

File No. 191263

Committee Item No. 4

Board Item No. 7

### COMMITTEE/BOARD OF SUPERVISORS

#### AGENDA PACKET CONTENTS LIST

Committee: Budget & Finance Committee

Date January 8, 2020

Board of Supervisors Meeting

Date January 14, 2020

#### Cmte Board

- |                                     |                                     |  |
|-------------------------------------|-------------------------------------|--|
| <input type="checkbox"/>            | <input type="checkbox"/>            | Motion                                       |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Resolution                                   |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Ordinance                                    |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Legislative Digest                           |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Budget and Legislative Analyst Report        |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Youth Commission Report                      |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Introduction Form                            |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/>            | <input type="checkbox"/>            | MOU  |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Grant Information Form                       |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Grant Budget                                 |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Subcontract Budget                           |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Contract/Agreement                           |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Form 126 – Ethics Commission                 |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Award Letter                                 |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Application                                  |
| <input type="checkbox"/>            | <input type="checkbox"/>            | Public Correspondence                        |

OTHER (Use back side if additional space is needed)

- |                                     |                                     |                                 |
|-------------------------------------|-------------------------------------|---------------------------------|
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Project Description</u>      |
| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <u>Notice of Public Hearing</u> |
| <input type="checkbox"/>            | <input type="checkbox"/>            | _____                           |
| <input type="checkbox"/>            | <input type="checkbox"/>            | _____                           |
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Completed by: Linda Wong

Date January 3, 2020

Completed by: Linda Wong

Date January 8, 2020

1 [Multifamily Housing Revenue Bonds - 1223 Webster Street (Fillmore Marketplace) - Not to  
2 Exceed \$24,000,000]

3 Resolution declaring the intent of the City and County of San Francisco ("City") to  
4 reimburse certain expenditures from proceeds of future bonded indebtedness;  
5 authorizing the Director of the Mayor's Office of Housing and Community Development  
6 ("Director") to submit an application and related documents to the California Debt Limit  
7 Allocation Committee ("CDLAC") to permit the issuance of residential mortgage  
8 revenue bonds in an aggregate principal amount not to exceed \$24,000,000 for 1223  
9 Webster Street; authorizing and directing the Director to direct the Controller's Office  
10 to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC  
11 procedures; authorizing the Director to certify to CDLAC that the City has on deposit  
12 the required amount; authorizing the Director to pay an amount equal to such deposit  
13 to the State of California if the City fails to issue the residential mortgage revenue  
14 bonds; approving, for purposes of the Internal Revenue Code of 1986, as amended, the  
15 issuance and sale of residential mortgage revenue bonds by the City in an aggregate  
16 principal amount not to exceed \$24,000,000; authorizing and directing the execution of  
17 any documents necessary to implement this Resolution, as defined herein; and  
18 ratifying and approving any action heretofore taken in connection with the Project, as  
19 defined herein, and the Application, as defined herein.

20  
21 WHEREAS, The Board of Supervisors of the City and County of San Francisco ("Board  
22 of Supervisors"), after careful study and consideration, has determined that there is a  
23 shortage of safe and sanitary housing within the City and County of San Francisco ("City"),  
24 particularly for low and moderate income persons, and that it is in the best interest of the  
25 residents of the City and in furtherance of the health, safety, and welfare of the public for the

1 City to assist in the financing of multi-family rental housing units; and

2 WHEREAS, Acting under and pursuant to the powers reserved to the City under  
3 Sections 3, 5, and 7 of Article XI of the Constitution of the State of California and Sections  
4 1.101 and 9.107 of the Charter of the City and County of San Francisco, the City has enacted  
5 the City and County of San Francisco Residential Mortgage Revenue Bond Law ("City Law"),  
6 constituting Article I of Chapter 43 of the San Francisco Administrative Code, in order to  
7 establish a procedure for the authorization, issuance and sale of residential mortgage revenue  
8 bonds by the City for the purpose of providing funds to encourage the availability of adequate  
9 housing and home finance for persons and families of low or moderate income, and to  
10 develop viable communities by providing decent housing, enhanced living environments, and  
11 increased economic opportunities for persons and families of low or moderate income; and

12 WHEREAS, In addition, pursuant to Division 31 of the Health and Safety Code of the  
13 State of California, and particularly Chapter 7 of Part 5 thereof ("State Law"), the City is  
14 empowered to issue and sell bonds for the purpose of making mortgage loans or otherwise  
15 providing funds to finance the development of multi-family rental housing including units for  
16 lower income households and very low income households; and

17 WHEREAS, Fillmore Marketplace Housing Partners, L.P., a California limited  
18 partnership (or an affiliate thereof or successor thereto) (the "Borrower") desires to acquire  
19 and rehabilitate a 120-unit affordable residential rental housing development located at 1223  
20 Webster Street, San Francisco, California 94115 ("Project"); and

21 WHEREAS, The Borrower has requested that the City assist in the financing of the  
22 Project through the issuance of one or more series of tax-exempt mortgage revenue bonds  
23 ("Bonds"); and

24 WHEREAS, The City expects that proceeds of the Bonds will be used to pay certain  
25 costs incurred in connection with the Project prior to the date of issuance of the Bonds; and

1           WHEREAS, The City intends to issue the Bonds in an amount not to exceed  
2 \$24,000,000 and to loan the proceeds of the Bonds to the Borrower ("Loan") to finance the  
3 costs of the Project; and

4           WHEREAS, The Bonds will be limited obligations, payable solely from pledged  
5 security, including Project revenues, and will not constitute a debt of the City; and

6           WHEREAS, The Board of Supervisors has determined that the moneys advanced and  
7 to be advanced to pay certain expenditures of the Project are or will be available only for a  
8 temporary period and it is necessary to reimburse such expenditures with respect to the  
9 Project from the proceeds of the Bonds; and

10           WHEREAS, Section 1.150-2 of the United States Treasury Regulations requires that  
11 the Board of Supervisors declare its reasonable official intent to reimburse prior expenditures  
12 for the Project with proceeds of the Bonds; and

13           WHEREAS, The interest on the Bonds may qualify for tax exemption under Section  
14 103 of the Internal Revenue Code of 1986, as amended ("Code"), only if the Bonds are  
15 approved in accordance with Section 147(f) of the Code; and

16           WHEREAS, The City now wishes to approve the issuance of the Bonds in order to  
17 satisfy the public approval requirements of Section 147(f) of the Code; and

18           WHEREAS, The Project is located wholly within the City; and

19           WHEREAS, On November 21, 2019, the City caused a notice stating that a public  
20 hearing with respect to the issuance of the Bonds would be held by the Mayor's Office of  
21 Housing and Community Development on December 2, 2019, published in the Notices section  
22 of the Mayor's Office of Housing and Community Development website ( at  
23 <https://sfmohcd.org/notices-0>); and

24           WHEREAS, The Mayor's Office of Housing and Community Development held the  
25 public hearing described above on December 2, 2019, and an opportunity was provided for

1 persons to comment on the issuance of the Bonds and the Project; and

2 WHEREAS, This Board of Supervisors is the elected legislative body of the City and is  
3 the applicable elected representative authorized to approve the issuance of the Bonds within  
4 the meaning of Section 147(f) of the Code; and

5 WHEREAS, Section 146 of the Code limits the amount of tax-exempt private activity  
6 bonds, which include qualified mortgage bonds, that may be issued in any calendar year by  
7 entities within a state and authorizes the legislature of each state to provide the method of  
8 allocating authority to issue tax-exempt private activity bonds within the respective state; and

9 WHEREAS, Chapter 11.8 of Division 1 of Title 2 of the Government Code of the State  
10 of California governs the allocation in the State of California of the state ceiling established by  
11 Section 146 of the Code among governmental units in the State having the authority to issue  
12 tax-exempt private activity bonds; and

13 WHEREAS, Section 8869.85(b) of the Government Code requires that a local agency  
14 file an application for a portion of the state ceiling with or upon the direction of the California  
15 Debt Allocation Committee ("CDLAC") prior to the issuance of tax-exempt private activity  
16 bonds, including qualified mortgage bonds; and

17 WHEREAS, CDLAC procedures require an applicant for a portion of the state ceiling to  
18 certify to CDLAC that applicant has on deposit an amount equal to one-half of one percent  
19 (0.5%) of the amount of allocation requested not to exceed \$100,000; now, therefore, be it

20 RESOLVED, By the Board of Supervisors of the City and County of San Francisco, as  
21 follows:

22 Section 1. The Board of Supervisors finds and determines that the foregoing recitals  
23 are true and correct.

24 ///

1           Section 2. The Board of Supervisors adopts this Resolution for purposes of  
2 establishing compliance with the requirements of Section 1.150-2 of the United States  
3 Treasury Regulations. This Resolution does not bind the Board of Supervisors to issue the  
4 Bonds, approve the Loan or to make any expenditure, incur any indebtedness or proceed with  
5 the Project.

6           Section 3. The Board of Supervisors hereby declares its official intent under United  
7 States Treasury Regulations Section 1.150-2 to use proceeds of the Bonds to reimburse  
8 expenditures incurred in connection with the Project. The Board of Supervisors hereby further  
9 declares its intent to use such proceeds to reimburse the Borrower for actual expenditures  
10 made by the Borrower on the Project.

11           Section 4. On the date of the expenditure to be reimbursed, all reimbursable costs of  
12 the Project will be of a type properly chargeable to a capital account under general federal  
13 income tax principles.

14           Section 5. The maximum principal amount of debt expected to be issued for the Project  
15 is \$24,000,000.

16           Section 6. This Board of Supervisors, as the applicable elected representative of the  
17 governmental unit having jurisdiction over the area in which the Project is located, hereby  
18 approves the issuance of the Bonds for purposes of Section 147(f) of the Code.

19           Section 7. This approval of the issuance of the Bonds by the City is neither an  
20 approval of the underlying credit issues of the proposed Project nor an approval of the  
21 financial structure of the Bonds.

22           Section 8. The Board of Supervisors hereby authorizes the Director of the Mayor's  
23 Office of Housing and Community Development, including any acting or interim director, or  
24 such person's designee ("Director"), on behalf of the City, to submit an application  
25 ("Application"), and such other documents as may be required, to CDLAC pursuant to

1 Government Code Section 8869.85 for an allocation for the Project of a portion of the state  
2 ceiling for private activity bonds in a principal amount not to exceed \$24,000,000.

3 Section 9. An amount equal to one-half of one percent (0.5%) of the amount of the  
4 CDLAC allocation requested for the Project, not to exceed \$100,000 ("Deposit"), is hereby  
5 authorized to be held on deposit in connection with the Application and the applicable CDLAC  
6 procedures, and the Director is authorized to certify to CDLAC that such funds are available.

7 Section 10. If the City receives a CDLAC allocation for the Project and the Bonds are  
8 not issued, the Mayor's Office of Housing and Community Development is hereby authorized  
9 to cause an amount equal to the Deposit to be paid to the State of California, if and to the  
10 extent required by CDLAC.

11 Section 11. The officers and employees of the City, including the Director, are hereby  
12 authorized and directed, jointly and severally, to do any and all things necessary or advisable  
13 to consummate the receipt of an allocation from CDLAC and otherwise effectuate the  
14 purposes of this Resolution, consistent with the documents cited herein and this Resolution,  
15 and all actions previously taken by such officers and employees with respect to the Project,  
16 consistent with the documents cited herein and this Resolution, including but not limited to the  
17 submission of the application to CDLAC, are hereby ratified and approved.

18 ///

19 ///

20 ///

21 ///

22 ///


23 ///

24 ///

25 ///

1            Section 12. This Resolution shall take effect from and after its adoption by the Board  
2 and approval by the Mayor.

3  
4 APPROVED AS TO FORM:  
5 DENNIS J. HERRERA  
6 City Attorney

7 By:   
8 \_\_\_\_\_  
9 KENNETH DAVID ROUX  
10 Deputy City Attorney  
11 n:\speclas2019\0100007\01411881.docx



**Project Description**  
Multifamily Securities  
Program City and County of  
San Francisco

**Fillmore Marketplace**

**Overview**

The funds described in the "Financing Structure" section below will be used to finance the acquisition and rehabilitation of Fillmore Marketplace, a 120-unit affordable multifamily housing project located at 1223 Webster Street, 94115 zip code, in the City and County of San Francisco (the "Project"). Fillmore Marketplace was originally constructed in 1996 with funding from MOHCD. The project also received state financing through the RHCP program, which will also remain in place. These existing soft loans originally used to finance Fillmore Marketplace will remain in place.

The Project includes approximately 128,900 square feet of gross floor area, comprised of 109,700 Residential square feet of residential area and 19,200 square feet of non-residential area. Non-residential spaces include corridors, community space, and offices, as well as an 1800 square foot childcare facility operated by a third party.

Total project costs, including the cost to acquire the property and rehabilitate the existing structures, will be approximately \$41,511,500, or \$345,929 per dwelling unit.

The residential unit distribution, which includes two manager's units (1 2bdm and 1 3bdm), is:

<u>Unit type</u>	<u>Number of units</u>
1-Bedroom	29
2-Bedroom	29
3-Bedroom	<u>62</u>
Total	120

8.47% percent of the residential units (118 units) will serve households earning less than 60% AMI percent of the San Francisco County Area Median Income (AMI), while the balance of units will serve households earning less than 50% AMI Percentage.

**Residents**

No residents will be displaced as nor will the anticipated rehabilitation scope require any of the existing residents to be relocated.

**Site Description and Scope of Work**

Address: 1223 Webster Street, 94115  
Block/Lot: Lots 1-11, 25-28 and 31 of Block 732

The project consists of 65 3-story townhome units and 55 1,2 and 3bdm flats. The 65 townhome units are located in 5 separate 3-story, wood framed buildings. The flats are located in a 7-story, Type I, concrete tower. The residential units are constructed over a garage structure, containing 108 parking

spaces.

The scope of the rehabilitation work consists of the replacement of all of the windows in the townhome units and the repair of the window systems at the tower structure. In addition, the existing boilers will be removed and replaced, along with a backup generator and mechanical pumps that assist with the distribution of domestic water across the site. Deteriorated wood trim at the townhome windows and at the building fascias will be replaced. The existing fire alarm system will also be upgraded.

#### **Development and Management Team**

Project Sponsors:	Related California and San Francisco Housing Development Corporation
General Contractor:	Saarman Construction
Architect of Record:	Braden-Drosihn, Inc.
Property Manager:	Related Management Company

#### **Project Ownership Structure**

Borrower Entity:	Fillmore Marketplace Housing Partners, L.P.
Managing General Partner	San Francisco Housing Development Corporation
Administrative General Partner:	Fillmore Marketplace Development Co., LLC, The Related Companies of California, its sole member

An investor limited partner will own a 99.99% interest in the borrower entity.

#### **Financing Structure**

The following sources of capital financing are expected to be utilized:

- Tax-exempt bonds issued by the City providing construction period debt, which will be paid down to a permanent loan;
- Equity from the sale of 4% low income housing tax credits (LIHTC);
- Seller carryback financing (structured as a residual receipts note) from the existing limited partnership, Fillmore Marketplace, L.P.;
- Existing principal and accrued interest on the soft debt provided by the City;
- Existing principal and accrued interest on the soft debt from HCD;
- Net operating income and existing reserves that will remain with the project; and
- Deferred development fees.

The amount of private activity tax- exempt bonds used during construction will be sized specifically to meet the 50% of aggregate basis test required for the LIHTC.

#### **Schedule**

Financing is anticipated to close between April and May of 2020, with construction commencing within 10 days closing. All construction is scheduled to be completed within a year of construction start.

**CERTIFICATE OF TEFRA PUBLICATION**  
**Fillmore Marketplace**

This Certificate of Publication is executed this day for the purposes of demonstrating compliance with Section 147(f) of the Internal Revenue Code of 1986, as Amended (the "Code") and applicable Treasury Regulations (the "Regulations"). The undersigned, as a duly qualified and appointed representative of the City and County of San Francisco (the "Issuer"), hereby certifies as follows:

1. A Notice of Public Hearing, attached as Exhibit A, with respect to the issuance of tax-exempt bonds/obligations (the "Bonds") of the Issuer for the benefit of the project described therein (the "Project") was published on the Issuer's primary website address of <https://sfmohcd.org/notices-0> on November 21, 2019.

2. The Notice of Public Hearing was posted in an area of the Issuer's website that is used to inform its residents about events affecting the residents and which is clearly identified and accessible to members of the general public seeking information concerning the issuance of the Bonds and the Project.

3. Evidence of the website publication of the Notice of Public Hearing is attached hereto as Exhibit B. This Issuer will maintain records showing that the Notice of Public Hearing containing the requisite information was timely posted on the Issuer's website.

4. The Notice of Hearing remained published on the Issuer's website for a period of eleven (11) consecutive days and the Issuer held the hearing as described in the Notice of Public Hearing on Monday, December 2, 2019 at 10:00 AM.

5. Following the hearing, the Issuer submitted the request for approval of the Issuance of the Bonds and Project to the applicable elected representative of the Issuer as required by Section 147(f) of the Code and the Regulations.

Dated: Tuesday, December 3, 2019 at 5:00PM

CITY AND COUNTY OF SAN  
FRANCISCO

By: 

Name: Christina Mun

Title: Senior Project Manager

Mayor's Office of Housing and Community  
Development

**EXHIBIT A**  
**NOTICE OF PUBLIC HEARING**

## NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that on December 2, 2019 at 10:00 am, in the Mayor's Office of Housing and Community Development, 1 South Van Ness Avenue, 5<sup>th</sup> Floor, San Francisco, CA 94103, the City and County of San Francisco (the "City") will conduct a public hearing (the "Public Hearing") at which time the City will hear and consider information concerning the proposed sale and issuance by the City of multifamily affordable housing mortgage revenue bonds (the "Bonds") in an aggregate principal amount not to exceed Twenty Four Million Dollars (\$24,000,000.00). The proceeds of the Bonds will be loaned to Fillmore Marketplace Housing Partners, L.P. (or an affiliate thereof or successor thereto) (the "Borrower"), pursuant to a loan agreement (the "Loan Agreement"). The proceeds of the Bonds loaned to the Borrower will be used to finance the rehabilitation of 120 units of residential rental housing located at 1223 Webster Street, San Francisco, California 94115 (the "Project"). The Project will be owned and operated by the Borrower.

The Bonds will be paid entirely by the Borrower from the revenues of the Project, in accordance with the Loan Agreement. Neither the full faith and credit nor the taxing power of the City, the State of California (the "State") or any other political corporation, subdivision or agency of the State is pledged to the payment of the principal, premium, if any, or interest on the Bonds, nor shall the City, the State or any other political corporation, subdivision or agency of the State be liable or obligated to pay the principal, premium, if any, or interest on the Bonds.

The Public Hearing is intended to comply with the public approval requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended.

All those interested in matters related to the issuance of the Bonds and to the financing of the Project are invited to attend and be heard at this hearing. Interested parties may appear in person at the time and place indicated above or submit written comments, which must be received prior to the Public Hearing, to the City, c/o Christina Mun, Mayor's Office of Housing and Community Development, at the address indicated above.

Date: November 21, 2019

CITY AND COUNTY OF SAN FRANCISCO  
Daniel Adams, Acting Director  
Mayor's Office of Housing and Community  
Development

**EXHIBIT B**  
**EVIDENCE OF PUBLICATION**

## Information from SFMOHCD.org

Home > Vision & Impact > Plans & Progress Reports > Notices

# Notices

## General Notices

-  [November 21, 2019 - Notice of Public Hearing: Fillmore Marketplace \(1223 Webster\) TEFRA Hearing on December 2, 2019](/sites/default/files/November%2021%2C%202019%20-%20Notice%20of%20Public%20Hearing%20Fillmore%20Marketplace.pdf)  
(/sites/default/files/November%2021%2C%202019%20-%20Notice%20of%20Public%20Hearing%20Fillmore%20Marketplace.pdf)
-  [November 8, 2019 - Notice of Public Hearing: Visitacion Valley Parcel 1 \(2201 Bayshore Boulevard\) TEFRA Hearing on November 15, 2019](/sites/default/files/November%208%2C%202019%20-%20Notice%20of%20Public%20Hearing%20Visitacion%20Valley%20Parcel%201.pdf)  
(/sites/default/files/November%208%2C%202019%20-%20Notice%20of%20Public%20Hearing%20Visitacion%20Valley%20Parcel%201.pdf)
-  [November 8, 2019 - Notice of Public Hearing: Visitacion Valley Parcel 3A \(2201 Bayshore Boulevard\) TEFRA Hearing on November 15, 2019](/sites/default/files/November%208%2C%202019%20-%20Notice%20of%20Public%20Hearing%20Visitacion%20Valley%20Parcel%203A.pdf)  
(/sites/default/files/November%208%2C%202019%20-%20Notice%20of%20Public%20Hearing%20Visitacion%20Valley%20Parcel%203A.pdf)
-  [November 1, 2019 - Notice of Public Hearing: 53 Colton Street TEFRA Hearing on November 8, 2019](/sites/default/files/November%201%2C%202019%20-%20Notice%20of%20Public%20Hearing%2053%20Colton%20Street%20TEFRA%20Hearing%20on%20November%208%2C%202019_0.pdf)  
(/sites/default/files/November%201%2C%202019%20-%20Notice%20of%20Public%20Hearing%2053%20Colton%20Street%20TEFRA%20Hearing%20on%20November%208%2C%202019\_0.pdf)
-  [October 21, 2019 - Notice of Public Hearing: 711 Eddy Street TEFRA Hearing, rescheduled for October 28, 2019](/sites/default/files/October%2021%2C%202019%20-%20Notice%20of%20Public%20Hearing%20711%20Eddy%20Street%20TEFRA%20Hearing%20rescheduled%20for%20October%2028%2C%202019.pdf)  
(/sites/default/files/October%2021%2C%202019%20-%20Notice%20of%20Public%20Hearing%20711%20Eddy%20Street%20TEFRA%20Hearing%20rescheduled%20for%20October%2028%2C%202019.pdf)
-  [October 15, 2019 - Notice of Public Hearing: 681 Florida TEFRA Hearing on October 29, 2019](/sites/default/files/October%2015%2C%202019%20-%20Notice%20of%20Public%20Hearing%20681%20Florida%20TEFRA%20Hearing%20on%20October%2029%2C%202019.pdf)  
(/sites/default/files/October%2015%2C%202019%20-%20Notice%20of%20Public%20Hearing%20681%20Florida%20TEFRA%20Hearing%20on%20October%2029%2C%202019.pdf)
-  [September 3, 2019 - Notice of Public Hearing: 410 China Basin Street TEFRA Hearing on September 17, 2019](/sites/default/files/September%203%2C%202019%20-%20Notice%20of%20Public%20Hearing%20410%20China%20Basin%20Street%20TEFRA%20Hearing%20on%20September%2017%2C%202019.pdf)  
(/sites/default/files/September%203%2C%202019%20-%20Notice%20of%20Public%20Hearing%20410%20China%20Basin%20Street%20TEFRA%20Hearing%20on%20September%2017%2C%202019.pdf)
-  [August 13, 2019 - Notice of Public Hearing: FD Haynes Apartments \(1019 – 1089 Golden Gate Avenue, 949 – 959 Laguna Street, 900 – 940 McAllister Street, 1010 – 1030 Buchanan Street\) TEFRA Hearing on August 21, 2019](/sites/default/files/August%2013%2C%202019%20-%20Notice%20of%20Public%20Hearing%20FD%20Haynes%20Apartments%20(281019%20E2%80%93%201089%20Golden%20Gate%20Avenue%2C%20949%20-%20940%20McAllister%20Street%2C%20900%20-%20E2%80%93%2020940%20McAllister%20Street%2C%201010%20-%20E2%80%93%201030%20Buchanan%20Street%29%20TEFRA%20Hearing%20on%20August%2021%2C%202019.pdf)  
(/sites/default/files/August%2013%2C%202019%20-%20Notice%20of%20Public%20Hearing%20FD%20Haynes%20Apartments%20(281019%20E2%80%93%201089%20Golden%20Gate%20Avenue%2C%20949%20-%20940%20McAllister%20Street%2C%20900%20-%20E2%80%93%2020940%20McAllister%20Street%2C%201010%20-%20E2%80%93%201030%20Buchanan%20Street%29%20TEFRA%20Hearing%20on%20August%2021%2C%202019.pdf)
-  [July 2, 2019 - Notice of Public Hearing: Yosemite Apartments \(480 Eddy Street\) TEFRA Hearing on July 11, 2019](/sites/default/files/Notice%20of%20Public%20Hearing-Posted%20July%202%202019-%20Yosemite%20Apartments-480%20Eddy%20Street%20TEFRA%20Hearing%20on%20July%2011%202019.pdf)  
(/sites/default/files/Notice%20of%20Public%20Hearing-Posted%20July%202%202019-%20Yosemite%20Apartments-480%20Eddy%20Street%20TEFRA%20Hearing%20on%20July%2011%202019.pdf)
- [June 27, 2019 - MOHCD Releases Community Opportunity to Purchase Act \(COPA\) Qualified Nonprofit Application \(current-sf-homeowners\)](#)
-  [June 27, 2019 - Notice of Public Hearing: Bernal Gateway \(3101 Mission Street, 141 Precita Avenue, and 143 Precita Avenue\) TEFRA Hearing on July 8, 2019](#)

# RELATED

November 25, 2019

Ms. Christina Mun  
Senior Project Manager  
SF Mayor's Office of Housing  
1 South Van Ness, 5<sup>th</sup> Floor  
San Francisco, CA, 94103

RE: Fillmore Marketplace  
Certification of Delivery of TEFRA Notice

Dear Christina:

This letter certifies that on November 25, 2019 all residents of the Fillmore Marketplace received a copy of the attached notice.

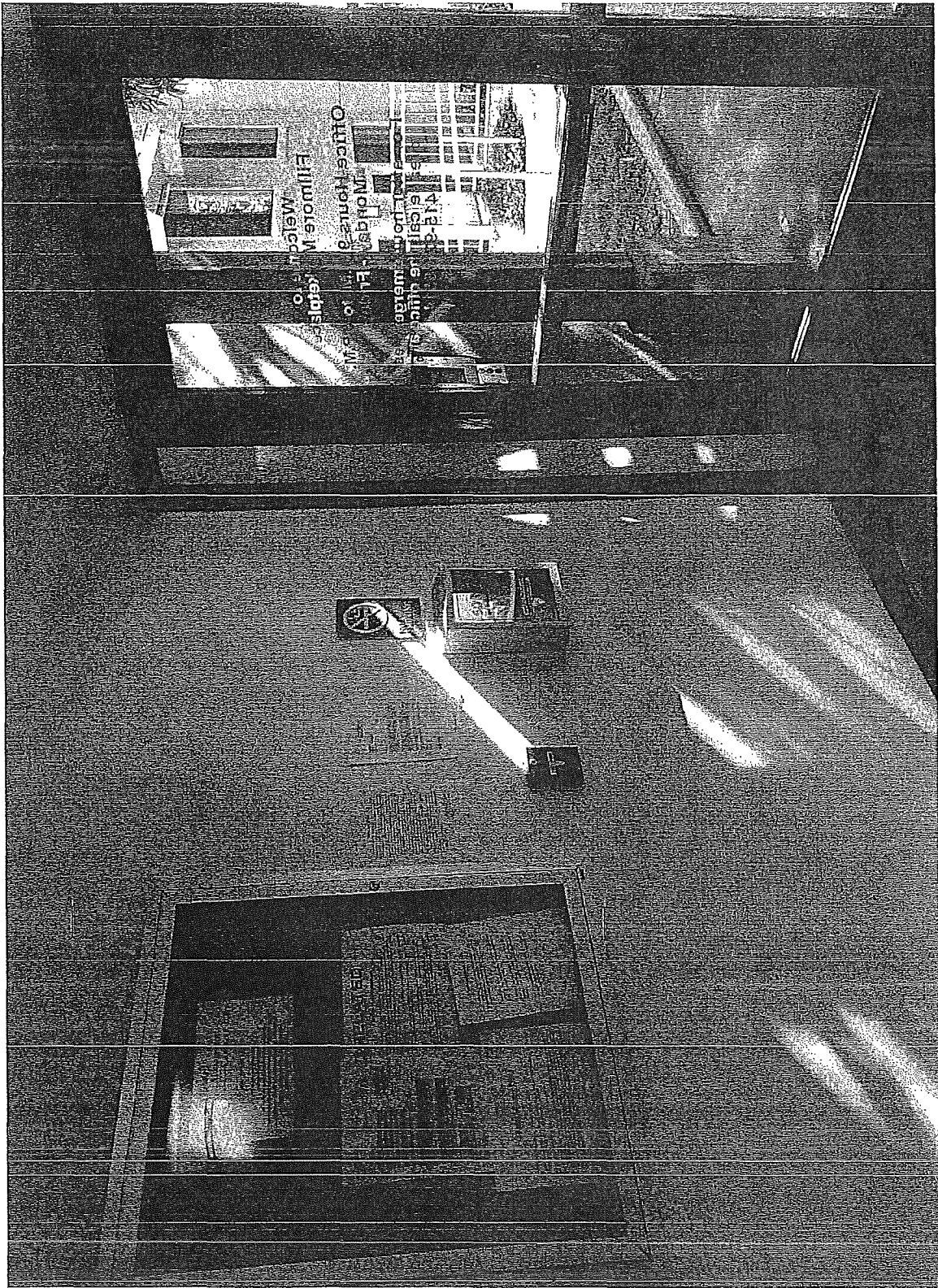
If you have any questions, please contact me at 415.677.9029.

Sincerely,



Lisa Grady  
Senior Project Manger





**Future Mergers**  
2014-2015  
11/11/2014

Company Name  
Future Mergers  
11/11/2014

Company Name  
Future Mergers  
11/11/2014

Company Name  
Future Mergers  
11/11/2014

Company Name  
Future Mergers  
11/11/2014

Company Name  
Future Mergers  
11/11/2014

Company Name  
Future Mergers  
11/11/2014

**EXHIBIT C**  
**TEFRA HEARING MINUTES**

CITY AND COUNTY OF SAN FRANCISCO

Public Hearing as required by Section 147(f) of the Internal Revenue Code of 1986

Fillmore Marketplace, 1223 Webster Street

Date: December 2, 2019

Time: 10:00 AM

Location: Mayor's Office of Housing and Community Development (MOHCD)  
City and County of San Francisco  
1 South Van Ness Avenue, 5<sup>th</sup> Floor, Room 5082  
San Francisco, CA 94103

Present: Christina Mun, MOHCD  
Lisa Grady, Related  
Nara Jambal, Resident of Fillmore Marketplace

The hearing was held to obtain public comment on the proposed issuance by the City and County of San Francisco of multifamily housing revenue bonds in an amount not to exceed \$24 million for the purpose of financing the rehabilitation of a 120-unit residential rental housing development located at 1223 Webster Street in San Francisco. The development will be owned by Fillmore Marketplace Housing Partners, L.P., a California limited partnership formed by the Related Companies of California and San Francisco Housing Development Corporation, or any successors thereto.

The public hearing was convened at 10:00 AM. There were no written comments received on the proposed issuance. One resident of Fillmore Marketplace, Nara Jambal, was in attendance and inquired about the building conditions as well as the process of applying for another unit. Lisa Grady, project sponsor, provided background and collected the resident's contact information for property management to follow up with her about the waitlist for a vacant unit.

The hearing was adjourned at 10:30 AM.

Minutes prepared by:

  
Christina Mun

Date: December 3, 2019



OFFICE OF THE MAYOR  
SAN FRANCISCO



LONDON N. BREED  
MAYOR

TO: Angela Calvillo, Clerk of the Board of Supervisors  
FROM: Sophia Kittler  
RE: [Multifamily Housing Revenue Bonds – 1223 Webster Street, San Francisco, California 94115 (Fillmore Marketplace) - Not to Exceed \$24,000,000]  
DATE: Tuesday, December 10, 2019

*SK*

Resolution declaring the intent of the City and County of San Francisco ("City") to reimburse certain expenditures from proceeds of future bonded indebtedness; authorizing the Director of the Mayor's Office of Housing and Community Development ("Director") to submit an application and related documents to the California Debt Limit Allocation Committee ("CDLAC") to permit the issuance of residential mortgage revenue bonds in an aggregate principal amount not to exceed \$24,000,000 for 1223 Webster Street (San Francisco, California 94115); authorizing and directing the Director to direct the Controller's Office to hold in trust an amount not to exceed \$100,000 in accordance with CDLAC procedures; authorizing the Director to certify to CDLAC that the City has on deposit the required amount; authorizing the Director to pay an amount equal to such deposit to the State of California if the City fails to issue the residential mortgage revenue bonds; approving, for purposes of the Internal Revenue Code of 1986, as amended, the issuance and sale of residential mortgage revenue bonds by the City in an aggregate principal amount not to exceed \$24,000,000; authorizing and directing the execution of any documents necessary to implement this Resolution; and ratifying and approving any action heretofore taken in connection with the Project, as defined herein, and the Application, as defined herein.

Should you have any questions, please contact Sophia Kittler at 415-554-6153.

RECEIVED  
BOARD OF SUPERVISORS  
SAN FRANCISCO  
2019 DEC 10 PM 4:58  
AK

1 DR. CARLTON B. GOODLETT PLACE, ROOM 200  
SAN FRANCISCO, CALIFORNIA 94102-4681  
TELEPHONE: (415) 554-6141



**San Francisco Ethics Commission**

25 Van Ness Avenue, Suite 220, San Francisco, CA 94102.  
 Phone: 415.252.3100 . Fax: 415.252.3112  
[ethics.commission@sfgov.org](mailto:ethics.commission@sfgov.org) . [www.sfethics.org](http://www.sfethics.org)

Received On:

File #:  
191263

Bid/RFP #:

**Notification of Contract Approval**

SFEC Form 126(f)4

(S.F. Campaign and Governmental Conduct Code § 1.126(f)4)

A Public Document

Each City elective officer who approves a contract that has a total anticipated or actual value of \$100,000 or more must file this form with the Ethics Commission within five business days of approval by: (a) the City elective officer, (b) any board on which the City elective officer serves, or (c) the board of any state agency on which an appointee of the City elective officer serves. For more information, see: <https://sfethics.org/compliance/city-officers/contract-approval-city-officers>

1. FILING INFORMATION	
TYPE OF FILING  Original	DATE OF ORIGINAL FILING (for amendment only)
AMENDMENT DESCRIPTION – Explain reason for amendment	

2. CITY ELECTIVE OFFICE OR BOARD	
OFFICE OR BOARD  Board of Supervisors	NAME OF CITY ELECTIVE OFFICER  Members

3. FILER'S CONTACT	
NAME OF FILER'S CONTACT  Angela Calvillo	TELEPHONE NUMBER  415-554-5184
FULL DEPARTMENT NAME  Office of the Clerk of the Board	EMAIL  Board.of.Supervisors@sfgov.org

4. CONTRACTING DEPARTMENT CONTACT	
NAME OF DEPARTMENTAL CONTACT  Christina Mun	DEPARTMENT CONTACT TELEPHONE NUMBER  415-701-5679
FULL DEPARTMENT NAME  MYR Mayor's Office of Housing & CD	DEPARTMENT CONTACT EMAIL  christina.mun@sfgov.org

5. CONTRACTOR	
NAME OF CONTRACTOR Fillmore Marketplace Housing Partners, L.P.	TELEPHONE NUMBER (415) 677-9029
STREET ADDRESS (including City, State and Zip Code) 44 Montgomery Street #1300 San Francisco, CA 94104	EMAIL lisa.grady@related.com

6. CONTRACT		
DATE CONTRACT WAS APPROVED BY THE CITY ELECTIVE OFFICER(S)	ORIGINAL BID/RFP NUMBER	FILE NUMBER (If applicable) 191263
DESCRIPTION OF AMOUNT OF CONTRACT \$24,000,000		
NATURE OF THE CONTRACT (Please describe) Application to California Debt Limit Allocation (CDLAC) to secure an allocation to complete substantial rehabilitation of the site.		

7. COMMENTS

8. CONTRACT APPROVAL	
This contract was approved by:	
<input type="checkbox"/>	THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM
<input checked="" type="checkbox"/>	A BOARD ON WHICH THE CITY ELECTIVE OFFICER(S) SERVES Board of Supervisors
<input type="checkbox"/>	THE BOARD OF A STATE AGENCY ON WHICH AN APPOINTEE OF THE CITY ELECTIVE OFFICER(S) IDENTIFIED ON THIS FORM SITS



**9. AFFILIATES AND SUBCONTRACTORS**

List the names of (A) members of the contractor's board of directors; (B) the contractor's principal officers, including chief executive officer, chief financial officer, chief operating officer, or other persons with similar titles; (C) any individual or entity who has an ownership interest of 10 percent or more in the contractor; and (D) any subcontractor listed in the bid or contract.

#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
1	Witte	Bill	CEO
2	Cardone	Frank	Other Principal Officer
3	Sherman	Steve	CFO
4	Silverberg	Anne	Other Principal Officer
5	Sobel	David	CEO
6	Kaslofsky	Thor	Board of Directors
7	Wong	Daniel	Board of Directors
8	Golvin	Ben	Board of Directors
9	Geiro	Noreen	Board of Directors
10	Eskildsen	Jennifer	Board of Directors
11	Ramirez	Josie	Board of Directors
12	Robinson	Lena	Board of Directors
13	Turner	Chuck	Board of Directors
14	Vincent	Dorris	Board of Directors
15	walker	Eddie	Board of Directors
16			
17			
18			
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**9. AFFILIATES AND SUBCONTRACTORS**

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#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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**9. AFFILIATES AND SUBCONTRACTORS**

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#	LAST NAME/ENTITY/SUBCONTRACTOR	FIRST NAME	TYPE
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Check this box if you need to include additional names. Please submit a separate form with complete information. Select "Supplemental" for filing type.

**10. VERIFICATION**

I have used all reasonable diligence in preparing this statement. I have reviewed this statement and to the best of my knowledge the information I have provided here is true and complete.

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

SIGNATURE OF CITY ELECTIVE OFFICER OR BOARD SECRETARY OR CLERK	DATE SIGNED
BOS Clerk of the Board	

