

1 [Agreement to Accept the Dolores Hotel Located at 35-37 Woodward Street]

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3 **Resolution approving and authorizing the execution and performance of an Agreement**
4 **to Transfer and an Irrevocable Assignment and Assumption Agreement and**
5 **Amendment to Loan Documents relating to the property commonly known as Dolores**
6 **Hotel and located at 35-37 Woodward Street; adopting findings that the transfer is**
7 **exempt from Environmental Review and is consistent with the City's General Plan and**
8 **Eight Priority Policies of City Planning Code Section 101.1; and authorizing the Director**
9 **of Property to execute documents, make certain modifications and take certain actions**
10 **in furtherance of this Resolution.**

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12 WHEREAS, Mission Housing Development Corporation ("MHDC") currently owns that
13 certain property located at 35-37 Woodward Street in San Francisco (the "Property"); and

14 WHEREAS, the Property is improved with a 59-unit, single room occupancy hotel
15 commonly known as the Dolores Hotel, which is presently unoccupied and in a state of
16 disrepair; and,

17 WHEREAS, The acquisition, rehabilitation and development of the Property by
18 MHDC was financed in part with a San Francisco City Housing Rehabilitation Loan
19 Program loan (the "CHRP Loan") from the City and County of San Francisco (the "City"), a
20 Deferred Payment Rehabilitation Loan Program loan (the "DPRLP Loan") from the City that
21 was subsequently assigned to the State of California, Department of Housing and
22 Community Development (the "State"), and a grant of Community Development Block
23 Grant funds from the City; and,

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1 WHEREAS, MHDC is not in a position to satisfy its obligations under the CHRP
2 Loan or the DPRLP Loan (together, the "Loans") and has voluntarily offered to transfer the
3 Property, subject to the Loans, to the City pursuant to the terms and conditions of an
4 Agreement to Transfer, a copy of which is on file with the Clerk of the Board of Supervisors
5 under File No. _____ (the "Transfer Agreement"); and,

6 WHEREAS, in connection with the Transfer Agreement and subject to the approval
7 of the State, the City shall assume MHDC's obligations under the DPRLP Loan pursuant to
8 an Irrevocable Assignment and Assumption Agreement and Amendment to Loan
9 Documents, a copy of which is on file with the Clerk of the Board of Supervisors under File
10 No. 080589 (the "Loan Assignment Agreement"); and,

11 WHEREAS, the Mayor's Office of Housing ("MOH") and the City's Department of
12 Public Health issued a Request for Qualifications and Proposals on February 11, 2008 (the
13 "RFQ/P"), to select a new developer, owner, operator and service provider qualified to
14 rehabilitate, own and manage the Property for use as transitional housing for the homeless,
15 to assume MHDC's obligations under the Loans and to operate a supportive services
16 program at the Property (the "Qualified Owner"); and

17 WHEREAS, MOH intends to transfer the Property and assign MHDC's obligations
18 under the Loans to the Qualified Owner subject to the requirements specified in the RFQ/P,
19 as may be modified or supplemented by MOH, provided that the State approves of the
20 Qualified Owner's acquisition of the Property and assumption of the DPRLP Loan; and,

21 WHEREAS, The Director of Planning, by letter dated January 29, 2008, found that
22 the transfer of the Property contemplated by the Transfer Agreement, is consistent with the
23 City's General Plan and with the Eight Priority Policies of City Planning Code Section 101.1
24 and is exempt from Environmental Review, which letter is on file with the Clerk of the Board
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1 of Supervisors under File No. 080589, and which letter is incorporated herein by this
2 reference; now, therefore, be it

3 RESOLVED, That the Board of Supervisors hereby adopts and incorporates herein
4 by reference the findings of the Director of Planning in his letter of January 29, 2008, that
5 the transfer of the Property contemplated by the Transfer Agreement is consistent with the
6 General Plan and with the Eight Priority Policies of City Planning Code Section 101.1 and is
7 exempt from Environmental Review for the same reasons as set forth in such letter, and
8 hereby incorporates such findings by reference as though fully set forth in this Resolution;
9 and, be it

10 FURTHER RESOLVED, That in accordance with the recommendations of the
11 Director of Property and the Director of MOH, the Board of Supervisors hereby finds that
12 City's acceptance of the Property serves a legitimate public purpose by protecting existing
13 affordable housing and hereby approves the Transfer Agreement and the transactions
14 contemplated therein, including City's assumption of the DPRLP Loan at closing, in
15 substantially the form of Transfer Agreement and the Loan Assignment Agreement
16 presented to this Board; and, be it

17 FURTHER RESOLVED, That the Board of Supervisors authorizes the Director of
18 Property and the Director of the MOH to enter into any additions, amendments or other
19 modifications to the Transfer Agreement and the Loan Assignment Agreement (including,
20 without limitation, the attached exhibits) that they, in consultation with the City Attorney,
21 determine to be in the best interest of the City, that do not materially increase the
22 obligations or liabilities of the City, and are necessary or advisable to complete the
23 transactions contemplated in the Transfer Agreement and the Loan Assignment Agreement

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1 and effectuate the purpose and intent of this Resolution, such determination to be
2 conclusively evidenced by the execution and delivery of the Transfer Agreement, the Loan
3 Assignment Agreement and any amendments thereto by the Director of Property and the
4 Director of MOH; and, be it

5 FURTHER RESOLVED, That the Director of Property is hereby authorized, in the
6 name and on behalf of the City, to accept the deed to the Property from MHDC upon the
7 closing in accordance with the terms and conditions of the Transfer Agreement, to assume the
8 DPRLP Loan upon the closing in accordance with the terms and conditions of the Loan
9 Assignment Agreement, to place the Property under the jurisdiction of MOH, and to take any
10 and all steps (including, but not limited to, the execution and delivery of the Transfer
11 Agreement, the Loan Assignment Agreement, any and all certificates, agreements, notices,
12 consents, escrow instructions, closing documents and other instruments or documents) as the
13 Director of Property and the Director of MOH, in consultation with the City Attorney, deem
14 necessary or appropriate in order to consummate the transfer of the Property pursuant to the
15 Transfer Agreement and the assumption of the DPRLP Loan, or to otherwise effectuate the
16 purpose and intent of this Resolution.

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18 RECOMMENDED:

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Amy L. Brown
Director of Property

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Matthew O. Franklin
Director of the Mayor's Office of Housing

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