

**ANNUAL REPORT  
FOR**

**CITY AND COUNTY OF SAN FRANCISCO  
CITY AND COUNTY OF SAN FRANCISCO FINANCE  
CORPORATION**

**FISCAL YEAR ENDED JUNE 30, 2017**

**Issued: March 7, 2018**

**Due: March 26, 2018**



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## I. Introduction

The City and County of San Francisco (“City”), on behalf of itself and the City and County of San Francisco Finance Corporation (“Finance Corporation”), hereby provides the following information required for each annual report (collectively, the “Annual Report”) for the fiscal year ended June 30, 2017 pursuant to the undertakings under the Continuing Disclosure Certificates as hereinafter provided in sections II through IV below (collectively, the “Continuing Disclosure Certificates”).

The Annual Report is dated as of March 7, 2018 (the “Dated Date”) and speaks only as of its Dated Date. Except as provided under the Continuing Disclosure Certificates the City expressly disclaims any obligation to provide an update of the Annual Report or a further update of any document, or matter therein specifically referenced.

The filing of this Annual Report does not constitute or imply any representation that (1) the information presented herein is the only information material to investors, (2) there has been no change in other financial, operating or other information relating to the security for the referenced securities, or (3) no other changes, circumstances or events have occurred which may have a bearing on the security for the referenced securities or an investor's decision to buy, sell, or hold the referenced securities.

Any statement regarding the referenced securities, other than a statement made by the City in an official release or subsequent official notice or other annual report and published in a financial newspaper of general circulation and/or filed with the Municipal Securities Rulemaking Board or EMMA, are not authorized by the City. The City shall not be responsible for the accuracy, completeness or fairness of any such statement.

## II. General Obligation Bonds

### A. General Obligation Bonds Continuing Disclosure Certificates

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the issuance of the following City and County of San Francisco General Obligation Bonds (collectively, the “GO Bonds”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2017 (the “GO Bonds Annual Disclosure Report”).

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. N/A	<b>Taxable Series 2007A GO Bonds</b> <sup>1</sup> (Seismic Safety Loan Program, 1992), Series 2007A	<u>\$30,315,450</u>
2. May 29, 2008	<b>Series 2008-R1 and Taxable Series 2008-R2 GO Bonds</b> General Obligation Refunding Bonds, Series 2008-R1 Taxable General Obligation Refunding Bonds, Series 2008-2	<u>\$271,395,000</u> <u>\$232,075,000</u> <u>\$39,320,000</u>
3. March 18, 2009	<b>Series 2009A GO Bonds</b> (San Francisco General Hospital, 2008), Series 2009A	<u>\$131,650,000</u>

<sup>1</sup> The Board of Supervisors authorized the issuance of the Taxable Series 2007A GO Bonds (Seismic Safety Loan Program, 1992) in an amount up to \$35,000,000 in February 2007 to fund a loan draw down program. As of June 30, 2017, \$30,315,450 has been drawn down under the program. (The information on these bonds is provided as a courtesy.)

## II. General Obligation Bonds

### A. General Obligation Bonds Continuing Disclosure Certificates (continued)

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
4. March 24, 2010	<b>Series 2010ABCD GO Bonds</b> (San Francisco General Hospital Improvement Bonds, 2008) Series 2010A (Clean and Safe Neighborhood Parks Bonds, 2008), Series 2010B (San Francisco General Hospital Improvement Bonds, 2008) Federally Taxable Build America Bonds, Series 2010C (Clean and Safe Neighborhood Parks Bonds, 2008) Federally Taxable Build America Bonds, Series 2010D	<u>\$355,125,000</u> \$120,890,000 \$24,785,000 \$173,805,000 \$35,645,000
5. December 15, 2010	<b>Series 2010E GO Bonds</b> (Earthquake Safety and Emergency Response Bonds, 2010), Series 2010E	<u>\$79,520,000</u>
6. November 30, 2011	<b>Series 2011-R1 GO Bonds</b> General Obligation Refunding Bonds, Series 2011-R1	<u>\$339,475,000</u>
7. March 8, 2012	<b>Series 2012ABC GO Bonds</b> (Earthquake Safety and Emergency Response Bonds, 2010) Series 2012A (Clean and Safe Neighborhood Parks Bonds, 2008), Series 2012B (Road Paving and Street Safety Bonds, 2011) Series 2012C	<u>\$330,980,000</u> \$183,330,000 \$73,355,000 \$74,295,000
8. August 29, 2012	<b>Series 2012DE GO Bonds</b> (San Francisco General Hospital & Trauma Center Bonds, 2008), Series 2012D (Earthquake Safety and Emergency Response Bonds, 2010), Series 2012E	<u>\$289,365,000</u> \$251,100,000 \$38,265,000
9. June 30, 2013	<b>Series 2013ABC GO Bonds</b> (Clean and Safe Neighborhood Parks Bonds, 2012), Series 2013A (Earthquake Safety and Emergency Response Bonds, 2010), Series 2013B (Road Repaving and Street Safety Bonds, 2011), Series 2013C	<u>\$232,550,000</u> \$71,970,000 \$31,020,000 \$129,560,000

## II. General Obligation Bonds

### A. General Obligation Bonds Continuing Disclosure Certificates (continued)

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
10. January 28, 2014	<b>Series 2014A GO Bonds</b> (Proposition A, 2008) San Francisco General Hospital and Trauma Center Bonds, Series 2014A	<u>\$209,955,000</u>
11. October 2, 2014	<b>Series 2014CD GO Bonds</b> (Earthquake Safety and Emergency Response Bonds, 2010) Series 2014C (Earthquake Safety and Emergency Response Bonds, 2014) Series 2014D	<u>\$155,620,000</u> \$54,950,000 <u>\$100,670,000</u>
12. February 25, 2015	<b>Series 2015-R1 GO Bonds</b> (General Obligation Refunding Bonds) Series 2015-R1	<u>\$293,910,000</u>
13. July 14, 2015	<b>Series 2015B GO Bonds</b> (Transportation and Road Improvement Bonds, 2014) Series 2015B	<u>\$67,005,000</u>
14. August 31, 2015	<b>Taxable Series 2015A GO Bonds</b> (Seismic Safety Loan Program, 1992) Series 2015A	<u>\$24,000,000</u>
15. February 2, 2016	<b>Series 2016AB GO Bonds</b> (Clean and Safe Neighborhood Parks Bonds, 2008), Series 2016A (Clean and Safe Neighborhood Parks Bonds, 2012), Series 2016B	<u>\$51,915,000</u> \$8,695,000 <u>\$43,220,000</u>
16. April 20, 2016	<b>Series 2016CDE GO Bonds</b> (Earthquake Safety and Emergency Response Bonds, 2010), Series 2016C (Earthquake Safety and Emergency Response Bonds, 2014), Series 2016D (Road Repaving and Street Safety Bonds, 2011), Series 2016E	<u>\$178,955,000</u> \$25,215,000 <u>\$109,595,000</u> \$44,145,000
17. November 1, 2016	<b>Taxable 2016F GO Bonds</b> (Affordable Housing, 2015) Series 2016F	<u>\$75,130,000</u>
18. February 1, 2017	<b>Tax Exempt 2017A GO Bonds</b> (Public Health and Safety, 2016) Series 2017A	<u>\$173,120,000</u>

<b>II. General Obligation Bonds</b>
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**B. General Obligation Bonds CUSIP Numbers**

*Note regarding all CUSIP numbers contained herein:* The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. While the City makes every effort to ensure the accuracy of the information presented herein, the City is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Taxable Series 2007A GO Bonds <sup>1</sup>
6/15/2030	797646HA7

	Series 2008-R1 GO Bonds	Series 2008-R2 GO Bonds	Series 2009A GO Bonds
6/15/2018	797646JL1	797646JZ0	797646LQ7
6/15/2019	797646JM9		79764LR5
6/15/2020	797646JN7		797646LS3
6/15/2021	797646JP2		797646LT1
6/15/2022			797646LU8
6/15/2023			797646LV6
6/15/2024			797646LW4
6/15/2025			797646LX2
6/15/2026			797646LY0
6/15/2027			797646LZ7
6/15/2028			
6/15/2029			797646MA1

<sup>1</sup> The Board of Supervisors authorized the issuance of the Taxable Series 2007A GO Bonds (Seismic Safety Loan Program, 1992) in an amount up to \$35,000,000 in February 2007 to fund a loan draw down program. As of June 30, 2017, \$30,315,450 has been drawn down under the program. (The information on these bonds is provided as a courtesy.)

## II. General Obligation Bonds

### B. General Obligation Bonds CUSIP Numbers (continued)

Maturity Date	Series 2010A GO Bonds	Series 2010B GO Bonds	Series 2010C Taxable GO Bonds	Series 2010D Taxable GO Bonds	Series 2010E GO Bonds	Series 2011-R1 GO Bonds
6/15/2018	797646MK9	797646MV5			797646PC4	797646PY6
6/15/2019	797646ML7	797646MW3			797646PD2	797646PZ3
6/15/2020			797646MX1	797646NJ1	797646PE0	797646QA7
6/15/2021			797646MY9	797646NK8	797646PF7	797646QB5
6/15/2022			797646MZ6	797646NL6	797646PG5	797646QC3
6/15/2023			797646NA0	797646NM4	797646PH3	797646QD1
6/15/2024			797646NB8	797646NN2	797646PJ9	797646QE9
6/15/2025			797646NC6	797646NP7	797646PK6	797646QF6
6/15/2026			797646ND4	797646NQ5	797646PL4	797646QG4
6/15/2027			797646NE2	797646NR3	797646PM2	797646QH2
6/15/2028			797646NF9	797646NS1	797646PN0	797646QJ8
6/15/2029			797646NG7	797646NT9	797646PR1	797646QK5
6/15/2030			797646NH5	797646NU6		797646QL3
6/15/2031					797646PP5	
6/15/2035					797646PQ3	

Maturity Date	Series 2012A GO Bonds	Series 2012B GO Bonds	Series 2012C GO Bonds	Series 2012D GO Bonds	Series 2012E GO Bonds
6/15/2018	797646QT6	797646RQ1	797646SM9	797646TH9	797646UD6
6/15/2019	797646QU3	797646RR9	797646SN7	797646TJ5	797646UE4
6/15/2020	797646QV1	797646RS7	797646SP2	797646TK2	797646UF1
6/15/2021	797646QW9	797646RT5	797646SQ0	797646TL0	797646UG9
6/15/2022	797646QX7	797646RU2	797646SR8	797646TM8	797646UH7
6/15/2023	797646QY5	797646RV0	797646SS6	797646TN6	797646UJ3
6/15/2024	797646QZ2	797646RW8	797646ST4	797646TP1	797646UK0
6/15/2025	797646RA6	797646RX6	797646SU1	797646TQ9	797646UL8
6/15/2026	797646RB4	797646RY4	797646SV9	797646TR7	797646UM6
6/15/2027	797646RC2	797646RZ1	797646SW7	797646TS5	797646UN4
6/15/2028	797646RD0	797646SA5	797646SX5	797646TT3	797646UP9
6/15/2029	797646RE8	797646SB3	797646SY3	797646TU0	797646UQ7
6/15/2030	797646RF5	797646SC1	797646SZ0	797646TV8	797646UR5
6/15/2031	797646RG3	797646SD9	797646TA4	797646TW6	797646US3
6/15/2032	797646RH1	797646SE7	797646TB2	797646TX4	797646UT1

**II. General Obligation Bonds**

**B. General Obligation Bonds CUSIP Numbers (continued)**

Maturity Date	Series 2013A GO Bonds	Series 2013B GO Bonds	Series 2013C GO Bonds	Series 2014A GO Bonds	Series 2014C GO Bonds	Series 2014D GO Bonds
6/15/2018	797646UY0	797646VU7	797646WQ5	797646XL5	797646YF7	797646ZB5
6/15/2019	797646UZ7	797646VV5	797646WR3	797646XM3	797646YG5	797646ZC3
6/15/2020	797646VA1	797646VW3	797646WS1	797646XN1	797646YH3	797646ZD1
6/15/2021	797646VB9	797646VX1	797646WT9	797646XP6	797646YJ9	797646ZE9
6/15/2022	797646VC7	797646VY9	797646WU6	797646XQ4	797646YK6	797646ZF6
6/15/2023	797646VD5	797646VZ6	797646WV4	797646XR2	797646YL4	797646ZG4
6/15/2024	797646VE3	797646WA0	797646WW2	797646XS0	797646YM2	797646ZH2
6/15/2025	797646VF0	797646WB8	797646WX0	797646XT8	797646YN0	797646ZJ8
6/15/2026	797646VG8	797646WC6	797646WY8	797646XU5	797646YP5	797646ZK5
6/15/2027	797646VH6	797646WD4	797646WZ5	797646XV3	797646YQ3	797646ZL3
6/15/2028	797646VJ2	797646WE2	797646XA9	797646XW1	797646YR1	797646ZM1
6/15/2029	797646VK9	797646WF9	797646XB7	797646XX9	797646YS9	797646ZN9
6/15/2030	797646VL7	797646WG7	797646XC5	797646XY7	797646YT7	797646ZP4
6/15/2031	797646VM5	797646WH5	797646XD3	797646XZ4	797646YU4	797646ZQ2
6/15/2032	797646VN3	797646WJ1	797646XE1	797646YA8	797646YV2	797646ZR0
6/15/2033	797646VP8	797646WK8	797646XF8	797646YB6	797646YW0	797646ZS8
6/15/2034					797646YX8	797646ZT6

Maturity Date	Series 2015-R1 GO Bonds	Series 2015B GO Bonds	Series 2016A GO Bonds	Series 2016B GO Bonds
6/15/2018	797646ZX7	797646B62	797646E28	797646G67
6/15/2019	797646ZY5	797646B70	797646E36	797646G75
6/15/2020	797646ZZ2	797646B88	797646E44	797646G83
6/15/2021	797646A22	797646B96	797646E51	797646G91
6/15/2022	797646A30	797646C20	797646E69	797646H25
6/15/2023	797646A48	797646C38	797646E77	797646H33
6/15/2024	797646A55	797646C46	797646E85	797646H41
6/15/2025	797646A63	797646C53	797646E93	797646H58
6/15/2026	797646A71	797646C61	797646F27	797646H66
6/15/2027	797646A89	797646C79	797646F35	797646H74
6/15/2028	797646A97	797646C87	797646F43	797646H82
6/15/2029	797646B21	797646C95	797646F50	797646H90
6/15/2030	797646B39	797646D29	797646F68	797646J23
6/15/2031		797646D37	797646F76	797646J31
6/15/2032		797646D45	797646F84	797646J49
6/15/2033		797646D52	797646F92	797646J56
6/15/2034		797646D60	797646G26	797646J64
6/15/2035		797646D78	797646G34	797646J72



## II. General Obligation Bonds

### B. General Obligation Bonds CUSIP Numbers (continued)

Maturity Date	Taxable Series 2015A GO Bonds
6/15/2035	N/A

Maturity Date	Series 2016C GO Bonds	Series 2016D GO Bonds	Series 2016E GO Bonds	Series 2016F GO Bonds	Series 2017A GO Bonds
6/15/2018	797646K21	797646M60	797646Q25	797646S56	797646U46
6/15/2019	797646K39	797646M78	797646Q33	797646S64	797646U53
6/15/2020	797646K47	797646M86	797646Q41	797646S72	797646U61
6/15/2021	797646K54	797646M94	797646Q58	797646S80	797646U79
6/15/2022	797646K62	797646N28	797646Q66	797646S98	797646U87
6/15/2023	797646K70	797646N36	797646Q74	797646T22	797646U95
6/15/2024	797646K88	797646N44	797646Q82	797646T30	797646V29
6/15/2025	797646K96	797646N51	797646Q90	797646T48	797646V37
6/15/2026	797646L20	797646N69	797646R24	797646T55	797646V45
6/15/2027	797646L38	797646N77	797646R32	797646T63	797646V52
6/15/2028	797646L46	797646N85	797646R40	797646T71	797646V60
6/15/2029	797646L53	797646N93	797646R57	797646T89	797646V78
6/15/2030	797646L61	797646N26	797646R65	797646T97	797646V86
6/15/2031	797646L79	797646P34	797646R73		797646V94
6/15/2032	797646L87	797646P42	797646R81		797646W28
6/15/2033	797646L95	797646P59	797646R99		797646W36
6/15/2034	797646M29	797646P67	797646S23		797646W44
6/15/2035	797646M37	797646P75	797646S31		797646W51
6/15/2036				797646U20	797646W69

## II. General Obligation Bonds

### C. General Obligation Bonds Annual Disclosure Report Information

Pursuant to the Continuing Disclosure Certificates executed in connection with the City's GO Bonds (see also Section II.A. above), the City hereby provides the following information as of **June 30, 2017**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2017 (the "CAFR")	Appendix A – CAFR - Pages 1 through 203 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: <a href="http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf">http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf</a>
Summary of budgeted general fund revenue and appropriations	Appendix A – CAFR – Pages 16
Summary of assessed valuation of taxable property in the City	Appendix A – CAFR – Page 220
Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 223
Schedule of aggregate annual debt service on tax-supported indebtedness of the City	Appendix B
Summary of the outstanding and authorized but unissued tax-supported indebtedness of the City	Appendix A – CAFR – Pages 82, 87
Par Amount of General Obligation Bonds Outstanding	Appendix C

### D. General Obligation Bonds Contact Information

**Issuer Contact:** Nadia Sesay  
Controller's Office of Public Finance  
City Hall, Room 336  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102  
Telephone: (415) 554-5956  
Fax: (415) 554-4864  
Email: Nadia.Sesay@sfgov.org

**Paying Agent Contact:** Treasurer's Office, City and County of San Francisco  
Bob Shaw  
City Hall, Room 140  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102  
Telephone: (415) 554-5210  
Fax: (415) 554-4660

### III. Certificates of Participation

#### A. Certificates of Participation Continuing Disclosure Certificates

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the execution and delivery of the following City and County of San Francisco Certificates of Participation (collectively, the “COPs”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2017 (the “COP Annual Disclosure Report”).

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. May 27, 2009	<b>Series 2009A COPs</b> (Multiple Capital Improvement Project – Laguna Honda Hospital) Series 2009A	<u>\$163,335,000</u>
2. September 17, 2009	<b>Series 2009B COPs</b> (Multiple Capital Improvement Project) Series 2009B	<u>\$37,885,000</u>
3. October 7, 2009	<b>Series 2009CD COPs</b> (525 Golden Gate Avenue) Series 2009C (525 Golden Gate Avenue) Federally Taxable Build America Bonds, Series 2009D	<u>\$167,670,000</u> \$38,120,000 <u>\$129,550,000</u>
46. September 30, 2010	<b>Series 2010A Refunding COPs</b> (Various Projects), Series 2010A	<u>\$138,445,000</u>
5. November 17, 2011	<b>Series 2011AB Refunding COPs</b> (Moscone Center South Project), Series 2011A (Moscone Center North Project), Series 2011B	<u>\$86,480,000</u> \$23,105,000 <u>\$63,375,000</u>
6. June 6, 2012	<b>Series 2012A COPs</b> (Multiple Capital Improvement Project) Series 2012A	<u>\$42,835,000</u>
7. May 7, 2013	<b>Series 2013A COPs</b> (Moscone Center Improvements) Series 2013A	<u>\$35,575,000</u>
8. October 31, 2013	<b>Series 2013BC COPs</b> (Port Facilities Project – Non-AMT) Series 2013B (Port Facilities Project – AMT) Series 2013C	<u>\$37,700,000</u> \$4,830,000 <u>\$32,870,000</u>
9. October 31, 2013	<b>Series 2014-R1 and R-2 Refunding COPs</b> (San Francisco Courthouse Project) Series 2014-R1 (Juvenile Hall Project) Series 2014-R2	<u>\$47,220,000</u> \$13,615,000 <u>\$33,605,000</u>

<b>III. Certificates of Participation</b>
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**A. Certificates of Participation Continuing Disclosure Certificates (continued)**

<b><u>Continuing Disclosure Certificate</u></b>	<b><u>Issue Name</u></b>	<b><u>Original Par Amount</u></b>
10. July 22, 2015	<b>Series 2015AB COPs</b> (War Memorial Veterans Building Seismic Upgrade and Improvements) Tax Exempt Series 2015A	<u>\$134,325,000</u>
	(War Memorial Veterans Building Seismic Upgrade and Improvements) Taxable Series 2015B	\$112,100,000 \$22,225,000
11. October 29, 2015	<b>Series 2015-R1 Refunding COPs</b>	<u>\$123,600,000</u>
12. June 22, 2016	<b>Taxable Series 2016A COPs</b> (War Memorial Veterans Building Seismic Upgrade and Improvements) Series 2016A	<u>\$16,125,000</u>
13. June 14, 2017	<b>Series 2017A COPs</b> (Hope SF) Federally Taxable, Series 2017A	<u>\$28,320,000</u>
14. July 6, 2017	<b>Series 2017B COPs</b> (Moscone Convention Center Expansion Project) Series 2017B	<u>\$412,355,000</u>

**B. Certificates of Participation CUSIP Numbers**

*Note regarding all CUSIP numbers contained herein:* The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. While the City makes every effort to ensure the accuracy of the information presented herein, the City is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

### III. Certificates of Participation

#### B. Certificates of Participation CUSIP Numbers (continued)

Maturity Date	Series 2009A COPs	Maturity Date	Series 2009B COPs
4/1/2018	79765DVG2	4/1/2018	79765DWG1
4/1/2018	79765DVH0	4/1/2019	79765DWH9
4/1/2019	79765DVJ6	4/1/2020	79765DWJ5
4/1/2019	79765DVK3	4/1/2021	79765DWK2
4/1/2020	79765DVL1	4/1/2022	79765DWL0
4/1/2020	79765DVM9	4/1/2023	79765DWM8
4/1/2021	79765DVN7	4/1/2024	79765DWN6
4/1/2021	79765DVP2	4/1/2025	79765DWP1
4/1/2022	79765DVQ0	4/1/2026	79765DWQ9
4/1/2022	79765DVR8	4/1/2030	79765DWS5
4/1/2023	79765DVS6	4/1/2035	79765DWT3
4/1/2024	79765DVT4		
4/1/2025	79765DVU1		
4/1/2026	79765DVV9		
4/1/2026	79765DVW7		
4/1/2029	79765DVX5		
4/1/2031	79765DVY3		

Maturity Date	Series 2009C COPs	Taxable Series 2009D COPs	Maturity Date	Series 2010A Refunding COPs
11/1/2017	79765DXC9		10/1/2017	79765DXU9
11/1/2018	79765DXD7		10/1/2018	79765DXV7
11/1/2019	79765DXE5		10/1/2019	79765DXW5
11/1/2020	79765DXF2		10/1/2020	79765DXX3
11/1/2021	79765DXG0		10/1/2021	79765DXY1
11/1/2022	79765DXH8		10/1/2022	79765DXZ8
11/1/2029		79765DXJ4	10/1/2023	79765DYA2
11/1/2041		79765DXK1	10/1/2024	79765DYB0
			10/1/2025	79765DYC8
			10/1/2026	79765DYD6
			10/1/2027	79765DYE4
			10/1/2028	79765DYF1
			10/1/2029	79765DYG9
			10/1/2030	79765DYH7
			10/1/2031	79765DYJ3
			10/1/2033	79765DYK0

### III. Certificates of Participation

#### B. Certificates of Participation CUSIP Numbers (continued)

Maturity Date	Series 2011A Refunding COPs	Series 2011B Refunding COPs
9/1/2017	79765DYU8	79765DZH6
9/1/2018	79765DYV6	79765DZJ2
9/1/2019	79765DYW4	
9/1/2020	79765DYX2	
9/1/2021	79765DYY0	
9/1/2022	79765DYZ7	
9/1/2023	79765DZA1	
9/1/2024	79765DZB9	

Maturity Date	Series 2012A COPs
4/1/2018	79765DZQ6
4/1/2019	79765DZR4
4/1/2020	79765DZS2
4/1/2021	79765DZT0
4/1/2022	79765DZU7
4/1/2023	79765DZV5
4/1/2024	79765DZW3
4/1/2025	79765DZX1
4/1/2026	79765DZY9
4/1/2027	79765DZZ6
4/1/2028	79765DA26
4/1/2029	79765DA34
4/1/2030	79765DA42
4/1/2031	79765DA59
4/1/2032	79765DA67
4/1/2033	79765DA75
4/1/2036	79765DA83

Maturity Date	Series 2013A COPs
9/1/2017	79765DB58

Maturity Date	Series 2013B COPs	Series 2013C COPs	Maturity Date	Series 2014-R1 Refunding COPs	Series 2014-R2 Refunding COPs
3/1/2018		79765DC65	4/1/2018	79765DF21	79765DF96
3/1/2019		79765DC73	4/1/2019	79765DF39	79765DG20
3/1/2020		79765DC81	4/1/2020	79765DF47	79765DG38
3/1/2021		79765DC99	4/1/2021	79765DF54	79765DG46
3/1/2022		79765DD23	4/1/2022		79765DG53
3/1/2023		79765DD31	4/1/2023		79765DG61
3/1/2024		79765DD49	4/1/2024		79765DG79
3/1/2025		79765DD56	4/1/2025		79765DG87
3/1/2026		79765DD64	4/1/2026		79765DG95
3/1/2027		79765DD72	4/1/2027		79765DH29
3/1/2028		79765DD80	4/1/2028		79765DH37
3/1/2029		79765DD98	4/1/2029		79765DH45
3/1/2030		79765DE22	4/1/2030		79765DH52
3/1/2031		79765DE30	4/1/2031		79765DH60
3/1/2032		79765DE48	4/1/2032		79765DH78
3/1/2033		79765DE55	4/1/2033		
3/1/2036	79765DB82		4/1/2034		79765DH86
3/1/2038	79765DB90				
3/1/2043		79765DE63			

### III. Certificates of Participation

#### B. Certificates of Participation CUSIP Numbers (continued)

Maturity Date	Series 2015A COPs	Taxable Series 2015B COPs	Series 2015-R1 Refunding COPs	Taxable Series 2016A COPs
4/1/2018		79765DM23	79765DN30	79765DR36
4/1/2019		79765DM31	79765DN48	79765DR44
4/1/2020		79765DM49	79765DN55	79765DR51
4/1/2021		79765DM56	79765DN63	79765DR69
4/1/2022		79765DM64	79765DN71	79765DR77
4/1/2023	79765DH94	79765DM72	79765DN89	79765DR85
4/1/2024	79765DJ27	79765DM80	79765DN97	79765DR93
4/1/2025	79765DJ35		79765DP20	79765DS27
4/1/2026	79765DJ43		79765DP38	79765DS35
4/1/2027	79765DJ50		79765DP46	79765DS43
4/1/2028	79765DJ68		79765DP53	79765DS50
4/1/2029	79765DJ76		79765DP61	79765DS68
4/1/2030	79765DJ84		79765DP79	79765DS76
4/1/2031	79765DJ92		79765DP87	79765DS84
4/1/2032	79765DK25		79765DP95	79765DS92
4/1/2033	79765DK33		79765DQ29	
4/1/2034	79765DK41		79765DQ37	
4/1/2035	79765DK58		79765DQ45	
4/1/2036	79765DK66		79765DQ52	
4/1/2037	79765DK74		79765DQ60	
4/1/2038			79765DQ78	
4/1/2039			79765DQ86	
4/1/2040	79765DL24		79765DQ94	
4/1/2041				
4/1/2042				
4/1/2043				
4/1/2044				
4/1/2045	79765DL73			

**III. Certificates of Participation****B. Certificates of Participation CUSIP Numbers (continued)**

Maturity Date	Tax Exempt Series 2017A COPs	2017B COPs
4/1/2018	79765DT26	
4/1/2019	79765DT34	79765DV80
4/1/2020	79765DT42	79765DW98
4/1/2021	79765DT59	79765DW22
4/1/2022	79765DT67	79765DW30
4/1/2023	79765DT75	79765DW48
4/1/2024	79765DT83	79765DW55
4/1/2025	79765DT91	79765DW63
4/1/2026	79765DU24	79765DW71
4/1/2027	79765DU32	79765DW89
4/1/2028	79765DU40	79765DW97
4/1/2029	79765DU57	79765DX21
4/1/2030	79765DU65	79765DX39
4/1/2031	79765DU73	79765DX47
4/1/2032	79765DU81	79765DX54
4/1/2033	79765DU99	79765DX62
4/1/2034	79765DV23	79765DX70
4/1/2035	79765DV31	79765DX88
4/1/2036	79765DV49	79765DX96
4/1/2037	79765DV56	79765DY20
4/1/2038		79765DY38
4/1/2039		
4/1/2040		
4/1/2041		
4/1/2042	79765DV64	79765DY46
4/1/2043		
4/1/2044		
4/1/2045		
4/1/2046		
4/1/2047	79765DV72	



### III. Certificates of Participation

#### C. Certificates of Participation Annual Disclosure Report Information

Pursuant to the Continuing Disclosure Certificates executed in connection with the City's COPs (see also Section IV.A. above), the City hereby provides the following information as of **June 30, 2017**:

Information	Location
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2017 (the "CAFR")	Appendix A – CAFR - Pages 1 through 203 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: <a href="http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf">http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf</a>
Summary of budgeted general fund revenue and appropriations	Appendix A – CAFR – Pages 17
Summary of assessed valuation of taxable property in the City	Appendix A – CAFR – Page 220
Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 223
Schedule of aggregate annual debt service on tax-supported indebtedness of the City	Appendix B
Summary of authorized, but unissued, tax-supported indebtedness including lease revenue bonds	Appendix A – CAFR – Page 87, 88
Summary of aggregate annual lease payment obligations supported by the City's General Fund with respect to outstanding lease revenue bonds and certificates of participation	Appendix A – CAFR – Pages 82, 85, 86

### III. Certificates of Participation

#### C. Certificates of Participation Annual Disclosure Report Information (continued)

COP Issue	Par Amount Outstanding	Reserve Fund Balance	Status of Completion of Construction/Acquisition
Series 2009A COPs	\$125,570,000	\$12,756,848	Completed
Series 2009B COPs	\$31,190,000	\$2,677,034	Completed
Series 2009C COPs	\$23,240,000	\$2,429,650	Completed
Series 2009D COPs	\$129,550,000	\$8,257,664	Completed
Series 2010A COPs	\$105,045,000	\$5,820,423	N/A (Refunding)
Series 2011AB COPs	\$40,390,000	\$5,018,466	N/A (Refunding)
Series 2012A COPs	\$36,815,000	\$2,848,638	Approximately 99% Completed
Series 2013A COPs	\$7,750,000	\$1,512,866	N/A (Refunding)
Series 2013B COPs	\$4,830,000	\$483,317	Approximately 36% Completed
Series 2013C COPs	\$27,445,000	\$2,343,232	Approximately 99% Completed
Series 2014-R1 COPs	\$8,310,000	N/A	N/A (Refunding)
Series 2014-R2 COPs	\$30,040,000	N/A	N/A (Refunding)
Series 2015A COPs	\$112,100,000	\$3,240,876	Completed
Taxable Series 2015B COPs	\$15,710,000	\$652,659	Completed
Series 2015-R1 COPS	\$120,920,000	\$8,176,183	N/A (Refunding)
Taxable Series 2016A COPs	\$15,170,000	\$694,578	Approximately 93% Completed
Taxable Series 2017A COPs	\$28,320,000	\$1,593,955	Approximately 81% Completed
Series 2017B COPs	<u>\$412,355,000</u>	N/A	Approximately 66% Completed
Total:	\$1,274,750,000		

### III. Certificates of Participation

#### D. Certificates of Participation Contact Information

**Issuer Contact (all):** Nadia Sesay  
Controller's Office of Public Finance  
City Hall, Room 336  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102  
Telephone: (415) 554-5956  
Fax: (415) 554-4864

**Trustee Contact:** Andrew Fung  
U.S. Bank Trust, N.A.  
One California St., Ste 1000  
Mail Code - SF-CA-SFCT  
San Francisco, CA 94111  
Telephone (415) 677-3593  
Fax: (415) 677-3769  
Email: [Andrew.Fung@usbank.com](mailto:Andrew.Fung@usbank.com)

Series 2009A COPs (Laguna Honda Hospital)  
Series 2009B COPs (Multiple Capital Improvement Projects)  
Series 2009C COPs (525 Golden Gate)  
Taxable Series 2009D COPs (525 Golden Gate)  
Series 2010A Refunding COPs  
Series 2011AB Refunding COPs  
Series 2012A COPs (Multiple Capital Improvement Project)  
Series 2013A COPs (Moscone Center Improvements)  
Series 2013BC COPs (Port Facilities Project)  
Series 2014-R1 and 2014-R2 Refunding COPs  
Series 2015A COPs (War Memorial Veterans Building  
Seismic Upgrade and Improvements)  
Taxable Series 2015B COPs (War Memorial Veterans  
Building Seismic Upgrade and Improvements)  
Series 2015-R1 Refunding COPs  
Taxable Series 2016A COPs (War Memorial Veterans  
Building Seismic Upgrade and Improvements)  
Taxable Series 2017A COPs (Hope SF)  
Series 2017B COPs (Moscone Center Expansion Project)

<b>IV. City and County of San Francisco Finance Corporation Lease Revenue Bonds</b>
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**A. Finance Corporation Lease Revenue Bonds Continuing Disclosure Certificates**

Pursuant to the following Continuing Disclosure Certificates executed and delivered in connection with the issuance of the following City and County of San Francisco Finance Corporation Lease Revenue Bonds (collectively, the “**Finance Corporation Bonds**”), the City hereby provides its annual disclosure report for the fiscal year ended June 30, 2017 (the “**Finance Corporation Annual Disclosure Report**”).

<u>Continuing Disclosure Certificate</u>	<u>Issue Name</u>	<u>Original Par Amount</u>
1. November 2, 2006	<b>Series 2006 LRBs</b> Lease Revenue Bonds, Series 2006 (Open Space Fund – Various Park Projects)	<u>\$27,005,000</u>
2. October 4, 2007	<b>Series 2007 LRBs</b> Lease Revenue Bonds, Series 2007 (Open Space Fund – Various Park Projects)	<u>\$42,435,000</u>
3. September 11, 2008	<b>Series 2008-1 and 2008-2 Refunding LRBs<sup>2</sup></b> Lease Revenue Refunding Bonds (Moscone West Center Project) Series 2008-1 Lease Revenue Refunding Bonds (Moscone West Center Project) Series 2008-2	<u>\$145,340,000</u>  <u>\$72,670,000</u> <u>\$72,670,000</u>
4. April 1, 2009	<b>Series 2009A LRBs</b> Lease Revenue Bonds, Series 2009A (Branch Library Improvement) Series 2009A	<u>\$34,265,000</u>
5. July 29, 2010	<b>Series 2010-R1 Refunding LRBs</b> Lease Revenue Refunding Bonds, Series 2010-R1 (Emergency Communications System)	<u>\$22,280,000</u>
6. May 9, 2012	<b>Series 2012A LRBs</b> Lease Revenue Bonds, Series 2012A (Equipment Lease Program)	<u>\$9,815,000</u>
7. June 26, 2013	<b>Series 2013A LRBs</b> Lease Revenue Bonds, Series 2013A (Equipment Lease Program)	<u>\$11,125,000</u>

<sup>2</sup> The Series 2008-1 and 2008-2 LRBs are variable rate bonds and such bonds are exempt from any continuing disclosure obligation under SEC Rule 15c2-12. The City does not undertake to update this bond issue as part of its Annual Report in this or any subsequent filing. (The information on these bonds is provided as a courtesy.)

**IV. City and County of San Francisco Finance Corporation Lease Revenue Bonds**

**B. Finance Corporation Lease Revenue Bonds CUSIP Numbers**

*Note regarding all CUSIP numbers contained herein:* The CUSIP numbers provided herein are for the convenience of bondholders and certificate holders. While every effort to ensure the accuracy of the information presented herein, the City and County of San Francisco Finance Corporation is not responsible for the accuracy or completeness of such CUSIP numbers. Furthermore, issuer and paying agent/trustee contact information is also provided for convenience and no assurances can be made that such information will not change.

Maturity Date	Series 2006 LRBs	Series 2007 LRBs
7/1/2017	79765XLU8	79765XNA0
7/1/2018	79765XLV6	79765XNB8
7/1/2019	79765XLW4	79765XNC6
7/1/2020	79765XLX2	79765XND4
7/1/2021	79765XLY0	79765XNE2
7/1/2022	79765XLZ7	79765XNF9
7/1/2023	79765XMA1	79765XNG7
7/1/2024	79765XMB9	79765XNH5
7/1/2025	79765XMC7	79765XNJ1
7/1/2026		79765XNK8
7/1/2027	79765XMD5	79765XNL6
7/1/2028		79765XNM4
7/1/2029		79765XNN2

Maturity Date	Series 2009A LRBs
6/15/2018	79765XPP5
6/15/2019	79765XPQ3
6/15/2020	79765XPR1
6/15/2021	79765XPS9
6/15/2022	79765XPT7
6/15/2023	79765XPU4
6/15/2024	79765XPV2
6/15/2025	79765XPW0
6/15/2026	79765XPX8
6/15/2027	79765XPY6
6/15/2028	79765XPZ3
6/15/2029	79765XQA7
6/15/2030	79765XQB5
6/15/2031	79765XQC3
6/15/2034	79765XQF6

Maturity Date	Series 2008-1 Refunding LRBs <sup>2</sup>	Series 2008-2 Refunding LRBs <sup>2</sup>
4/1/2030	79765XPD2	79765XPC4

Maturity Date	Series 2010-R1 Refunding LRBs
4/1/2018	79765XRA6
4/1/2019	79765XRB4
4/1/2020	79765XRC2
4/1/2021	79765XRD0
4/1/2022	79765XRE8
4/1/2023	79765XRF5
4/1/2024	79765XRG3

<sup>2</sup> The Series 2008-1 and 2008-2 LRBs are variable rate bonds and such bonds are exempt from any continuing disclosure obligation under SEC Rule 15c2-12. The City does not undertake to update this bond issue as part of its Annual Report in this or any subsequent filing. (The information on these bonds is provided as a courtesy.)

**IV. City and County of San Francisco Finance Corporation Lease Revenue Bonds**

**B. Finance Corporation Lease Revenue Bonds CUSIP Numbers (Continued)**

Maturity Date	Series 2012A LRBs	Series 2013A LRBs
10/1/2017	79765XSE7	79765XSP2
4/1/2018	79765XSF4	79765XSQ0
10/1/2018		79765XSR8
4/1/2019		79765XSS6

**C. Finance Corporation Lease Revenue Bonds Annual Disclosure Report Information**

Pursuant to the Continuing Disclosure Certificates executed in connection with the Finance Corporation Bonds (see also Section IV.A. above), the City hereby provides the following information as of **June 30, 2017**:

<b>Information</b>	<b>Location</b>
The audited general purpose financial statements of the City contained in the City's Comprehensive Annual Financial Report for the year ended June 30, 2017 (the "CAFR")	Appendix A – CAFR - Pages 1 through 213 The CAFR may also be viewed in its entirety online or downloaded from the Controller's website at: <a href="http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf">http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf</a>
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Summary of the ad valorem property tax levy and delinquency rate	Appendix A – CAFR – Page 223
Schedule of aggregate annual debt service on tax-supported indebtedness of the City	Appendix B
Summary of authorized but unissued, tax-supported indebtedness of the City	Appendix A – CAFR – Page 87, 88
Summary of lease payment obligations supported by the City's General Fund with respect to outstanding lease revenue bonds and COPs	Appendix A – CAFR – Pages 82, 85, 86

**IV. City and County of San Francisco Finance Corporation Lease Revenue Bonds**

**C. Finance Corporation Lease Revenue Bonds Annual Disclosure Report Information  
(continued)**

<b>Finance Corporation Bond Issue</b>	<b>Par Amount Outstanding</b>	<b>Reserve Fund Balance</b>	<b>Project Description</b>	<b>Status of Acquisition of Equipment and/or Project</b>
Series 2006 LRBs	\$17,065,000	\$2,000,303	Open Space Fund Recreation and Park Facilities	Approximately 97.6% Complete
Series 2007 LRBs	\$29,935,000	\$3,047,871	Open Space Fund Recreation and Park Facilities	Approximately 96.5% Complete
Series 2008-1, 2 LRBs <sup>2</sup>	\$96,020,000	N/A	Moscone West Convention Center	Completed
Series 2009A LRBs	\$27,030,000	\$2,491,402	Branch Library Improvement Program	Completed
Series 2010-R1 Refunding LRBs	\$9,975,000	\$2,252,612	Emergency Communications System	Completed
Series 2012A LRBs	\$260,000	\$39,019	Equipment Lease Program	Completed
Series 2013A LRBs	\$1,745,000	\$216,104	Equipment Lease Program	Approximately 99% Complete
<b>Totals:</b>	<b>\$182,030,000</b>			

<sup>2</sup> The Series 2008-1 and 2008-2 LRBs are variable rate bonds and such bonds are exempt from any continuing disclosure obligation under SEC Rule 15c2-12. The City does not undertake to update this bond issue as part of its Annual Report in this or any subsequent filing. (The information on these bonds is provided as a courtesy.)

## IV. City and County of San Francisco Finance Corporation Lease Revenue Bonds

### D. Finance Corporation Bonds Contact Information

**Issuer Contact:** Nadia Sesay  
City and County of San Francisco Finance Corporation  
City Hall, Room 336  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102  
Telephone: (415) 554-5956  
Fax: (415) 554-4864  
Email: [Nadia.Sesay@sfgov.org](mailto:Nadia.Sesay@sfgov.org)

**Trustee Contact:** Andrew Fung  
U.S. Bank Trust, N.A.  
One California St., Ste 1000  
Mail Code - SF-CA-SFCT  
San Francisco, CA 94111  
Telephone (415) 677-3593  
Fax: (415) 677-3769  
Email: [Andrew.Fung@usbank.com](mailto:Andrew.Fung@usbank.com)

Series 2006 LRBs (Open Space Fund)  
Series 2007 LRBs (Open Space Fund)  
Series 2009A LRBs (Branch Library Improvement)  
Series 2010-R1 Refunding LRBs (Emergency  
Communications System)  
Series 2012A LRBs (Equipment Lease Program)  
Series 2013A LRBs (Equipment Lease Program)

**Trustee Contact:** Kerri Jones  
Wells Fargo Bank  
333 Market Street, 18<sup>th</sup> Floor  
San Francisco, CA 94105  
Telephone: (415) 801-8592  
Fax: (415) 371-3400  
Email: [Kerri.Jones@WellsFargo.com](mailto:Kerri.Jones@WellsFargo.com)

Series 2008-1, -2 Refunding LRBs (Moscone West Center  
Project)<sup>2</sup>

<sup>2</sup> The Series 2008-1 and 2008-2 LRBs are variable rate bonds and such bonds are exempt from any continuing disclosure obligation under SEC Rule 15c2-12. The City does not undertake to update this bond issue as part of its Annual Report in this or any subsequent filing. (The information on these bonds is provided as a courtesy.)



## **APPENDIX A**

### **COMPREHENSIVE ANNUAL FINANCIAL REPORT OF THE CITY AND COUNTY OF SAN FRANCISCO FOR THE FISCAL YEAR ENDED JUNE 30, 2017**

(Please go to the following URL for the City's Comprehensive Annual Financial Report for the fiscal year ended June 30, 2017)

<http://sfcontroller.org/sites/default/files/Documents/Accounting/CCSF%20CAFR%20FY2016-17%20no%20cover%20FINAL%20reduced.compressed.pdf>

**APPENDIX B**

**SCHEDULE OF AGGREGATE ANNUAL DEBT SERVICE ON  
TAX-SUPPORTED INDEBTEDNESS**

**CITY AND COUNTY OF SAN FRANCISCO**

**General Obligation Bonds Debt Service**

**As of June 30, 2017 <sup>1, 2, 3</sup>**

Fiscal <u>Year</u>	<u>Principal</u>	<u>Interest</u>	Annual <u>Debt Service</u>
2018	123,873,224	90,721,959	214,595,183
2019	124,230,545	84,828,189	209,058,734
2020	123,541,232	78,797,870	202,339,102
2021	122,085,457	72,846,906	194,932,363
2022	128,083,402	67,258,088	195,341,490
2023	131,760,251	61,320,620	193,080,871
2024	134,366,207	55,025,501	189,391,708
2025	135,221,474	48,572,617	183,794,091
2026	130,491,279	42,240,069	172,731,348
2027	135,690,841	36,492,212	172,183,053
2028	140,604,035	30,528,422	171,132,457
2029	141,041,751	24,739,773	165,781,524
2030	137,285,095	18,917,532	156,202,627
2031	99,261,950	13,289,895	112,551,845
2032	102,620,000	9,614,360	112,234,360
2033	68,105,000	5,879,300	73,984,300
2034	43,770,000	3,312,657	47,082,657
2035	35,160,000	1,722,382	36,882,382
2036	12,680,000	475,475	13,155,475
<b>TOTAL <sup>2,3</sup></b>	<b>\$2,069,871,743</b>	<b>746,583,827</b>	<b>\$2,816,455,570</b>

<sup>1</sup> This table does not reflect any debt other than City direct tax-supported debt, such as any assessment district indebtedness or any redevelopment agency indebtedness.

<sup>2</sup> Totals reflect rounding to nearest dollar.

<sup>3</sup> Section 9.106 of the City Charter limits issuance of general obligation bonds of the City to 3% of the assessed value of all real and personal assessment district indebtedness or any redevelopment agency indebtedness.

Source: Office of Public Finance, City and County of San Francisco.

**APPENDIX C**

**CITY AND COUNTY OF SAN FRANCISCO  
General Obligation Bonds Debt Service  
As of June 30, 2017 <sup>1,2</sup>**

<u>Description of Issue (Date of Authorization)</u>	<u>Series</u>	<u>Issued</u>	<u>Outstanding</u> <sup>1</sup>	<u>Authorized &amp; Unissued</u>
Seismic Safety Loan Program (11/3/92)	2007A	\$30,315,450	\$21,461,743	
	2015A	24,000,000	24,000,000	260,684,550 <sup>2</sup>
Clean & Safe Neighborhood Parks (2/5/08)	2010B	24,785,000	5,120,000	
	2010D	35,645,000	35,645,000	
	2012B	73,355,000	50,675,000	
	2016A	8,695,000	7,825,000	
San Francisco General Hospital and Trauma Center (11/4/08)	2009A	131,650,000	10,790,000	
	2010A	120,890,000	24,980,000	
	2010C	173,805,000	173,805,000	
	2012D	251,100,000	163,495,000	
	2014A	209,955,000	169,055,000	
Earthquake Safety and Emergency Response Bond (6/8/10)	2010E	79,520,000	43,175,000	
	2012A	183,330,000	127,945,000	
	2012E	38,265,000	31,400,000	
	2013B	31,020,000	18,320,000	
	2014C	54,950,000	43,665,000	
	2016C	25,215,000	23,260,000	
Road Repaving & Street Safety (11/8/11)	2012C	74,295,000	51,880,000	
	2013C	129,560,000	76,465,000	
	2016E	44,145,000	40,715,000	
Clean & Safe Neighborhood Parks (11/6/12)	2013A	71,970,000	42,490,000	
	2016B	43,220,000	25,395,000	79,810,000
Earthquake Safety and Emergency Response Bond (6/3/14)	2014D	100,670,000	79,970,000	
	2016D	109,595,000	78,475,000	189,735,000
Transportation and Road Improvement (11/4/14)	2015B	67,005,000	45,375,000	432,995,000
Affordable Housing Bond (11/3/15)	2016F	75,130,000	53,060,000	234,870,000
Public Health and Safety Bond (6/7/16)	2017A	173,120,000	125,760,000	176,880,000
<b>SUB TOTALS</b>		<b>\$2,385,205,450</b>	<b>1,594,201,743</b>	<b>\$1,374,974,550</b>
<b>General Obligation Refunding Bonds:</b>				
Series 2008-R1 issued 5/29/08		232,075,000	6,675,000	
Series 2008-R2 issued 5/29/08		39,320,000	5,680,000	
Series 2011-R1 issued 11/30/12		339,475,000	202,220,000	
Series 2015-R1 issued 2/25/15		293,910,000	261,095,000	
<b>SUB TOTALS</b>		<b>904,780,000</b>	<b>475,670,000</b>	
<b>TOTALS</b>		<b>\$3,289,985,450</b>	<b>\$2,069,871,743</b>	<b>\$1,374,974,550</b>

<sup>1</sup> Section 9.106 of the City Charter limits issuance of general obligation bonds of the City to 3% of the assessed value of all taxable real and personal property, located within the City and County.

<sup>2</sup> Of the \$35,000,000 authorized by the Board of Supervisors in February 2007, \$30,315,450 has been drawn upon to date pursuant to the Credit Agreement described under "General Obligation Bonds."

Source: Office of Public Finance, City and County of San Francisco.

**APPENDIX D**

**CITY AND COUNTY OF SAN FRANCISCO FINANCE CORPORATION  
LEASE REVENUE BONDS, SERIES 2006 & 2007  
(OPEN SPACE FUND – VARIOUS PARK PROJECTS)**

The application of revenues held in the Open Space Fund is governed by provisions of the Charter.

The Open Space Fund Property Tax Revenues derived from the set aside from the annual tax levy in an amount equal to two and one-half cents (\$0.025) for each \$100 assessed value within the City are deposited in the Open Space Fund held by the City Treasury.

Following the allocations as set forth in the Charter, the amounts remaining in the Open Space Fund, the “Net Open Space Fund Property Tax Revenues” are available to pay principal and premium, if any, and interest on the Series 2006 Bonds and Series 2007 Bonds.

The table below sets forth the property taxes collected and deposited into the Open Space Fund for Fiscal Year 2013-14 through Fiscal Year 2017-18.

**OPEN SPACE FUND PROPERTY TAX REVENUES  
(\$ in thousands)**

<b><u>Fiscal Year</u></b>	<b><u>Gross Property Tax Revenues</u></b>	<b><u>Net Property Tax Revenues</u></b>
2012-13	38,302	27,644
2013-14	40,852	29,339
2014-15	44,750	32,329
2015-16	50,121	37,090
2016-17	55,114	40,005
2017-18	57,901 *	42,259 *

\* *Estimates*

Sources: Department of Recreation and Parks

**APPENDIX E**

**FY 2010-11 SIX-MONTH BUDGET STATUS REPORT**

(Please go to the following URL for the City's FY 2017-18 Six-Month Budget Status Report)

[http://sfcontroller.org/sites/default/files/Documents/Budget/FY17-18%20Six%20Month%20Report%20v\\_FINAL.pdf](http://sfcontroller.org/sites/default/files/Documents/Budget/FY17-18%20Six%20Month%20Report%20v_FINAL.pdf)

**APPENDIX F**

**ANNUAL REPORT FOR THE CITY AND COUNTY OF SAN FRANCISCO LIMITED  
OBLIGATION IMPROVEMENT BONDS BAYSHORE HESTER ASSESSMENT  
DISTRICT NO. 95-1 PREPARED BY WILLDAN FINANCIAL SERVICES**

**APPENDIX G**

**ANNUAL REPORT FOR THE CITY AND COUNTY OF SAN FRANCISCO  
COMMUNITY FACILITIES DISTRICT NO. 2014-1 (TRANSBAY TRANSIT CENTER)  
PREPARED BY GOODWIN CONSULTING GROUP**

**APPENDIX H**

**CITY AND COUNTY OF SAN FRANCISCO GENERAL FUND DEBT AND  
OTHER LONG TERM OBLIGATIONS SUMMARY OF MUNICIPAL BOND INSURED  
TRANSACTIONS**

This information is provided as a courtesy. The City has no continuing obligation to provide information on Municipal Bond Insured Transactions as part of its Annual Report in this or any subsequent filing.



GENERAL FUND DEBT AND OTHER LONG TERM OBLIGATIONS - SUMMARY OF MUNICIPAL BOND INSURANCE EXPOSURE											
CCSF Certificates of Participation (COPs)											
Issue Name	Final CUSIP	Final Maturity	Original Par	Outstanding Principal as of June 30, 2017	Bond Insurer	Mode	Reset	Guaranteed Investment Contract / Surety Policy Provider	Liquidity Provider / LOC Liquidity Provider	Tender Agent	
Series 2001A and Taxable Series 2001B (30 Van Ness Avenue Property)	79765DRN2	2031	\$35,320,000	\$0	MBIA	Fixed	N/A	N/A	N/A	N/A	
Series 2007A (City Office Buildings)	79765DUJ7	2040	152,120,000	0	FGIC	Fixed	N/A	N/A	N/A	N/A	
Series 2009A (Multiple Capital Improvement Project - Laguna Honda Hospital)	79765DVY3	2031	163,335,000	125,570,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2009B (Multiple Capital Improvement Project)	79765DWT3	2035	37,885,000	31,190,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2009C (525 Golden Gate Avenue)	79765DXH8	2022	38,120,000	23,240,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2009D Taxable (525 Golden Gate Avenue)	79765DXK1	2041	129,550,000	129,550,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Refunding Series 2010A	79765DYK0	2033	138,445,000	105,045,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2011A (Moscone Center South Refunding Project)	79765DZB9	2024	23,105,000	17,495,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2011B (Moscone Center South Refunding Project)	79765DZJ2	2018	63,375,000	22,895,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2012A (Multiple Capital Improvement Project)	79765DA83	2036	42,835,000	36,815,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2013A (Moscone Center Improvements)	79765DB58	2017	35,575,000	7,750,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2013B (Port Facilities Project - Non AMT) <sup>3</sup>	79765DB90	2038	4,830,000	4,830,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2013C (Port Facilities Project - AMT) <sup>3</sup>	79765DE63	2043	32,870,000	27,445,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Refunding Series 2014-R1 (SF Courthouse)	79765DF54	2021	13,615,000	8,310,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Refunding Series 2014-R2 (Juvenile Hall Project)	79765DH86	2034	33,605,000	30,040,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2015A (War Memorial Veterans Building)	79765DL73	2045	112,100,000	112,100,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Taxable Series 2015B (War Memorial Veterans Building)	79765DM80	2024	22,225,000	15,710,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Refunding Series 2015-R1 (City Office Buildings)	79765DQ94	2040	123,600,000	120,920,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Taxable Series 2016A (War Memorial Veterans Building)	79765DS92	2032	16,125,000	15,170,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Taxable Series 2017A (Hope SF)	79765DV72	2047	28,320,000	28,320,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2017B (Moscone Center Expansion Project)	79765DY46	2042	412,355,000	412,355,000	N/A	Fixed	N/A	N/A	N/A	N/A	
<b>Total Certificates of Participation (COPs)</b>			<b>\$1,218,635,000</b>	<b>\$1,274,750,000</b>							

CCSF Finance Corporation											
				Outstanding							
	Final	Final	Original	Principal as of	Bond				Guaranteed Investment Contract /	Liquidity Provider / LOC	
Issue Name	CUSIP	Maturity	Par	June 30, 2017	Insurer	Mode	Reset	Surety Policy Provider	Liquidity Provider	Tender Agent	
Series 2006, Open Space Fund	79765XMD5	2027	27,005,000	17,065,000	FSA	Fixed	N/A	N/A	N/A	N/A	
Series 2007, Open Space Fund	79765XNN2	2029	42,435,000	29,955,000	MBIA	Fixed	N/A	N/A	N/A	N/A	
Series 2008-1 (Moscone Center Expansion Project)	79765XPD2	2030	72,670,000 <sup>3</sup>	48,010,000	N/A	VRDB	7-Day Weekly	N/A	State Street & Banc of America	Wells Fargo Bank, NA	
Series, 2008-2 (Moscone Center Expansion Project)	79765XPC4	2030	72,670,000 <sup>3</sup>	48,010,000	N/A	VRDB	7-Day Weekly	N/A	State Street & Banc of America	Wells Fargo Bank, NA	
Series 2009A, Branch Library Improvement	79765XQF6	2034	34,265,000	27,030,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2010-R1 Refunding (Emergency Communications System Refinancing)	79765XRG3	2024	22,280,000	9,975,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2011A, Equipment Lease Program	79765XRS7	2017	14,725,000	0	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2012A, Equipment Lease Program	79765XSF4	2018	9,815,000	260,000	N/A	Fixed	N/A	N/A	N/A	N/A	
Series 2013A, Equipment Lease Program	79765XSS6	2019	11,125,000	1,745,000	N/A	Fixed	N/A	N/A	N/A	N/A	
<b>Total CCSF Finance Corporation</b>			<b>\$306,990,000</b>	<b>\$182,050,000</b>							
<sup>3</sup> The Series 2008-1 and 2008-2 LRBs are variable rate bonds and such bonds are exempt from any continuing disclosure obligation under SEC Rule 15c2-12. The City does not undertake to update this bond issue as part of its Annual Report in this or any subsequent filing; This information is provided as a courtesy.											



# City and County of San Francisco

**\$1,030,000**

## Limited Obligation Improvement Bonds Bayshore Hester Assessment District No. 95-1

San Francisco County, California  
Dated: June 19, 1996  
Base CUSIP+: 79765E

2016/2017 ANNUAL CONTINUING DISCLOSURE  
INFORMATION STATEMENT  
AS OF FEBRUARY 26, 2018



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## LIST OF PARTICIPANTS

<b>BAYSHORE HESTER ASSESSMENT DISTRICT</b>	
<p>Angela Whittaker Compliance Officer 1 Drive Carlton B. Goodlett Place, Room 336 San Francisco, California 94102 (415) 554-6643 angela.whittaker@sfgov.org</p>	
<b>DISCLOSURE CONSULTANT &amp; DISSEMINATION AGENT</b>	
<p>Willdan Financial Services* 27368 Via Industria, Suite 200 Temecula, California 92590 (951) 587-3500 www.willdan.com/financial</p>	
<b>Co-BOND COUNSEL</b>	<b>Co-BOND COUNSEL</b>
<p>Orrick, Herrington &amp; Sutcliffe LLP A Professional Law Corporation San Francisco, California</p>	<p>Law Offices of Pamela S. Jue San Francisco, California</p>
<b>FISCAL AGENT</b>	
<p>Fe Tuzon The Bank of New York Mellon Trust Company, N.A. 400 South Hope Street, Suite 400 Los Angeles, California 90071 (213) 630-6240</p>	

\* In its role as Disclosure Consultant and Dissemination Agent, Willdan Financial Services has not passed upon the accuracy, completeness or fairness of the statements contained herein.

## I. INTRODUCTION

This Annual Continuing Disclosure Information Statement is being provided by the City and County of San Francisco (the “City” and “County,” respectively) pursuant to a covenant made by the City for the benefit of the holders of the Limited Obligation Improvement Bonds, City and County of San Francisco, Bayshore Hester Assessment District No. 95-1 (the “Bonds”) and includes the information specified in a Continuing Disclosure Agreement, dated as of June 19, 1996 (the “Continuing Disclosure Agreement”). All capitalized terms not defined herein shall have the meanings assigned to such terms in the final Official Statement, dated June 7, 1996, relating to the Bonds.

The information set forth herein has been furnished by the City and by other sources, which is believed to be accurate and reliable, but is not guaranteed as to accuracy or completeness. Statements contained in this Annual Continuing Disclosure Information Statement which involve estimates, forecasts, or other matters of opinion, whether or not expressly so described herein, are intended solely as such and are not to be construed as representations of fact. Further, the information and expressions of opinion contained herein are subject to change without notice and the delivery of this Annual Continuing Disclosure Information Statement will not, under any circumstances, create any implication that there has been no change in the affairs of the City or any other parties described herein.

The CUSIP numbers provided herein are for the convenience of the bondholders. The City is not responsible for the accuracy or completeness of such CUSIP numbers.

<b>Limited Obligation Improvement Bonds                      Bayshore Hester Assessment District No. 95-1</b>	
<u>Maturity Date</u>	<u>CUSIP</u>
9/2/2017	79765E AV0
9/2/2018	79765E AW8
9/2/2019	79765E AX6
9/2/2020	79765E AY4
9/2/2021	79765E AZ1
9/2/2022	79765E BA5
9/2/2023	79765E BB3
9/2/2024	79765E BC1
9/2/2025	79765E BD9
9/2/2026	79765E BE7

**THIS REPORT IS OF A FACTUAL NATURE WITHOUT SUBJECTIVE ASSUMPTIONS, OPINIONS, OR VIEWS AND MAY NOT BE RELIED UPON AS ADVICE OR RECOMMENDATION TO PURCHASE OR SELL ANY PRODUCT OR UTILIZE ANY PARTICULAR STRATEGY RELATING TO THE ISSUANCE OF MUNICIPAL SECURITIES OR PURCHASE OF FINANCIAL PRODUCTS. WILLDAN FINANCIAL SERVICES AND ITS EMPLOYEES (COLLECTIVELY "WILLDAN") DO NOT RECOMMEND ANY ACTIONS AND ARE**

NOT ACTING AS AN ADVISOR TO ANY MUNICIPAL ENTITY, BOARD, OFFICER, AGENT, EMPLOYEE OR OBLIGATED PERSON PURSUANT TO SECTION 15B OF THE EXCHANGE ACT. PRIOR TO ACTING ON ANY INFORMATION OR MATERIAL CONTAINED IN THIS COMMUNICATION, YOU SHOULD DISCUSS IT WITH APPROPRIATE INTERNAL OR EXTERNAL ADVISORS AND EXPERTS AND ONLY RELY UPON THEIR ADVICE.

## **II. AUDITED FINANCIAL STATEMENTS**

THE CITY’S AUDITED FINANCIAL STATEMENTS ARE PROVIDED SOLELY TO COMPLY WITH THE SECURITIES EXCHANGE COMMISSION STAFF’S INTERPRETATION OF RULE 15C2-12. NO FUNDS OR ASSETS OF THE CITY ARE REQUIRED TO BE USED TO PAY DEBT SERVICE ON THE BONDS AND THE CITY IS NOT OBLIGATED TO ADVANCE AVAILABLE FUNDS FROM THE CITY TREASURY TO COVER ANY DELINQUENCIES. INVESTORS SHOULD NOT RELY ON THE FINANCIAL CONDITION OF THE CITY IN EVALUATING WHETHER TO BUY, HOLD OR SELL THE BONDS.

The audited financial statements for the City for the fiscal year ended June 30, 2017 were separately filed with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access website (“EMMA”) on February 26, 2018 and are hereby incorporated by reference into this Annual Continuing Disclosure Information Statement.

## **III. FINANCIAL AND OPERATING DATA**

### **A. PRINCIPAL AMOUNT OF BONDS OUTSTANDING**

As of June 1, 2017, the principal amount of Bonds outstanding was \$550,000, and as of September 3, 2017, the principal amount of Bonds outstanding was \$510,000.

### **B. BOND CALL**

There were no bond calls performed during Fiscal Year 2016/17.

### **C. DEBT SERVICE RESERVE FUND BALANCE**

Bond Issue	As of June 1, 2017	As of October 1, 2017
City & County of San Francisco		
Bayshore Hester	\$61,908	\$80,893
95-1 Assessment District		

Source: The Bank of New York Mellon Trust Company, N.A.

#### D. STATUS OF CONSTRUCTION OF IMPROVEMENTS AND IMPROVEMENT FUND BALANCE

Construction of the improvements was completed as of June 1, 1998 and all vouchers have been submitted for reimbursement from the City and paid in full.

Item	Percentage Complete
Grading, Hauling and Retaining	100%
Road, Curb, Gutter and Sidewalk	100%
Sewer	100%
Utilities Trench and Lighting	100%
Water	100%

Source: Bayshore BH Development Inc.

Fund Name	As of June 1, 2017	As of October 1, 2017
Improvement Fund	\$1	\$30

Source: The Bank of New York Mellon Trust Company, N.A.

#### E. BUILDING PERMITS AND CERTIFICATES OF OCCUPANCY

All parcels in the Bayshore Hester Assessment District No. 95-1 (the "District") have been issued a building permit and certificate of occupancy.

#### F. VALUE-TO-LIEN

Assessment liens, in the aggregate amount of \$546,250.46 have been recorded against the parcels as shown in the following table. Using the assessed values as indicated on the Fiscal Year 2017/18 Secured Roll, the overall value-to-lien ratio for all the parcels is approximately 51.00 to 1. The maximum ratio is 74.86 to 1 and the minimum ratio is 33.48 to 1.

Initial Lot Number	Assessor's Lot Number	FY 2017/18 Net Taxable Value	Current Assessment Lien	Value To Lien
1	38	\$429,541	\$11,875.01	36.17
2	39	840,722	11,875.01	70.80
3	40	750,645	11,875.01	63.21
4	41	397,597	11,875.01	33.48
7	44	649,148	11,875.01	54.67
10	47	698,264	11,875.01	58.80
11	48	731,905	11,875.01	61.63
13	50	479,504	11,875.01	40.38
14	51	479,354	11,875.01	40.37
15	52	687,252	11,875.01	57.87

Initial Lot Number	Assessor's Lot Number	FY 2017/18 Net Taxable Value	Current Assessment Lien	Value To Lien
16	53	696,032	11,875.01	58.61
17	54	638,473	11,875.01	53.77
18	55	847,674	11,875.01	71.38
19	56	636,436	11,875.01	53.59
20	57	755,604	11,875.01	63.63
21	58	622,324	11,875.01	52.41
22	59	668,256	11,875.01	56.27
23	60	523,092	11,875.01	44.05
24	61	572,066	11,875.01	48.17
25	62	641,742	11,875.01	54.04
26	63	745,133	11,875.01	62.75
27	64	660,820	11,875.01	55.65
28	65	643,941	11,875.01	54.23
29	66	523,092	11,875.01	44.05
30	67	521,091	11,875.01	43.88
31	68	483,364	11,875.01	40.70
32	69	674,367	11,875.01	56.79
33	70	707,588	11,875.01	59.59
34	71	493,026	11,875.01	41.52
35	72	700,077	11,875.01	58.95
36	73	762,167	11,875.01	64.18
37	74	864,736	11,875.01	72.82
38	75	479,521	11,875.01	40.38
39	76	479,518	11,875.01	40.38
40	77	613,932	11,875.01	51.70
41	78	440,244	11,875.01	37.07
42	79	489,490	11,875.01	41.22
43	80	440,249	11,875.01	37.07
44	81	433,231	11,875.01	36.48
45	82	841,555	11,875.01	70.87
46	83	414,108	11,875.01	34.87
47	84	436,121	11,875.01	36.73
5	86	476,817	11,875.01	40.15
6	87	452,505	11,875.01	38.11
8	88	888,992	11,875.01	74.86
9	89	445,750	11,875.01	37.54
<b>TOTAL</b>		<b>\$27,857,066</b>	<b>\$546,250.46</b>	<b>51.00</b>

Source: San Francisco 2017/18 County Assessor, as compiled by Willdan Financial Services.

**Note:** For information on assessment liens, assessed values and value-to-lien ratios as of November 28, 2017, reference is made to the 2015/16 Annual Continuing Disclosure Information Statement, dated March 1, 2017, which has been filed on EMMA and is hereby incorporated by reference into this Annual Continuing Disclosure Information Statement.



## **G. ASSESSMENT DELINQUENCIES**

As of June 1, 2017, based on the information provided by San Francisco County Tax Collector's Office, there are no known delinquencies for property located within the District.

## **H. TOP PROPERTY OWNERS**

Currently there are no property owners responsible for more than five percent (5%) of the assessment levy.

As of June 1, 2017, based on the information provided by San Francisco County Tax Collector's Office, there are no property owners delinquent in the payment of their assessments.

## **I. FORECLOSURE PROCEEDINGS**

As of June 1, 2017, there were no foreclosure proceedings pending against any parcel in the District.

## **J. ZONING, LAND-USE DESIGNATIONS AND SUBDIVISIONS**

To the City's knowledge, as of June 1, 2017, there have been no significant changes in zoning or other land-use designations in the District and no subdivision of land in the District, other than as described in the Official Statement.



GOODWIN CONSULTING GROUP

**City and County of San Francisco  
Community Facilities District No. 2014-1  
(Transbay Transit Center)  
\$36,095,000 Special Tax Bonds, Series 2017A (Federally Taxable)  
\$171,405,000 Special Tax Bonds, Series 2017B  
(Federally Taxable – Green Bonds)  
Continuing Disclosure Annual Report for  
Fiscal Year 2016-17  
(per SEC Rule 15c2-12(b)(5))**

March 5, 2018

## CUSIP Numbers

### Series 2017A (Federally Taxable)

79772EAA7	79772EAB5	79772EAC3	79772EAD1	79772EAE9	79772EAF6
79772EAG4	79772EAH2	79772EAJ8	79772EAK5	79772EAL3	79772EAM1
79772EAN9	79772EAP4	79772EAQ2	79772EAR0	79772EAS8	

### Series 2017B (Federally Taxable – Green Bonds)

79772EAT6	79772EAU3	79772EAV1	79772EAW9	79772EAX7	79772EAY5
79772EAZ2	79772EBA6	79772EBB4	79772EBC2	79772EBD0	79772EBE8
79772EBF5	79772EBG3	79772EBH1	79772EBJ7	79772EBK4	

*\*Retired as of the date of this report.*

***Continuing Disclosure Annual Report  
for the City and County of San Francisco  
Community Facilities District No. 2014-1  
(Transbay Transit Center)  
Fiscal Year 2016-17***

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The Continuing Disclosure Annual Report (the “Annual Report”) contains certain information required to be filed annually per SEC rule 15c2-12(b)(5) (the “Rule”) by the City and County of San Francisco (the “City”) Community Facilities District No. 2014-1 (Transbay Transit Center) (the “District”). The Rule is applicable to the Special Tax Bonds, Series 2017 (the “Series 2017 Bonds” or “Bonds”) issued in the aggregate principal amount of \$207,500,000 by the City on behalf of the District on November 9, 2017. The Series 2017 Bonds were divided into the \$36,095,000 Special Tax Bonds, Series 2017A (Federally Taxable) and \$171,405,000 Special Tax Bonds, Series 2017B (Federally Taxable – Green Bonds). The Rule requires that an issuer undertake in a written agreement or contract, for the benefit of holders of the securities issued, to file with national and state repositories the following:

1. Certain financial information as presented in the Continuing Disclosure Certificate
2. Audited financial statements of the City
3. Notice of certain enumerated significant events
4. Notice of any failure to provide such annual financial information as agreed

In compliance with the Rule, the City signed the Continuing Disclosure Certificate requiring the District to provide annually, or as they occur, the aforementioned enumerated information or events.

Per the Continuing Disclosure Certificate, the City is required to file an annual report with the Municipal Securities Rulemaking Board which includes:

- a) The audited general purpose financial statements of the City prepared in accordance with generally accepted accounting principles applicable to governmental entities.

→ **See Appendix A**

- b) The principal amount of Bonds of each series outstanding as of June 30, 2017.

→ <b>Series 2017A Bonds:</b>	<b>\$36,095,000*</b>
<b>Series 2017B Bonds:</b>	<b>\$171,405,000*</b>

\*As of the date of issuance of the Bonds.

- c) The balance in the 2017A Improvement Fund and the Allocated Bond Proceeds Account as of June 30, 2017.

→ **2017A Improvement Fund:** **\$31,165,182\***  
**Allocated Bond Proceeds Account:** **\$149,236,352\***

*\*As of the date of issuance of the Bonds.*

- d) The balance in the Reserve Fund for the Bonds as of June 30, 2017.

→ **Reserve Fund:** **\$15,364,059\***

*\*As of the date of issuance of the Bonds.*

- e) The total assessed value of all parcels subject to the special taxes and the current year's assessed value for the District

→ **Total FY 2017-18 Assessed Value of All Parcels Subject to the Special Tax:**  
**- \$528,622,073**

→ **Total FY 2017-18 Assessed Value for the District:**  
**- \$2,183,481,912**

- f) Concerning delinquent parcels: (i) number of parcels delinquent in the payment of special tax, (ii) amount of total delinquency and as a percentage of total special tax levy, and (iii) status of the District's actions on covenants to pursue foreclosure proceedings upon delinquent properties.

→ **As of June 30, 2017, no parcels were delinquent in the payment of the special tax for fiscal year 2016-17. No foreclosure proceedings have been instituted against any parcels pursuant to the bond foreclosure covenants.**

- g) Identity of any delinquent taxpayer obligated for more than 10% of the annual special tax levy, together with the assessed value of the applicable properties and a summary of the results of any foreclosure sales, if available.

→ **None.**

- h) For fiscal year 2016-17, identify any certificate of occupancy or Tax Commencement Authorizations that have been issued on a parcel subject to the special taxes.

→ **No certificates of occupancy or Tax Commencement Authorizations were issued during fiscal year 2016-17.**

- i) To the extent not otherwise provided pursuant to the preceding items (a) through (h), annual information required to be filed with respect to the District since the last Annual Report with the California Debt and Investment Advisory Commission pursuant to Sections 50075.1, 50075.3, 53359.5(b), 53410(d) or 53411 of the California Government Code.

→ **As of June 30, 2017, no annual information was required to be filed with the California Debt and Investment Advisory Commission.**

- j) Updated Table 1 (only Section A) and Table 2 in the Official Statement, dated October 26, 2017 relating to the Bonds.

→ **See Appendix B**

- k) A statement confirming that, during the most recent fiscal year, proceeds of the 2017B Bonds in the Allocated Bond Proceeds Account were spent only on project costs at the Salesforce Transit Center. The City shall no longer be obligated to include this statement in its Annual Report beginning with the Annual Report for the fiscal year that follows the earliest to occur of (i) the expenditure of all of the proceeds of the 2017B Bonds in the Allocated Bond Proceeds Account and (ii) completion of the Salesforce Transit Center.

→ **Proceeds of the Series 2017B Bonds have only been spent on project costs at the Salesforce Transit Center.**

1) **Reporting of Significant Events.** Pursuant to the provisions of the Continuing Disclosure Certificate, the City shall give, or cause to be given, notice of the occurrence of any of the following events with respect to the Bonds not later than ten business days after the occurrence of the event:

- (1) Principal and interest payment delinquencies
- (2) Unscheduled draws on debt service reserves reflecting financial difficulties
- (3) Unscheduled draws on credit enhancements reflecting financial difficulties
- (4) Substitution of credit or liquidity providers, of their failure to perform
- (5) Issuance by the Internal Revenue Service of proposed or final determination of taxability or of a Notice of Proposed Issue (IRS Form 5701 TEB) or adverse tax opinions
- (6) Tender offers
- (7) Defeasances
- (8) Rating changes
- (9) Bankruptcy, insolvency, receivership or similar event of the obligated person
- (10) Unless described in paragraph 5(a)(5), other material notices or determinations by the Internal Revenue Service with respect to the tax status of the Bonds or other material events affecting the tax status of the Bonds, if material
- (11) Modifications to rights of Bond holders, if material
- (12) Unscheduled or contingent Bond calls, if material
- (13) Release, substitution, or sale of property securing repayment of the Bonds, if material
- (14) Non-payment related defaults, if material
- (15) The consummation of a merger, consolidation, or acquisition involving an obligated person or the sale of all or substantially all of the assets of the obligated person, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material
- (16) Appointment of a successor or additional trustee, or the change of name of the trustee, if material
- (17) Within ten business days after the City receives a written statement from the Climate Bonds Initiative to the effect that the 2017B Bonds are no longer certified in accordance with the “Low Carbon Land Transport Criteria” under the Climate Bonds Standard, the City will post, or cause to be posted, notice of such written statement with the MSRB.
- (18) Within ten business days after the District is removed from the Teeter Plan, the City will post, or cause to be posted, notice of such event with the MSRB.

As defined above, no significant events have occurred during fiscal year 2016-17 in relation to the Bonds.

## **APPENDIX A**

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***City's Audited Financial Statements  
for the Fiscal Year Ending June 30, 2017***

*(Filed Under a Separate Cover)*

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THE CITY'S ANNUAL FINANCIAL STATEMENT IS PROVIDED SOLELY TO COMPLY WITH THE SECURITIES EXCHANGE COMMISSION STAFF'S INTERPRETATION OF RULE 15C2-12. NO FUNDS OR ASSETS OF THE CITY ARE REQUIRED TO BE USED TO PAY DEBT SERVICE ON THE BONDS, AND THE CITY IS NOT OBLIGATED TO ADVANCE AVAILABLE FUNDS TO COVER ANY DELINQUENCIES. INVESTORS SHOULD NOT RELY ON THE FINANCIAL CONDITION OF THE CITY IN EVALUATING WHETHER TO BUY, HOLD OR SELL THE BONDS.



## **APPENDIX B**

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*City and County of San Francisco  
CFD No. 2014-1 (Transbay Transit Center)*

*Tables from the Official Statement*

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**Table 1**  
**Community Facilities District No. 2014-1**  
**(Transbay Transit Center)**  
**Completed and Conditioned Projects (1)**

Projects (2)	Street Address	Office Sq. Ft.	Retail Sq. Ft.	Hotel Sq. Ft.	Market Rate Sq. Ft.	Residential Type	Building Stories	Expected Completion Date (1)	First Fiscal Year of Special Tax Levy
<b>A – Taxable Buildings/Completed Projects Subject to the Special Tax</b>									
Solaire	299 Fremont Street	-	7,204	-	288,937	Rental	32	Completed	2016-17
Salesforce East	350 Mission Street	47,645	4,355	-	-	-	30	Completed	2016-17
Salesforce Tower	415 Mission Street	1,413,397	6,789	-	-	-	61	2018	2018-19
41 Tehama (3)	41 Tehama Street	-	595	-	328,410	Rental	31	2018	2018-19
<b>Grand Total</b>		<b>1,461,042</b>	<b>18,943</b>	<b>0</b>	<b>617,347</b>				

- (1) All projects include preliminary estimates and are subject to change until project completion.
- (2) A "Conditioned Project" means a Development Project that, pursuant to Section 424 of the Planning Code, is required to participate in funding Authorized Facilities through the District and, therefore, is subject to the levy of the Special Tax when Buildings (or portions thereof) within the Development Project become Taxable Buildings.
- (3) Reflects estimated taxable square footage.

*Source: San Francisco Planning Department; Goodwin Consulting Group, Inc.*

**Table 2**  
**City and County of San Francisco**  
**Community Facilities District No. 2014-1**  
**(Transbay Transit Center)**

**Taxable Buildings (Subject Properties) Development Summary, Assessed Value and Value to Lien Ratios**

<b>Building and Land Use Category</b>	<b>Square Feet</b>	<b>FY 2017-18 Special Tax Levy</b>	<b>Estimated FY 2018-19 Special Tax Levy</b>	<b>Percent of FY 2018-19 Special Tax Levy</b>	<b>Allocable Share of 2017 Bonds (1)</b>	<b>FY 2017-18 Assessed Value (2)</b>	<b>Value-to-Lien Ratio</b>
<b>350 Mission Street (Salesforce East) (3)</b>							
Office	47,645	\$238,344	\$243,111	2.0%	\$4,095,761	--	--
Retail	4,355	\$15,890	\$16,207	0.1%	\$273,053	--	--
<b>Subtotal</b>	<b>52,000</b>	<b>\$254,234</b>	<b>\$259,318</b>	<b>2.1%</b>	<b>\$4,368,814</b>	<b>\$382,127,715</b>	<b>87.47</b>
<b>299 Fremont Street (Solaire)</b>							
Rental Residential	288,937	\$1,596,696	\$1,628,630	13.2%	\$27,438,019	--	--
Retail	7,204	\$26,285	\$26,810	0.2%	\$451,681	--	--
<b>Subtotal</b>	<b>296,141</b>	<b>\$1,622,980</b>	<b>\$1,655,440</b>	<b>13.4%</b>	<b>\$27,889,699</b>	<b>\$146,494,358</b>	<b>5.25</b>
<b>415 Mission Street (Salesforce Tower)</b>							
Office	1,413,397	--	\$8,443,303	68.6%	\$142,246,893	--	--
Retail	6,789	--	\$26,266	0.2%	\$442,517	--	--
<b>Subtotal</b>	<b>1,420,186</b>	<b>\$0</b>	<b>\$8,469,569</b>	<b>68.8%</b>	<b>\$142,689,410</b>	<b>\$560,824,799</b>	<b>3.93</b>
<b>41 Tehama (33 Tehama) (4)</b>							
Rental Residential	328,410	--	\$1,929,881	15.7%	\$32,513,294	--	--
Retail	595	--	\$2,302	0.0%	\$38,783	--	--
<b>Subtotal</b>	<b>329,005</b>	<b>\$0</b>	<b>\$1,932,183</b>	<b>15.7%</b>	<b>\$32,552,077</b>	<b>\$166,059,750</b>	<b>5.10</b>
<b>Total</b>	<b>2,097,332</b>	<b>\$1,877,214</b>	<b>\$12,316,510</b>	<b>100.0%</b>	<b>\$207,500,000</b>	<b>\$1,255,506,622</b>	<b>6.05</b>

(1) Allocated based on the share of the fiscal year 2018-19 special tax levy.

(2) As of January 1, 2017. The fiscal year 2017-18 assessed value for Salesforce Tower and 41 Tehama does not reflect final building completion.

(3) The special tax for 350 Mission Street is calculated based solely on the square footage of three floors, which constitutes a Conditioned Project under the Rate and Method. In the event of delinquencies in the payment of Special Taxes, the entire building is subject to foreclosure.

(4) Reflects estimated taxable square footage.

Source: San Francisco Assessor's Office; San Francisco Planning Department; Goodwin Consulting Group, Inc.