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 $17,000,000 to finance various capital facilities owned by The Katherine Delmar Burke School or an affiliate.

WHEREAS, The Katherine Delmar Burke 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 $17,000,000, 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 (collectively, the "Project"): (1) the construction, acquisition, installation, renovation, rehabilitation and improvement of real property, facilities, equipment and improvements of the School's educational facilities located on its campus at 7070 California Street, San Francisco, California (the "Campus"), including but not limited to: a new and expanded library; state-of-the-art science labs; enhanced fine arts facilities for studio art, drama and music; enhanced gymnasium and performance facility; enhanced ADA compliance; and renovated kindergarten classrooms; (2) miscellaneous construction, renovation, improvements, demolition, capital maintenance, equipment acquisition and installation thereof and improvements at the Campus; and (3) the payment of various costs of issuing the Bonds, capitalized interest and
credit enhancement fees with respect to the Bonds, and the funding of a debt service reserve
fund for the Bonds. The Project will be owned and operated by the Corporation or an affiliated
entity and used for the educational purposes of the Corporation; 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 May 7, 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 21, 2007; and,

WHEREAS, The Office of Public Finance held the public hearing described above on
May 21, 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 MCGOLDRICK
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: Kenneth David Roux
KENNETH DAVID ROUX
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 $17,000,000 to finance various capital facilities owned by The Katherine Delmar Burke School or an affiliate.

June 5, 2007  Board of Supervisors — ADOPTED
Ayes: 11 - Alioto-Pier, Ammiano, Daly, Dufty, Elsbernd, Jew, Maxwell,
McGoldrick, Mirkarimi, Peskin, Sandoval

I hereby certify that the foregoing Resolution was ADOPTED on June 5, 2007 by the Board of Supervisors of the City and County of San Francisco.

Kay Gulbenga
Interim Clerk of the Board

Mayor Gavin Newsom