Resolution approving for purposes of Internal Revenue Code, Section 147(f), the Reissuance (for federal income tax purposes) of Revenue Obligations by the California Enterprise Development Authority in an aggregate principal amount not to exceed $11,400,000 to finance or refinance certain educational and related facilities owned by the National Center for International Schools.

WHEREAS, The California Enterprise Development Authority ("Authority") is authorized pursuant to the provisions of California Government Code, Section 6500 et seq., and the terms of a Joint Powers Agreement, dated as of June 1, 2006 ("Agreement"), among certain public agencies throughout the State of California, to issue revenue bonds and other forms of indebtedness to assist nonprofit corporations to obtain tax-exempt financing for appropriate projects and purposes; and

WHEREAS, National Center for International Schools ("Borrower"), a California nonprofit public benefit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), has requested that the Authority participate in the reissuance (for federal income tax purposes) of certain outstanding revenue obligations qualifying as "qualified 501(c)(3) bonds" in a principal amount not to exceed $11,400,000 ("Obligations"), which will be deemed to finance or refinance certain educational and related facilities located at 150 and 151 Oak Street, and 289 Fell Street, San Francisco, California 94102 (collectively, "Project"); and

WHEREAS, The legal owner of the Project has been and will be the Borrower, and French American International School and Chinese American International School, each a...
California nonprofit public benefit corporation, lease the Project from the Borrower and are
principal users of the Project; and

WHEREAS, The Project is located within the boundaries of the City and County of San
Francisco ("City"), which is a member of the Authority; and

WHEREAS, Pursuant to Section 147(f) of the Code and the Treasury Regulations
promulgated thereunder, the deemed reissuance of the Obligations by the Authority must be
approved by an "applicable elected representative" of both the governmental unit reissuing the
Obligations, or on behalf of which the Obligations are to be reissued, and a governmental unit
having jurisdiction over the geographic area in which the Project is located, after a public
hearing held following reasonable public notice; and

WHEREAS, The deemed reissuance and delivery of the Obligations shall be subject to
the approval of and execution by the Authority; and

WHEREAS, The Authority has requested that the Board of Supervisors of the City and
County of San Francisco ("Board") approve the deemed reissuance of the Obligations,
constituting a refinancing thereof for tax purposes, in order to satisfy the requirements of
Section 147(f) of the Code and the Treasury Regulations promulgated thereunder, the Board
being an applicable elected representative of the governmental unit on behalf of which the
Obligations will be deemed reissued and having jurisdiction over the geographic area in which
the Project is located within the meaning of Section 147(f) of the Code, and the Treasury
Regulations promulgated thereunder; and

WHEREAS, On November 16, 2021, the City caused a notice to appear on its website,
stating that a telephonic public hearing with respect to the deemed reissuance of the
Obligations would be held by the Office of Public Finance on November 23, 2021; and

WHEREAS, The Office of Public Finance of the City has held the public hearing
described above on November 23, 2021, and an opportunity was provided for persons to
comment on the deemed reissuance of the Obligations and the plan of financing/refinancing
of the Project; and

WHEREAS, The Obligations as reissued will be limited obligations of the Authority,
payable solely from and secured solely by amounts received from or on behalf of the
Borrower, and will not constitute an indebtedness or obligation, or a pledge of the faith and
credit of, or the taxing power, if any, of the City or the Authority, except to the limited extent
described herein; and

WHEREAS, It is intended that this Resolution shall constitute approval of the
reissuance of the Obligations for purposes of Section 147(f) of the Code and the Treasury
Regulations promulgated thereunder; now, therefore, be it

RESOLVED, That this Board finds that all of the recitals set forth above are true and
correct; and, be it

FURTHER RESOLVED, That the Board, as an applicable elected representative of the
governmental unit on behalf of which the Obligations will be reissued and having jurisdiction
over the geographic area in which the Project is located, hereby approves the reissuance of
the Obligations by the Authority. It is the purpose and intent of the Board that this Resolution
constitute both “issuer” approval and “host” approval of the reissuance of the Obligations by
the City for purposes of Section 147(f) of the Code and the Treasury Regulations promulgated
thereunder; and, be it

FURTHER RESOLVED, That the approval by the Board of the reissuance of the
Obligations is neither an approval of the underlying credit issues of the Project nor an
approval of the financial structure of the Obligations, and that the adoption of this Resolution
shall not obligate (i) the City to provide financing/refinancing to the Borrower for the Project or
to reissue the Obligations for purposes of such financing/refinancing, 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 action
necessary for the Project; and, be it

FURTHER RESOLVED, That this Resolution shall take effect from and after its
adoption and approval.

APPROVED AS TO FORM:
DAVID CHIU, City Attorney

By: /s/ MARK D. BLAKE
MARK D. BLAKE
Deputy City Attorney
Resolution approving for purposes of Internal Revenue Code, Section 147(f), the Reissuance (for federal income tax purposes) of Revenue Obligations by the California Enterprise Development Authority in an aggregate principal amount not to exceed $11,400,000 to finance or refinance certain educational and related facilities owned by the National Center for International Schools.

January 12, 2022 Budget and Finance Committee - RECOMMENDED

January 25, 2022 Board of Supervisors - ADOPTED

Ayes: 11 - Chan, Haney, Mandelman, Mar, Melgar, Peskin, Preston, Ronen, Safai, Stefani and Walton

I hereby certify that the foregoing Resolution was ADOPTED on 1/25/2022 by the Board of Supervisors of the City and County of San Francisco.

Angela Calvillo
Clerk of the Board

London N. Breed
Mayor

2/4/22
Date Approved