[Issuance and Sale of Revenue Obligations - California Statewide Communities Development Authority - The Sequoias San Francisco - Not to Exceed $165,000,000]

Resolution approving for purposes of Section 147(F) of the Internal Revenue Code of 1986, as amended, the issuance of tax-exempt obligations pursuant to a plan of finance by California Statewide Communities Development Authority in an aggregate principal amount not to exceed $165,000,000 to be issued by The Sequoias San Francisco, for the purpose of financing (including reimbursing) and refinancing the acquisition, construction, renovation, equipping and furnishing of senior residential and care services and certain other matters relating thereto.

WHEREAS, Sequoia Living, Inc., a California nonprofit public benefit corporation ("Borrower"), has requested that the California Statewide Communities Development Authority ("Issuer") provide for the issuance of one or more series of revenue bonds from time to time, pursuant to a plan of finance, in an aggregate principal amount not to exceed $165,000,000 ("Bonds"); and

WHEREAS, A portion of the Bond proceeds will be used to (i) finance a portion of the costs of or reimbursement for the acquisition, construction, renovation, equipping and furnishing of facilities owned and operated by the Borrower, known as The Sequoias San Francisco, that provide senior residential and care services and located generally at 1400 Geary Boulevard ("Facility"), in an aggregate principal amount not to exceed $60,000,000; and (ii) refinance prior obligations issued for the benefit of the Borrower, which financed and refinanced the costs of the acquisition, construction, renovation, equipping and furnishing of the Facility, in an aggregate principal amount not to exceed $22,000,000 (collectively, the "Project"); and

WHEREAS, The Facility is located within the City and County of San Francisco; and

WHEREAS, Pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended ("Code"), the issuance of the Bonds by the Issuer must be approved by the City and County of San Francisco because a portion of the Project is located within the territorial limits of the City and County of San Francisco; and

WHEREAS, The Board of Supervisors of the City and County of San Francisco ("Board") is the elected legislative body of the County and is the applicable elected representative under Section 147(f) of the Code; and

WHEREAS, A portion of the Bond proceeds are expected to finance and refinance capital expenditures at additional facilities that provide senior residential and care services located in other jurisdictions, which jurisdictions will also consider approval of the transaction separate from the City and County of San Francisco; and

WHEREAS, The Issuer has requested that the Board approve the issuance of the Bonds by the Issuer in order to satisfy the public approval requirement of Section 147(f) of the Code and the requirements of Section 9 of the Amended and Restated Joint Exercise of Powers Agreement, dated as of June 1, 1988 ("Agreement"), among certain local agencies, including the City and County of San Francisco; and

WHEREAS, The Issuer is also requesting that the Board approve the issuance of any refunding bonds hereafter issued by the Issuer for the purpose of refinancing the Bonds which financed and/or refinanced the Project ("Refunding Bonds"), but only in such cases where federal tax laws would not require additional consideration or approval by the Board; and

WHEREAS, Pursuant to Section 147(f) of the Code, the Board has, through the City and County of San Francisco Controller's Office of Public Finance, following notice duly given, held a public hearing regarding the issuance of the Bonds, and now desires to approve the issuance of the Bonds by the Issuer; and

WHEREAS, On May 8, 2025, the City caused a notice to appear on its website stating that a public hearing with respect to the issuance of the Bonds would be held by the Office of Public Finance on May 15, 2025, at 3:00 p.m.; and

WHEREAS, The Office of Public Finance held the public hearing described above on May 15, 2025, at 3:00 p.m., and an opportunity was provided for persons to comment on the issuance and sale of the Bonds and the plan of financing and/or refinancing; and

WHEREAS, The Board understands that its actions in holding this public hearing and in approving this Resolution do not obligate the Board in any manner for payment of the principal, interest, fees or any other costs associated with the issuance of the Bonds or Refunding Bonds, and said Board expressly conditions its approval of this Resolution on that understanding; now, therefore, be it

RESOLVED, That this Board finds that all of the recitals set forth above are true and correct; and, be it

FURTHER RESOLVED, That the Board hereby approves the issuance by the Issuer of the Bonds and the Refunding Bonds for the purposes of financing and/or refinancing the Project, and that this Resolution shall constitute approval of a) the issuance of the Bonds by the Issuer for the purposes of Section 147(f) of the Code by the applicable elected representative of the governmental unit having jurisdiction over the area in which the Project is located, and b) the issuance of the Bonds and Refunding Bonds for the purposes of Section 9 of the Agreement; and, be it

FURTHER RESOLVED, That the Bonds shall not constitute a debt or obligation in any respect of the City and the full faith and credit, taxing power or other resources are available for the repayment of the Bonds; the payment of the principal, prepayment premium, if any, and interest on the Bonds shall be solely the responsibility of the Borrower; and, be it

FURTHER RESOLVED, That the approval by the Board of the issuance and sale of the Bonds is neither an approval of the underlying credit issues of the Project nor an approval of the financial structure of the Bonds, and that the adoption of this Resolution shall not obligate (i) the City to provide financing to the Borrower for the acquisition, construction, renovation, rehabilitation, improvement and/or equipping of the Project, or to issue the Bonds for purposes of such financing or (ii) the City, or any department of the City, to approve any application or request for, or take any other action in connection with any environmental, General Plan, zoning or any other permit or other action necessary for the construction, renovation, rehabilitation, improvement and/or equipping of the Project; and, be it

FURTHER RESOLVED, That the Controller and the Director of the Office of Public Finance and any other proper officers of the City are hereby authorized and directed to execute such other agreements, documents and certificates, and to perform such other acts as may be necessary or advisable to give effect to the purposes of this Resolution; and, be it

FURTHER RESOLVED, That this Resolution shall take effect from and after its adoption and approval.

APPROVED AS TO FORM:
DAVID CHIU, City Attorney

By: /s/ MARK D. BLAKE
MARK D. BLAKE
Deputy City Attorney

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City and County of San Francisco
Tails
Resolution

City Hall
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4689

File Number: 250549 **Date Passed:** June 10, 2025

Resolution approving for purposes of Section 147(F) of the Internal Revenue Code of 1986, as amended, the issuance of tax-exempt obligations pursuant to a plan of finance by California Statewide Communities Development Authority in an aggregate principal amount not to exceed $165,000,00 to be issued by The Sequoias San Francisco, for the purpose of financing (including reimbursing) and refinancing the acquisition, construction, renovation, equipping and furnishing of senior residential and care services and certain other matters relating thereto.

June 04, 2025 Budget and Finance Committee - RECOMMENDED

June 10, 2025 Board of Supervisors - ADOPTED

Ayes: 10 - Chan, Chen, Dorsey, Engardio, Mahmood, Mandelman, Melgar, Sauter, Sherrill and Walton
Excused: 1 - Fielder

File No. 250549

I hereby certify that the foregoing Resolution was ADOPTED on 6/10/2025 by the Board of Supervisors of the City and County of San Francisco.

f **Angela Calvillo**
Clerk of the Board

Daniel Lurie
Mayor

6.13.25

Date Approved