

1 [Airport Capital Plan Bonds]

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3 **Resolution approving the issuance of not to exceed \$718,000,000 aggregate principal**  
4 **amount of San Francisco International Airport Second Series Revenue Bonds for the**  
5 **purpose of financing and refinancing the construction, acquisition, equipping and**  
6 **development of capital projects undertaken by the Airport constituting part of the**  
7 **Airport’s capital plan.**

8

9 WHEREAS, The Airport Commission of the City and County of San Francisco  
10 (the “Commission”), on December 3, 1991, duly adopted its Resolution No. 91-0210, providing  
11 for the issuance of San Francisco International Airport Second Series Revenue Bonds, which  
12 Resolution, as previously supplemented and amended, is herein called the “1991 Resolution”;  
13 and,

14 WHEREAS, The 1991 Resolution provides that the Commission may issue Bonds from  
15 time to time as the issuance thereof is authorized by the Commission; and,

16 WHEREAS, The Commission adopted Resolution No. 97-0104 on April 15, 1997 (as  
17 subsequently amended, the “Sixth Supplemental Resolution”) providing for the issuance of  
18 Infrastructure Bonds, Resolution No. 98-0114 on May 19, 1998 (as subsequently amended,  
19 the “Seventh Supplemental Resolution”) providing for the issuance of Refunding Bonds, and  
20 Resolution No. 03-0220 on October 21, 2003 (as subsequently amended, the “Eleventh  
21 Supplemental Resolution”) providing for the issuance of Variable Rate Bonds; and,

22 WHEREAS, The Commission, by its Resolution No. 08-0035, adopted on  
23 February 19, 2008 (the “Thirteenth Supplemental Resolution”), has authorized the issuance of  
24 one or more additional Series of Bonds (collectively, the “Capital Plan Bonds”) in an  
25 aggregate principal amount of not to exceed Seven Hundred Eighteen Million Dollars

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1 (\$718,000,000) for the purpose of financing and refinancing the construction, acquisition,  
2 equipping and development of capital projects undertaken by the Airport which are approved  
3 by the Commission from time to time, thereby constituting part of the Airport's capital plan  
4 (collectively, the "Capital Plan Projects"); and,

5 WHEREAS, Section 4.115 of the Charter provides that the Commission has the  
6 exclusive authority to plan and issue airport revenue bonds for airport-related purposes,  
7 subject to the approval, amendment, or rejection of the Board of Supervisors of each issue;  
8 and,

9 WHEREAS, Section 2.62 of the Administrative Code of the City and County of  
10 San Francisco provides that such revenue bonds shall bear a rate of interest not to exceed  
11 that which may be fixed and prescribed by the Commission, subject to the approval or  
12 rejection of this Board of Supervisors; and,

13 WHEREAS, The Thirteenth Supplemental Resolution has been submitted to this  
14 Board of Supervisors and is on file with the Clerk of the Board of Supervisors in File No.  
15 \_\_\_\_\_, which is hereby declared to be a part of this resolution as if set forth fully herein; and,

16 WHEREAS, The Thirteenth Supplemental Resolution establishes, among other  
17 things, a maximum rate of interest of (a) nine percent (9%) for tax-exempt Capital Plan Bonds  
18 that bear interest at a rate that is fixed to maturity, (b) twelve percent (12%) for taxable Capital  
19 Plan Bonds that bear interest at a rate that is fixed to maturity, and (c) sixteen percent (16%)  
20 for Capital Plan Bonds that bear interest at a rate that is adjusted periodically; provided,  
21 however, that the maximum interest rate applicable to Credit or Liquidity Provider Bonds (as  
22 defined in the 1991 Resolution) is to be as set forth in the Eleventh Supplemental Resolution;  
23 and,

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BOS Airport Capital Plan Bonds Reso 4-17-08

1           WHEREAS, The 1991 Resolution authorizes the deposit of one or more surety  
2 bonds or other credit facilities issued by bond insurance companies ("Credit Facilities") in the  
3 debt service reserve funds or accounts in connection with the issuance of Capital Plan Bonds  
4 or in substitution for existing Credit Facilities or all or a portion of amounts on deposit in  
5 reserve funds or accounts related to other Commission revenue bonds, as determined by the  
6 Commission; now, therefore, be it

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

10           FURTHER RESOLVED, That the issuance by the Commission of the Capital  
11 Plan Bonds for the purposes of financing and refinancing the construction, acquisition,  
12 equipping and development of Capital Plan Projects undertaken by the Airport, including  
13 without limitation the refunding of outstanding commercial paper notes issued under the  
14 Commission's Resolutions Nos. 97-0147, 97-0148, and 99-0299, as amended and  
15 supplemented or other outstanding Subordinate Bonds (as defined in the 1991 Resolution), in  
16 each case to finance or refinance such Capital Plan Projects, is hereby approved in  
17 accordance with Section 4.115 of the Charter. The total principal amount of the Capital Plan  
18 Bonds shall not exceed \$718,000,000; and, be it

19           FURTHER RESOLVED, That the Thirteenth Supplemental Resolution, as  
20 adopted by the Commission, is hereby approved; and, be it

21           FURTHER RESOLVED, That the Capital Plan Bonds shall be issued pursuant  
22 to, in accordance with and as provided by the Sixth Supplemental Resolution (Infrastructure  
23 Bonds) or the Eleventh Supplemental Resolution (Variable Rate Bonds) and such additional  
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1 Supplemental Resolutions of the Commission as the Commission shall deem necessary or  
2 desirable and as shall be approved by this Board; and, be it

3 FURTHER RESOLVED, That the aggregate principal amount of any Capital  
4 Plan Bonds issued pursuant to the Thirteenth Supplemental Resolution shall not be counted  
5 against the principal amount of 1991 Resolution Bonds authorized to be issued under the  
6 Sixth, Seventh or Eleventh Supplemental Resolutions; and, be it

7 FURTHER RESOLVED, That the following maximum interest rates are hereby  
8 approved for the Capital Plan Bonds: (a) nine percent (9%) for tax-exempt Bonds that bear  
9 interest at a rate that is fixed to maturity, (b) twelve percent (12%) for taxable Bonds that bear  
10 interest at a rate that is fixed to maturity, and (c) sixteen percent (16%) for Bonds that bear  
11 interest at a rate that is adjusted periodically; provided, however, that the maximum interest  
12 rate applicable to Credit or Liquidity Provider Bonds shall be as set forth in the Eleventh  
13 Supplemental Resolution; and, be it

14 FURTHER RESOLVED, That the time for sale of Capital Plan Bonds shall end  
15 on June 30, 2015; the maximum number of issues of Capital Plan Bonds shall be nine (9);  
16 and the authorized final maturity date of the Capital Plan Bonds shall be May 1, 2045; and, be  
17 it

18 FURTHER RESOLVED, That the Credit Facilities authorized from time to time  
19 by the Commission, and the documents related thereto, are hereby approved for deposit in  
20 the reserve funds or accounts in connection with the Capital Plan Bonds and other revenue  
21 bonds of the Commission; and, be it

22 FURTHER RESOLVED, That the approvals contained in this Resolution shall  
23 extend to any amendments to the 1991 Master Resolution, the 1997 Master Subordinate  
24 Resolution, the Eleventh Supplemental Resolution, and all resolutions of the Commission  
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1 supplemental thereto, as well as to such additional resolutions that the Commission may  
2 adopt for the purpose of implementing the issuance, sale and delivery of the Capital Plan  
3 Bonds.

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1 APPROVED AS TO FORM:

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3 DENNIS J. HERRERA

4 City Attorney

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7 By \_\_\_\_\_

8 Deputy City Attorney

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10

11 Adopted - Board of Supervisors, San Francisco \_\_\_\_\_, 2008

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13 Ayes: Supervisors

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15 I hereby certify that the foregoing resolution was adopted

16 by the Board of Supervisors of the City and County of San Francisco

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Clerk

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24 Date Approved

Mayor

25

\*\*Supervisor Chu\*\*

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