 principal amount of Bonds for the purpose of financing and refinancing the construction,
18 acquisition, equipping and development of capital projects undertaken by the Airport which
19 are approved by the Commission (the “Capital Plan Bonds”), including refunding outstanding
20 Subordinate Bonds, and by its Resolution No. 14-0024 (as supplemented and amended, the
21 “Seventeenth Supplemental Resolution”), has authorized the issuance of an additional
22 \$3,553,525,000 principal amount of Capital Plan Bonds, of which a \$1,969,830,773 principal
23 amount is presented for approval by the Board of Supervisors (the “Board”) in this Resolution;
24 and

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1 WHEREAS, The Seventeenth Supplemental Resolution is intended to establish a
2 financing mechanism for the Capital Plan and does not constitute approval of or a
3 commitment to fund any particular project, which are approved by separate action of the
4 Commission and/or the Board; and

5 WHEREAS, Under the Seventeenth Supplemental Resolution, the Commission may
6 not authorize the sale of Capital Plan Bonds to fund construction of a specific project in the
7 Capital Plan unless and until the necessary environmental review for the project has been
8 completed, if required, and the Commission determines to proceed; and

9 WHEREAS, The Seventeenth Supplemental Resolution has been submitted to this
10 Board and is on file with the Clerk of the Board in File No. 140237, which is hereby declared
11 to be a part of this resolution as if set forth fully herein; and

12 WHEREAS, Section 4.115 of the Charter provides that the Airport Commission has the
13 exclusive authority to plan and issue airport revenue bonds for airport-related purposes,
14 subject to the approval, amendment, or rejection of the Board of each issue; and

15 WHEREAS, This Board, by its Resolutions Nos. 229-08, 50-11 and 349-12 (the “Prior
16 Board Resolutions”), has approved the issuance of \$1,220,200,000 aggregate principal
17 amount of such Capital Plan Bonds, as well as certain Refunding Bonds, Subordinate Bonds,
18 and Special Facilities Bonds (as defined in the Prior Board Resolutions) (collectively with the
19 Capital Plan Bonds, the “Airport Bonds”), of which Capital Plan Bonds \$1,075,000,000 have
20 been issued to date and \$144,780,000 remain unissued; and

21 WHEREAS, The interest on certain of the Airport Bonds may qualify for exclusion from
22 gross income for federal income tax purposes under Section 103(a) of the Internal Revenue
23 Code of 1986, as amended (the “Code”) only if such bonds are approved as set forth in this
24 resolution in accordance with Section 147(f) of the Code; and

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1 WHEREAS, This Board is the elected legislative body of the City and County of San
2 Francisco (the “City”) and is the applicable elected representative required to approve the
3 Airport Bonds for purposes of Section 147(f) of the Code; and

4 WHEREAS, A notice of public hearing with respect to the Airport Bonds to be issued by
5 the Commission in an aggregate principal amount not to exceed \$5.634 billion (the “TEFRA
6 Notice”), was published not less than fourteen (14) days prior to the public hearing, in a
7 newspaper of general circulation available to the residents of the City; and

8 WHEREAS, A public hearing was held on March 7, 2014, pursuant to such notice and
9 an opportunity was provided for interested persons to present arguments for and against the
10 issuance of such Airport Bonds and the nature and location of the projects to be financed and
11 refinanced with the proceeds thereof; and

12 WHEREAS, A summary of such arguments, if any, has been presented to and is on file
13 with the Clerk of the Board; now, therefore, be it

14 RESOLVED, That the Board of Supervisors hereby declares that each of the foregoing
15 recitals is true and correct and is a representation of the Board; and, be it

16 FURTHER RESOLVED, That the Seventeenth Supplemental Resolution, as adopted
17 by the Commission, is hereby approved; and, be it

18 FURTHER RESOLVED, That the additional authorized aggregate principal amount of
19 Capital Plan Bonds shall be \$1,969,830,773 and the total authorized aggregate principal
20 amount approved by the Prior Board Resolutions is hereby increased by \$1,969,830,773; and,
21 be it

22 FURTHER RESOLVED, That the time for the sale of Airport Bonds, including the
23 Capital Plan Bonds, set forth in the Prior Board Resolutions is hereby confirmed as June 30,
24 2019; and, be it

1 FURTHER RESOLVED, That the Commission shall not authorize the sale of Capital
2 Plan Bonds from which proceeds would be used to fund construction of specific Capital Plan
3 projects unless and until (1) environmental review for the project has been completed, if
4 required; (2) the Commission has determined to proceed with the project; and (3) CEQA
5 findings have been adopted as required by law and any related action has been taken as
6 required by law for the sale of the Capital Plan Bonds; and, be it

7 FURTHER RESOLVED, That this Board, as the appropriate applicable elected
8 representative, hereby approves the Airport Bonds described in the TEFRA Notice for
9 purposes of, and in accordance with, Section 147(f) of the Code; and, be it

10 FURTHER RESOLVED, That the provisions of the Prior Board Resolutions, except as
11 modified therein and herein, are hereby ratified, approved and confirmed; and, be it

12 FURTHER RESOLVED, That should the application of any provision of this Resolution
13 to any particular facts or circumstances be found by a court of competent jurisdiction to be
14 invalid or unenforceable, then (a) the validity of other provisions of this Resolution shall not be
15 affected or impaired thereby, and (b) such provision shall be enforced to the maximum extent
16 possible so as to effect the intent of this Resolution.

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18 APPROVED AS TO FORM:

19 DENNIS J. HERRERA
20 City Attorney

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22 By _____
23 Deputy City Attorney

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