

**SAN FRANCISCO
CITY PLANNING COMMISSION
RESOLUTION NO. 12040**

WHEREAS, Mission Bay is generally bounded by Third Street, Berry Street, Fourth Street, the China Basin Channel, China Basin Street, Mariposa Street, Pennsylvania Street, Seventh Street, and Townsend Street; Assessor's Blocks 3795-3798, 3804-3806, 3809, 3810, 3813, 3819, 3822, 3832, 3835, 3837-3841, 3849-3853, 3880, 3892, 3942, and 3944; Lot 2 in Block 3940; portion of Block 3941 westerly of China Basin Street; Lot 6 in Block 3943; Lot 1 in Block 3948; and portion of Block 9900 along China Basin Street; and

WHEREAS, Mission Bay is an underutilized and relatively undeveloped industrial area, formerly railroad yards, with about 100 primarily industrial uses within its approximately 313 acres; and

WHEREAS, The Department of City Planning (hereinafter "Department") has been undertaking a planning and environmental review process for Mission Bay since 1985, during which time the Department has studied the planning and environmental implications of a Mission Bay plan and development agreement, and amendments to the Master Plan, Central Waterfront Plan, City Planning Code and Zoning Map with respect to Mission Bay, and between 1985 and 1989 released for public review a Background and Preliminary Findings Report (November 1985), Objectives and Policies - Proposal for Citizen Review (December 1985), Choices for Mission Bay - Planning Considerations (June 1986), Objectives and Policies - Revised Draft (September 1986), 21 Special Studies (September 1986), the Mission Bay Plan - Proposal for Citizen Review (January 1987), a Draft Environmental Impact Report (EIR) (August 12, 1988), a Supplemental EIR (March 17, 1989) and a variety of other documents, and conducted numerous public forums, workshops and small group meetings, and provided for appropriate public hearings before the City Planning Commission; and

WHEREAS, Santa Fe Pacific Realty Corporation (Catellus Development Corporation's former business name until June 1, 1990) submitted its application for Environmental Review on September 22, 1986, under case file no. 86.505E; and

WHEREAS, The City amended the San Francisco Administrative Code by adding Chapter 56 thereto on August 1, 1988, to permit execution of development agreements between the City and developers for large multi-phase and mixed use development projects such as the Mission Bay project; and

WHEREAS, Catellus Development Corporation, ("Catellus") the applicant and developer, filed its Development Agreement Application for the Mission Bay project (case file no. 86.505) with the Department on May 1, 1989, pursuant to state law and Chapter 56 of the San Francisco Administrative Code; and

WHEREAS, On January 31, 1990, the Department released for public review proposed plans and programs, including the Mission Bay Plan - Proposal for Adoption Chapters 1, 2 and 3 as a proposed addition to the Master Plan and the Central Waterfront Plan, a Summary - Mission Bay Proposal, and a Fiscal and Financial Evaluation of the Mission Bay Project; and

WHEREAS, On March 23, 1990, the Department released for public review proposed plans and programs, including the Housing Proposal for Mission Bay, the Affirmative Action and Economic Development Plan for the Mission Bay Project, Mission Bay Child Care Facilities Plan, Mission Bay Cultural Center, Synopsis of Hazardous Materials Investigation and Remediation Program, Energy Plan for Mission Bay, Recommended Water Conservation Measures to the Extent Feasible, Mission Bay Emergency Response Plan and Mission Bay Business Relocation Assistance Plan; and

WHEREAS, On June 1, 1990, the Department released for public review Environmental Impact Report (EIR) Volume Four, Draft Summary of Comments and Responses, which provides a summary of written and oral comments received during the public comment period (Draft EIR - August 12 to November 21, 1988; Supplemental EIR - March 17 to May 5, 1989) and public hearings (Draft EIR - September 22, October 6, October 27 and November 10, 1988; Supplemental EIR - April 20, 1989), and responses to those comments; and

WHEREAS, On June 29, 1990, the Department released for public review the Mission Bay Plan Chapter 4 - Implementation, with implementation measures, and proposed amendments to the Central Waterfront Plan, a part of the Master Plan, and the Residence, Commerce and Industry, Transportation, and Urban Design Elements of the Master Plan, to reflect provisions of the Mission Bay Plan; and

WHEREAS, On June 29, 1990, the Department released for public review City Planning Code amendments to add an Article 9, and amendments to the Zoning Map (Use Districts and Height & Bulk Districts), to provide appropriate zoning within the Mission Bay area for the Mission Bay Plan; and

WHEREAS, The Department on August 6, August 16, August 20, August 21, and August 23, 1990 subsequently proposed further amendments to the Master Plan (including the Recreation and Open Space, and the Community Facilities Elements), City Planning Code (including Sections 102, 201 and 202) and Zoning Map; and

WHEREAS, The City and Catellus negotiated the terms of a proposed development agreement, and on June 29, 1990, the City released for public review a proposed Development Agreement By and Between the City and County of San Francisco and Catellus Development Corporation Relative to the Development of Property in the Mission Bay Planning Area, with Exhibits; and

WHEREAS, The Mission Bay Plan has evolved over time, beginning with an early proposal by the Southern Pacific Company, a Catellus predecessor, in 1981 which included about ten million square feet of commercial space up to 25 stories in height, two hotels totaling 2,100 rooms, up to 9,000 housing units at 160 units per acre, and ten acres of open space in Mission Bay, which proposal was revised in 1983 to provide for 22 million square feet of commercial and industrial space up to 42 stories in height, a 500-room hotel, 7,000 housing units at 140 units per acre, and 40 acres of open space; and

WHEREAS, In 1987, the Department's Mission Bay Plan - Proposal for Citizen Review included about seven million square feet of commercial and industrial space up to eight stories in height, a 500-room hotel, 7,700 housing units (2,300 affordable, averaging \$125,000), and 70 acres of open space; and

WHEREAS, In January 1990, the Mission Bay development proposal included 8,000 housing units (3,000 affordable, averaging \$98,000), 4.8 million square feet of office, 900,000 square feet of commercial/light industrial, 735,000 square feet of retail, a 500-room, 400,000 square foot hotel, fire and police stations, recreation and cultural centers, a school site, a Public Utilities Commission MUNI Metro storage, maintenance and administrative facility, a public facilities site, and about 69 acres of publicly-accessible open space and parks; and

WHEREAS, In August 1990, the development proposal was modified to provide for, among other things, up to 8,270 housing units (3,000 affordable, averaging about \$80,000) on-site, and for a contribution by Catellus to the acquisition and/or rehabilitation of an additional 250 very low income affordable housing units off-site, and up to 750,000 square feet of retail; and

WHEREAS, The amendments to the Master Plan would add the Mission Bay Plan, a Specific Plan within the meaning of Government Code §65450 et seq. for the Project area, including (a) objectives, policies and associated text, (b) a description of the program, character, and specific land uses including design guidelines, (c) implementation measures, and (d) transportation management, energy conservation, water conservation, business relocation and emergency response plans; and

WHEREAS, The amendments to the Master Plan would amend the Central Waterfront Plan by (a) incorporating the Mission Bay Plan and its area into the Central Waterfront Plan by replacing the China Basin area, with the Mission Bay Plan and incorporating into the Central Waterfront Plan the two blocks between Third and Fourth Streets at King Street, (b) modifying the Central Basin area to exclude those portions within the Mission Bay area and amend maritime policies related to maritime activities, and deleting a policy concerning massing of development heights into a hill-like shape, (c)

modifying the land use, industry, maritime, commerce, residence, transportation, recreation and open space, and urban design policies to apply to the Showplace Square, North Potrero, Central Basin, Islais Creek and Lower Potrero areas, and (d) incorporating new information that has become available in the decade since the original adoption of the Central Waterfront Plan; and

WHEREAS, The amendments to the Master Plan would also amend (a) maps in the Master Plan Elements to reflect the new land use policies embodied in the Mission Bay Plan and incorporate aspects of the Mission Bay Plan, as appropriate, in the Residence, Commerce and Industry, Transportation, Urban Design, Recreation and Open Space, and Community Facilities Elements, and (b) policies in the Commerce and Industry Element concerning displacement of industrial firms; and

WHEREAS, The City Planning Commission (the "Commission") held workshops and duly noticed public hearings on March 29, April 12, May 3, May 24, June 4, June 18, June 28, July 5, July 16, July 19, July 26, July 30, August 2, August 6, August 9, August 13, August 16, August 20, August 21, and August 23, 1990, totaling over 70 hours during this period, to consider these matters; and

WHEREAS, The Mission Bay project would provide important City-wide public benefits (many of a scope which exceeds those required by existing ordinances and regulations) including but not limited to a major waterfront park system, an affordable housing plan, an affirmative action and economic development plan, a cultural center and other community facilities, child care fees and facilities, a school site and fees, and a comprehensive hazardous materials investigation and remediation plan; and

WHEREAS, The Director of Planning (the "Director") on August 13, 16, 20, 21, and 23, 1990, recommended modifications to the proposed Development Agreement and Mission Bay Plan, and related amendments to the Master Plan, City Planning Code and Zoning Map; and

WHEREAS, A Final Environmental Impact Report has been prepared by the Department, consisting of the Draft Environmental Impact Report, the Supplement to the Draft EIR, comments received during the review periods, any additional information that became available, and the Draft Summary of Comments and Responses, as required by law; and

WHEREAS, The Mission Bay Environmental Impact Report files and other Mission Bay related Department files have been made available for review by the Commission and the public, and these files are part of the record before the Commission; and

WHEREAS, On August 23, 1990, the City Planning Commission reviewed and considered the Final Environmental Impact Report, and by Motion No. 12006, found that the contents of said report and the procedures through which the Final Environmental Impact Report was prepared, publicized and reviewed complied with the provisions of the California Environmental Quality Act (CEQA), the CEQA Guidelines and Chapter 31 of the San Francisco Administrative Code; and

WHEREAS, On August 23, 1990, by Motion No. 12006, the Commission found that the Final Environmental Impact Report was adequate, accurate and objective, and that the Summary of Comments and Responses and its subsequent memoranda contained no significant revisions to the Draft and Supplemental Environmental Impact Reports, and certified the completion of the Final Environmental Impact Report in compliance with CEQA and the CEQA Guidelines; and

WHEREAS, On August 23, 1990, by Motion No. 12006, the Commission adopted findings of significant environmental impacts associated with Variant 12 of Alternative A (which most closely resembles the Mission Bay Project as defined in Attachment A hereto (the "Project"), now proposed for adoption), which could not be mitigated to a level of insignificance, which findings are modified as provided in Article V of the Mission Bay Findings, dated September 7, 1990, as amended on September 13 and 20, 1990, attached hereto as Attachment A, and incorporated herein by reference; and

WHEREAS, On August 23, 1990, the Commission closed the public hearing, and in response to the extensive public testimony received at the Commission workshops and public hearings, and to address concerns identified by the Commission, the Commission adopted Resolution No. 12008 directing the Department to modify the proposed Mission Bay Plan and related amendments to the Central Waterfront Plan and Elements of the Master Plan ("Master Plan Amendments"), the proposed Development Agreement, and the City Planning Code and Zoning Map amendments (together with the Master Plan Amendments and the Mission Bay Plan hereinafter referred to as the "Mission Bay Documents"), in consultation with the City Attorney's Office, and to prepare other documents, as appropriate, to incorporate amendments in 47 specific areas as identified in that resolution and, where appropriate, to incorporate other amendments considered desirable to clarify language or provide for conformity between documents, and to prepare materials for the Commission's consideration on September 13, 1990; and

WHEREAS, The Commission in its Resolution No. 12008 on August 23, 1990 stated that if appropriate modifications were incorporated into the Mission Bay Documents to the Commission's satisfaction, so that the Project, as so modified, would provide important public benefits to the City, then the Commission intended to approve the Mission Bay Plan, the Master Plan Amendments, and to approve and recommend approval of the proposed Development Agreement and City Planning Code and Zoning Map amendments to the Board of Supervisors; and

WHEREAS, Appropriate modifications were made to the Mission Bay Documents, and, upon determining that the proposed Master Plan Amendments did not require further revisions, the revised Mission Bay Plan and other revised Mission Bay Documents were made available on September 7, 1990 and on September 13, 1990, to the public and to the Commission for the Commission's review, consideration and action; and

WHEREAS, The Commission on September 13, 1990 considered these and further modifications, heard public testimony, and continued these matters to September 20, 1990; and

WHEREAS, The proposed modifications were further revised by the Department, and such further modifications were presented to the Commission and made available to the public on September 20, 1990, for the Commission's review, consideration and action; and

WHEREAS, The Commission on September 20, 1990 considered all modifications presented to the Commission, heard public testimony, directed the preparation of further modifications, and continued these matters to September 27, 1990 at 11:00 am.; and

WHEREAS, The Department prepared proposed modifications to the Master Plan as published on September 7, 1990 and presented the Mission Bay Master Plan to the public and the Commission on September 27, 1990; and

WHEREAS, The Commission hereby finds that the modifications to the Mission Bay Plan and other Mission Bay Documents responded to the Commission's directive and reflected its intent in adopting Resolution No. 12008 and are necessary, desirable, and appropriate; and

WHEREAS, Based on the Commission's review of the Mission Bay Final Environmental Impact Report (the "FEIR") and the Memoranda to the Commission from the Environmental Review Officer (dated August 2, 6, 20, and 23, 1990) and the memoranda to the Mission Bay EIR file (dated September 6 and 13, 1990), the Commission hereby finds that: (1) modifications incorporated into the Project will not require important revisions to the FEIR, and do not involve new significant environmental impacts, (2) no substantial changes have occurred with respect to the circumstances under which the Project is undertaken which would require important revisions to the FEIR due to involvement of new significant environmental impacts, and (3) no new information of substantial importance to the Project has become available which would indicate the need for subsequent analysis of the environmental impacts, alternatives or mitigation measures; and

WHEREAS, The Department has prepared proposed Mission Bay Findings, as required by CEQA, regarding the alternatives and variants, mitigation measures and significant environmental impacts analyzed in the FEIR, overriding considerations for approving the Project, and a proposed mitigation monitoring program, which material was

made available on September 7, 1990, to the public and to the Commission for the Commission's review, consideration and action; and

WHEREAS, The proposed Mission Bay Findings were amended by the Department, and such amendments were presented to the Commission and made available to the public on September 13 and 20, 1990, for the Commission's review, consideration and action; and

WHEREAS, The Commission has reviewed and considered the Mission Bay Findings, and based on the Mission Bay Findings the Commission will amend the proposed Development Agreement to incorporate the mitigation measures as Special Conditions, to be set forth in Exhibit A-5 of the Development Agreement; and

WHEREAS, The Commission hereby finds that all significant environmental effects associated with the Project, as described in the Mission Bay Findings and the FEIR, have been fully and adequately analyzed in the material before the Commission, and no additional information is required to make an informed decision regarding the environmental impacts of the Project and the appropriate mitigation measures; and

WHEREAS, The Commission has reviewed the proposed amendments to the Master Plan Amendments and finds that the Mission Bay Plan is consistent with the Master Plan Amendments, as amended herein, and finds that the Master Plan, as so amended, is internally consistent; and

WHEREAS, The proposed Mission Bay Plan and the Master Plan Amendments are, on balance, consistent with the Eight Priority Policies of City Planning Code Section 101.1, based upon the Mission Bay Project's:

- (1) providing substantial new neighborhood-serving retail uses, thereby enhancing opportunities for resident employment in and ownership of such businesses;
- (2) protecting existing housing and neighborhood character by providing new housing and job opportunities in an underutilized area, and reducing development pressures on existing neighborhoods;
- (3) increasing the City's supply of affordable housing by providing opportunities for 3,000 units of affordable housing on-site, and funding acquisition and/or rehabilitation of another 250 very low income housing units off-site;
- (4) providing transportation and public transit improvements, and mandatory transportation management programs so that existing transportation is not overburdened;
- (5) providing for new light industrial and service uses, thereby providing future opportunities for resident employment and ownership in the light industrial and service sectors;
- (6) providing for the construction of buildings which meet modern earthquake standards so as to achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake;
- (7) providing for the possible retention of the fire station and Third and Fourth Street bridges, and having no negative effect on any landmark or historic building; and
- (8) providing new publicly-accessible parks and open spaces, including improved public access to the waterfront, without affecting any existing parks or open spaces; and

THEREFORE BE IT RESOLVED, That the City Planning Commission hereby adopts, as required by CEQA, the Mission Bay Findings dated September 7 as amended September 13 and September 20, 1990 attached hereto as Attachment A, and incorporated by this reference, with respect to actions taken herein;

AND BE IT FURTHER RESOLVED, That the City Planning Commission, having received public testimony during the course of its workshops and public hearings, and having reviewed the recommendations and the revised Mission Bay Documents prepared by the Director of Planning and released on September 7, 1990, and further revised and released on September 13 and September 20, 1990 hereby ADOPTS the Mission Bay Plan dated September 20, 1990 (as published on January 31, 1990 (Chapters 1, 2 and 3) and on June 29, 1990 (Chapter 4) and as revised and republished on September 7, 1990, as amended per the Mission Bay Master Plan Amendment Errata list dated September 27, 1990 in the form hereby approved by the Commission) as part of the Master Plan (Exhibit 1);

AND BE IT FURTHER RESOLVED, That the Commission hereby ADOPTS amendments to the Central Waterfront Plan in the form published on September 7, 1990, to provide for consistency within the Master Plan (Exhibit 2);

AND BE IT FURTHER RESOLVED, That the Commission hereby ADOPTS amendments to the Commerce and Industry, Transportation, Urban Design, Recreation and Open Space, and Community Facilities Elements of the Master Plan in the form published on September 7, 1990 to provide for consistency within the Master Plan (Exhibit 3);

AND BE IT FURTHER RESOLVED, That the Commission hereby directs the Director of Planning to prepare appropriate modifications to the Land Use Index of the Master Plan to refer to Mission Bay materials therein as appropriate;

I hereby certify that the foregoing Resolution was ADOPTED by the City Planning Commission on September 27, 1990.

Linda Avery
Secretary

AYES:	BIERMAN, ENGMANN, HU, MORALES, NOTHENBERG
NOES:	NONE
ABSTAINED:	NONE
ABSENT:	BOLDRIDGE, SEWELL

September 27, 1990

**Mission Bay
Master Plan Amendment Errata**

Note: These errata modify the September 7, 1990 Mission Bay Plan and Master Plan documents, and are black-lined to show modifications.

1. Mission Bay Plan Chapter 3

- p. 3-84: Item 8, add at end "(at least 75% of the total open space shall be open to the public during daylight hours)" - *per Condition #23*

2. Mission Bay Plan Chapter 4

- p. 9: First bulleted item should read "provided on- or off-site" and add at end ", with this ratio subject to the specific terms and conditions of the Development Agreement (Exhibit A-1, Section 2)." - *clarification*

At second bulleted item, add at beginning, "Affordable housing on- and off-site must represent 37.5% of the total housing.", and at end "(Exhibit A-1, Section 9(a))" - *clarification*

For the previously distributed Insert #2, add at end "(Exhibit A-1, Section 9(a))" - *clarification*

- p. 15: At end of last paragraph before bridges, add "An increase in parking and turnaround areas will be considered part of Mission Bay Green." - *clarification of condition #21*
- p. 25: Add at bottom of page "4. The City will allow expansion of existing non-conforming uses within Mission Bay until the Project Sponsor proceeds with development, in accordance with provisions of the City Planning Code, Article 9."

3. Residence Element of Master Plan

No additional amendments are necessary, as amendments reflecting the Mission Bay Plan, specifically the Generalized Residential Land Use Plan Map and the Residential Density Plan Maps, were adopted by the Commission when it adopted the Residence Element on September 13, 1990. - *clarification*

