

RESOLUTION NO. 191-2002

Adopted October 22, 2002

EXPRESSING THE INTENT TO ISSUE TAX ALLOCATION BONDS, IN ONE OR MORE SERIES TO FINANCE THE JESSIE SQUARE GARAGE, THE SUBSTRUCTURE OF TWO CULTURAL FACILITIES, IMPROVEMENTS TO THE JESSIE SQUARE AREA, AND RELATED COSTS ON CENTRAL BLOCK ONE, (ASSESSOR'S BLOCK 3706, PORTION OF LOT 117) FOR REDEVELOPMENT PURPOSES IN AN AMOUNT NOT TO EXCEED \$43,100,000, SUBJECT TO APPROVAL BY THE BOARD OF SUPERVISORS; YERBA BUENA CENTER REDEVELOPMENT PROJECT AREA

BASIS FOR RESOLUTION

1. The Redevelopment Agency of the City and County of San Francisco ("Agency") is a public body organized and existing pursuant to Part 1 of Division 24 of the California Health and Safety Code (the "Law") and is authorized by Chapter 8, Article 5 of the Law to issue tax allocation bonds to pay the cost of financing construction of improvements in aid of its redevelopment projects.
2. Pursuant to the Law, the Agency proposes the issuance of its tax-exempt tax allocation bonds in an amount not to exceed \$43,100,000 to finance the construction of an underground parking garage beneath Jessie Square which will be operated as a public garage ("Garage") improvements to Jessie Square and related improvements (jointly "the Jessie Square Improvements") on Central Block One ("CB-1") in the Yerba Buena Center Redevelopment Project Area (the "YBC Project"). It is anticipated that the Jessie Square Improvements constructed on behalf of the Agency by CB-1 Entertainment Partners, a California limited partnership, ("CB-1 Developer"), which will also finance a portion of the Jessie Square Improvements.
3. Pursuant to the Law, The Mexican Museum and The Magnes Museum, each a California nonprofit public benefit corporation (jointly "the Museum Developers"), have asked the Agency to issue tax-exempt tax allocation bonds in one or more series to finance construction of the substructure of two cultural facilities that will be contiguous to the Garage ("the Cultural Improvements").
4. The Agency wishes to declare its intention to authorize issuance of the bonds for the Jessie Square Improvements and the Cultural Improvements, subject to the approval by the Board of Supervisors of said bonds and an increase in the Agency's expenditure authority by \$43,100,000.

RESOLUTION

ACCORDINGLY, IT IS RESOLVED BY THE REDEVELOPMENT AGENCY OF THE CITY AND COUNTY OF SAN FRANCISCO THAT:

1. The Agency expresses its intent to issue tax allocation bonds in an amount not to exceed \$43,100,000 to finance the construction of the Jessie Square Improvements and the Cultural Improvements and to increase by a like amount the Agency's expenditure authority in Fiscal Year 2002-03.
2. This expression of intent does not give the CB-1 Developer or the Museum Developers any claim or rights against the Agency or any entitlement to the financing described above. The failure of the Agency to provide such financing, for any reason whatsoever or for no reason, shall not create any liability of the Agency to the Developer or the Museum Developers.
3. Subject to the approval by the Board of Supervisors of the increased expenditure authority and any related amendment of the Agency budget for fiscal year 2002-2003, the Executive Director, Treasurer, Secretary and Assistant Secretaries, Agency General Counsel, Deputy General Counsel and other officers are authorized to execute and deliver any and all documents and to take any and all other actions necessary to consummate the transactions described in this Resolution, including but not limited to the execution of a Reimbursement Agreement with the City and County of San Francisco; and the execution and delivery of any such documents shall be conclusive evidence of its approval.

APPROVED AS TO FORM:



Bertha A. Ontiveros
Agency General Counsel