FILE NO. 250289 RESOLUTION NO. 165-25

[Loan Agreement - Sunnydale Block 9 Housing Partners, L.P. - Sunnydale HOPE SF Block 9 - 100% Affordable Housing - Not to Exceed $30,200,000]

Resolution approving and authorizing the Director of the Mayor's Office of Housing and Community Development to execute an Amended and Restated Loan Agreement with Sunnydale Block 9 Housing Partners, L.P., a California limited partnership, for a total loan amount not to exceed $30,200,000 to finance the construction of a 95-unit multifamily rental housing development for low-income households, which will be known as Sunnydale HOPE SF Block 9 (the "Project"); and adopting findings that the loan agreement is consistent with the adopted Mitigation Monitoring and Reporting Program under the California Environmental Quality Act, the General Plan, and the eight priority policies of Planning Code, Section 101.1.

WHEREAS, In August 2007, the San Francisco Board of Supervisors established the HOPE SF program to fund revitalization of San Francisco's most distressed public housing (Ordinance No. 180-07 and Resolution No. 556-07); and

WHEREAS, HOPE SF is the nation's first large-scale public housing transformation collaborative aimed at disrupting intergenerational poverty, reducing social isolation, and creating vibrant mixed-income communities without mass displacement of current residents; and

WHEREAS, HOPE SF, the City's signature anti-poverty and equity initiative, is committed to breaking intergenerational patterns related to the insidious impacts of trauma and poverty, and to creating economic and social opportunities for current public housing residents through deep investments in education, economic mobility, health and safety; and

WHEREAS, The Housing Authority of the City and County of San Francisco ("SFHA") owns and operates 775 units of public housing on the approximately 50-acre site, known as Sunnydale-Velasco ("Sunnydale"); and

WHEREAS, In 2007, SFHA issued a Request for Proposals ("RFP"), seeking submittals from qualified respondents to develop the Sunnydale HOPE SF Master Plan; and

WHEREAS, Mercy Housing Corporation, a California nonprofit public benefit corporation ("Mercy"), in collaboration with the Related Company, a California corporation ("Related"), jointly responded to the RFP and were selected to be the developer for the Sunnydale HOPE SF Master Plan; and

WHEREAS, Mercy and Related established a separate entity named Sunnydale Development Co., LLC (the "Master Developer") under which to plan and develop the Sunnydale HOPE SF Master Plan; and

WHEREAS, The Sunnydale HOPE SF Master Plan consists of (i) a maximum of 1,770 units, of which 775 are replacement units for existing Sunnydale-Velasco households, approximately 200 are additional affordable housing units, and up to 730 units will be for market rate homeownership or rental, (ii) all new streets and utility infrastructure, (iii) 3.6 acres of new open spaces, and (iv) approximately 60,000 square feet of new neighborhood serving spaces; and

WHEREAS, By Ordinance No. 18-17, the Board of Supervisors approved a Development Agreement with the Developer relating to the Project Site (the "Development Agreement") under Administrative Code, Chapter 56, which Ordinance is on file with the Clerk of the Board of Supervisors in File No. 161164 and is incorporated herein by reference; and

WHEREAS, By Ordinance No. 20-17, the Board of Supervisors made findings under the California Environmental Quality Act (Public Resources Code, Sections 21000 et seq.) and findings of consistency with the General Plan, and the eight priority policies of Planning

Code, Section 101.1, which Ordinance is on file with the Clerk of the Board of Supervisors in File No. 161309 and is incorporated herein by reference; and

WHEREAS, The City, acting through the Mayor's Office of Housing and Community Development ("MOHCD"), administers a variety of housing programs that provide financing for the development of new affordable housing and the rehabilitation of single- and multi-family housing for low- and moderate-income households and resources for homeowners in San Francisco; and

WHEREAS, MOHCD enters into loan agreements with affordable housing developers and operators; administers loan agreements; reviews annual audits and monitoring reports; monitors compliance with affordable housing requirements in accordance with capital funding regulatory agreements; and if necessary, takes appropriate action to enforce compliance; and

WHEREAS, The Developer desires to commence the fifth affordable housing development of the Master Plan, which will include construction of approximately 71 public housing replacement units and 23 new affordable rental units in Sunnydale HOPE SF Block 9 (the, "Project"); and

WHEREAS, The Developer established a separate entity named Sunnydale Block 9 Housing Partners, L.P., a California limited partnership (the "Sunnydale Block 9 Developer") to undertake the Project; and

WHEREAS, MOHCD provided Sunnydale Block 9 Developer with loans to commence predevelopment activities for the Project; and

WHEREAS, On January 24, 2025, the Citywide Affordable Housing Loan Committee, consisting of MOHCD, Department of Homelessness and Supportive Housing, the Office of Community Investment and Infrastructure, Controller's Office of Public Finance and SFHA, recommended approval to the Mayor of a loan to the Sunnydale Block 9 Developer for the Project in a total amount not to exceed $30,200,000; and

WHEREAS, To leverage funding sources in order for the Sunnydale Block 9 Developer to construct the Project, MOHCD desires to provide a loan in the amount not to exceed $30,200,000 to the Sunnydale Block 9 Developer pursuant to an Amended and Restated Loan Agreement ("Agreement") in substantially the form on file with the Clerk of the Board in File No. 250289, and in such final form as approved by the Director of MOHCD and the City Attorney; and

WHEREAS, The material terms of the Agreement also include: (i) a minimum term of 57 years; and (ii) will bear interest at 3% per annum; now, therefore, be it

RESOLVED, That the Board of Supervisors hereby adopts the findings contained in Ordinance No. 20-17 regarding the California Environmental Quality Act for the Project, and hereby incorporates such findings by reference as though fully set forth in this Resolution; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby finds that the Project is consistent with the General Plan, and with the eight priority policies of Planning Code, Section 101.1 for the same reasons as set forth in Ordinance No. 20-17, and hereby incorporates such findings by reference as though fully set forth in this Resolution; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby approves the Agreement and authorizes the Director of MOHCD or his or her designee to enter into any amendments or modifications to the Agreement (including, without limitation, preparation and attachment or, or changes to, any of all of the exhibits and ancillary agreements) and any other documents or instruments necessary in connection therewith that the Director determines, in consultation with the City Attorney, are in the best interest of the City, do not materially increase the obligations or liabilities for the City or materially diminish the benefits of the City, are necessary or advisable to effectuate the purposes and intent of this Resolution and are in compliance with all applicable laws, including the City Charter; and, be it

FURTHER RESOLVED, That the Board of Supervisors hereby authorizes and delegates to the Director of MOHCD and/or the Director of Property, and their designees, the authority to undertake any actions necessary to protect the City's financial security in the Property and enforce the affordable housing restrictions, which may include, without limitation, acquisition of the Property upon foreclosure and sale at a trustee sale, acceptance of a deed in lieu of foreclosure, or curing the default under a senior loan; and, be it

FURTHER RESOLVED, That all actions authorized and directed by this Resolution and heretofore taken are hereby ratified, approved and confirmed by this Board of Supervisors; and be it

FURTHER RESOLVED, That within thirty (30) days of the Agreement being fully executed by all parties, MOHCD shall provide the final Agreement to the Clerk of the Board for inclusion into the official file.

Recommended

/s/
Daniel Adams, Director
Mayor's Office of Housing and Community Development

City and County of San Francisco
Tails
Resolution

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

File Number: 250289 **Date Passed:** April 15, 2025

Resolution approving and authorizing the Director of the Mayor's Office of Housing and Community Development to execute an Amended and Restated Loan Agreement with Sunnydale Block 9 Housing Partners, L.P., a California limited partnership, for a total loan amount not to exceed $30,200,000 to finance the construction of a 95-unit multifamily rental housing development for low-income households, which will be known as Sunnydale HOPE SF Block 9 (the "Project"); and adopting findings that the loan agreement is consistent with the adopted Mitigation Monitoring and Reporting Program under the California Environmental Quality Act, the General Plan, and the eight priority policies of Planning Code, Section 101.1.

April 09, 2025 Budget and Finance Committee - RECOMMENDED

April 15, 2025 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Chen, Dorsey, Engardio, Fielder, Mahmood, Mandelman, Melgar, Sauter, Sherrill and Walton

File No. 250289

I hereby certify that the foregoing Resolution was ADOPTED on 4/15/2025 by the Board of Supervisors of the City and County of San Francisco.

Angela Calvillo
Clerk of the Board

Daniel Lurie
Mayor

4.25.25

Date Approved