

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

3 **Resolution approving for purposes of Section 147(F) of the Internal Revenue Code of**
4 **1986, as amended, the issuance of tax-exempt obligations pursuant to a plan of finance**
5 **by California Statewide Communities Development Authority in an aggregate principal**
6 **amount not to exceed \$165,000,00 to be issued by The Sequoias San Francisco, for the**
7 **purpose of financing (including reimbursing) and refinancing the acquisition,**
8 **construction, renovation, equipping and furnishing of senior residential and care**
9 **services and certain other matters relating thereto.**

10
11 WHEREAS, Sequoia Living, Inc., a California nonprofit public benefit corporation
12 ("Borrower"), has requested that the California Statewide Communities Development Authority
13 ("Issuer") provide for the issuance of one or more series of revenue bonds from time to time,
14 pursuant to a plan of finance, in an aggregate principal amount not to exceed \$165,000,000
15 ("Bonds"); and

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

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

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

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

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

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

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

21 WHEREAS, Pursuant to Section 147(f) of the Code, the Board has, through the City
22 and County of San Francisco Controller's Office of Public Finance, following notice duly given,
23 held a public hearing regarding the issuance of the Bonds, and now desires to approve the
24 issuance of the Bonds by the Issuer; and
25

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

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

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

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

14 FURTHER RESOLVED, That the Board hereby approves the issuance by the Issuer of
15 the Bonds and the Refunding Bonds for the purposes of financing and/or refinancing the
16 Project, and that this Resolution shall constitute approval of a) the issuance of the Bonds by
17 the Issuer for the purposes of Section 147(f) of the Code by the applicable elected
18 representative of the governmental unit having jurisdiction over the area in which the Project
19 is located, and b) the issuance of the Bonds and Refunding Bonds for the purposes of Section
20 9 of the Agreement; and, be it

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

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

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

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

16 APPROVED AS TO FORM:
17 DAVID CHIU, City Attorney

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

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