Resolution approving the issuance and sale of tax-exempt bonds by the ABAG Finance Authority for Nonprofit Corporations in an aggregate principal amount not to exceed $20,000,000 to finance various capital facilities owned by The Hamlin School or an affiliate.

WHEREAS, The Hamlin School, a California nonprofit corporation (the "Corporation") has requested that the ABAG Finance Authority for Nonprofit Corporations, a joint exercise of powers agency established pursuant to the laws of the State of California (the "Authority") issue and sell its revenue bonds (the "Bonds") in an aggregate principal amount not to exceed $20,000,000, for the purpose of making a loan (the "Loan") to the Corporation which will finance various capital facilities as more fully described below; and,

WHEREAS, The City and County of San Francisco (the "City") is a member of the Authority; and,

WHEREAS, The Corporation plans to use the proceeds of the Loan to finance the following: (1) the refunding of the ABAG Finance Authority for Nonprofit Corporations Revenue Bonds (The Hamlin School) Series 2002, currently outstanding in the aggregate principal amount of $7,875,000, which financed the construction of educational facilities located at 2120 Broadway, San Francisco, California (2) refinancing of an existing indebtedness of the Corporation consisting of a bank loan in the amount of approximately $10,140,000, which bank loan financed the purchase and acquisition by the Corporation of a site located at 2124 Broadway, San Francisco, California (Block 565, Lot 26) (together with the property at 2120 Broadway, San Francisco, California, the "Facilities"), (3) miscellaneous construction, renovation, improvements, capital maintenance, equipment acquisition and
installation thereof at the Facilities, and (4) various costs of issuance, a debt service reserve
fund, capitalized interest, working capital and credit enhancement fees (collectively, the
"Project"), all to be owned and operated by the Corporation or an affiliated entity and used for
the educational purposes thereof; and,

WHEREAS, The issuance and delivery of the Bonds shall be subject to the approval of
and execution by the Authority of all financing documents relating thereto to which the
Authority is a party and subject to the sale of the Bonds by the Authority; and,

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

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

WHEREAS, The Board of Supervisors of the City (the "Board") is the elected legislative
body of the City and is one of the applicable elected representatives required to approve the
issue within the meaning of Section 147(f) of the Code; and,

WHEREAS, The Authority has requested the Board to approve the issuance and sale
of the Bonds in order to satisfy the public approval requirements of Section 147(f) of the Code; and,

WHEREAS, On April 25, 2007, the City caused a notice to appear in the San Francisco
Examiner, which is a newspaper of general circulation in the City, stating that a public hearing
with respect to the issuance of the Bonds would be held by the City's Office of Public Finance
on May 14, 2007; and,

WHEREAS, The Office of Public Finance held the public hearing described above on
May 14, 2007, and an opportunity was provided for persons to comment on the issuance and
sale of the Bonds and plan of financing the Project; and,
WHEREAS, The Office of Public Finance has satisfied the requirements of the City's Bond TEFRA Approval Policy set forth in San Francisco Administrative Code Section 43.9.5 and the Director of Public Finance recommends adoption of this Resolution; now, therefore be it

RESOLVED, That this Board hereby finds and declares the above recitals are true and correct; and, be it

FURTHER RESOLVED, That this Board hereby approves the issuance and sale of the Bonds by the Authority; and be it

FURTHER RESOLVED, That it is the purpose and intent of this Board that this Resolution constitute approval of the issuance of the Bonds by the applicable elected representative of the governmental unit having jurisdiction over the area in which the Project is located for the purposes of and in accordance with Section 147(f) of the Code; and, be it

FURTHER RESOLVED, That the approval of the issuance and sale of the Bonds by the Authority is neither an approval of the underlying credit issues of the proposed Project nor an approval of the financial structure of the Bonds; and be it

FURTHER RESOLVED, That the Bonds shall not constitute a debt or obligation of the City and the payment of the principal, prepayment premium, if any, and purchase price of and interest on the Bonds shall be solely the responsibility of the Corporation; and be it

FURTHER RESOLVED, The adoption of this Resolution shall not obligate (i) the City to provide financing to the Corporation for the acquisition, rehabilitation and development 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 regulatory action sought in connection with the Project; and be it

SUPERVISOR ALIOTO-PIER
BOARD OF SUPERVISORS
FURTHER RESOLVED, That this Resolution shall take effect immediately upon its adoption.

APPROVED AS TO FORM:

DENNIS J. HERRERA
City Attorney

By: ____________________________
MICHAEL J. MARTIN
Deputy City Attorney
Resolution approving the issuance and sale of tax-exempt bonds by the ABAG Finance Authority for Nonprofit Corporations in an aggregate principal amount not to exceed $20,000,000 to finance various capital facilities owned by The Hamlin School or an affiliate.

May 22, 2007  Board of Supervisors — ADOPTED
Ayes: 10 - Alioto-Pier, Ammiano, Dufty, Elsbernd, Jew, Maxwell, McGoldrick, Mirkarimi, Peskin, Sandoval
Absent: 1 - Daly

File No. 070685

I hereby certify that the foregoing Resolution was ADOPTED on May 22, 2007 by the Board of Supervisors of the City and County of San Francisco.

Kay Gulbengay
Interim Clerk of the Board

Date Approved

MAY 3 1 2007

Mayor Gavin Newsom