
COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

Successor Agency Commission



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A G E N D A

TUESDAY, May 19, 2015 • 1:00 p.m.

ACCESSIBLE MEETING POLICY

1. The meeting/hearing will be held in City Hall, Room 416, 1 Dr. Carlton B. Goodlett Place, San Francisco. The room is wheelchair accessible and has accessible seating for persons with disabilities and those using wheelchairs. Ramps are available at the Grove, Van Ness and McAllister entrances. A wheelchair lift is available at the Polk Street entrance.
2. The closest accessible BART station is Civic Center, three blocks from City Hall. Accessible MUNI lines serving this location are: #47 Van Ness, #49 Van Ness, #71 Haight/Noriega, #5 Fulton, #21 Hayes, #6 Parnassus, #7 Haight, the F Line to Market and Van Ness and any line serving the Metro Stations at Van Ness and Market and at Civic Center. For more information about MUNI accessible services, call 311.
3. There is accessible parking across from City Hall at the Civic Center Garage.
4. The following services are available by calling the Office of Community Investment and Infrastructure at (415) 749-2400 at least 72 hours prior to the meeting/hearing: Assistive listening device, real time captioning, American Sign Language interpreters, use of a reader during a meeting, large print agendas or other accommodations are available upon request. Following a meeting minutes can be made available by audiocassette tape or alternative formats.

5. Requests for language interpreters at a meeting must be received at least 72 hours in advance of the meeting to help ensure availability. Please contact the Office of Community Investment and Infrastructure at (415) 749-2400.
6. In order to assist the Office of Community Investment and Infrastructure efforts to accommodate persons with severe allergies, environmental illness, multiple chemical sensitivity or related disabilities, attendees at public meetings are reminded that other attendees may be sensitive to various chemical based products. Please help the Office of Community Investment and Infrastructure to accommodate these individuals.

REGULAR MEETING AGENDA

PLEASE BE ADVISED A MEMBER OF THE PUBLIC HAS UP TO THREE MINUTES TO MAKE PERTINENT PUBLIC COMMENTS ON EACH AGENDA ITEM UNLESS THE COMMISSION ADOPTS A SHORTER PERIOD ON ANY ITEM. IT IS STRONGLY RECOMMENDED THAT MEMBERS OF THE PUBLIC WHO WISH TO ADDRESS THE COMMISSION SHOULD FILL OUT A "SPEAKER CARD" PROVIDED BY THE COMMISSION SECRETARY, AND SUBMIT THE COMPLETED CARD TO THE COMMISSION SECRETARY.

1. Recognition of a Quorum

2. Announcements

- A. The next regularly scheduled Commission meeting will be held on Tuesday, June 2, 2015 at 1:00 pm (City Hall, Room 416).

- B. Announcement of Prohibition of Sound Producing Electronic Devices during the Meeting

Please be advised that the ringing of and use of cell phones, pagers and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the Chair may order the removal from the meeting room of any person(s) responsible for the ringing of or use of a cell phone, pager, or other similar sound-producing electronic device.

3. Report on actions taken at previous Closed Session meeting, if any.

4. Matters of Unfinished Business.

5. Matters of New Business:

CONSENT AGENDA

ALL MATTERS LISTED HEREUNDER CONSTITUTE A CONSENT AGENDA, ARE CONSIDERED TO BE ROUTINE BY THE COMMISSION, AND WILL BE ACTED UPON BY A SINGLE VOTE OF THE COMMISSION. THERE WILL BE NO SEPARATE DISCUSSION OF THESE ITEMS UNLESS A MEMBER OF THE COMMISSION OR THE PUBLIC SO REQUESTS, IN WHICH EVENT THE MATTER SHALL BE REMOVED FROM THE CONSENT AGENDA AND CONSIDERED AS A SEPARATE ITEM:

- a) Approval of Minutes: Regular Meeting of April 21, 2015
- b) Approving a second amendment to the construction contract with Azul Works, Inc. for the Shipyard Art Installation Project, Contract No. HPS 01-14, extending the date of Final Completion to August 31, 2015; Hunters Point Shipyard Redevelopment Project Area (Action) (Resolution No. 29-2015)

REGULAR AGENDA

STAFF PRESENTATION ESTIMATED TIME: 20 MINUTES

- c) Conditionally authorizing a Permit to Enter with the City and County of San Francisco, acting by and through its Department of Public Works, the San Francisco Tourism Improvement District Management Corporation, a California Corporation Nonprofit Mutual Benefit Corporation, and Webcor Construction, LP, a California Limited Partnership, to allow construction related to the expansion of the Moscone Convention Center on the Office of Community Investment and Infrastructure's Yerba Buena Gardens Property, and adopting environmental findings pursuant to the California Environmental Quality Act; former Yerba Buena Center Redevelopment Project Area (Discussion and Action) (Resolution No. 30-2015)

STAFF PRESENTATION ESTIMATED TIME: 60 MINUTES

- d) Workshop on the Combined Basic Concept/Schematic Designs and Event Management Plan for the Golden State Warriors Event Center and Mixed-Use Development on Blocks 29 to 32 in the Mission Bay South Redevelopment Project Area (Discussion)

STAFF PRESENTATION ESTIMATED TIME: 45 MINUTES

- e) Workshop on the status of the U.S. Department of the Navy's environmental remediation at the Hunters Point Shipyard; Hunters Point Shipyard Project Area (Discussion)

6. Public Comment on Non-agenda Items

Members of the public may address the Commission on matters that are within the Commission jurisdiction and not on today's calendar. Each speaker shall have up to three minutes to make pertinent public comments unless the Commission adopts a shorter period. It is strongly recommended that members of the public who wish to address the Commission should fill out a "Speaker Card" provided by the Commission Secretary, and submit the completed card to the Commission Secretary.

7. Report of the Chair

8. Report of the Executive Director

9. Commissioners' Questions and Matters

10. Closed Session

11. Adjournment

INFORMATIONAL MEMORANDUM

TO: Commission on Community Investment and Infrastructure

FROM: Tiffany Bohee
Executive Director

SUBJECT: Workshop on the Combined Basic Concept/Schematic Designs and Event Management Plan for the Golden State Warriors Event Center and Mixed-Use Development on Blocks 29 to 32 in the Mission Bay South Redevelopment Project Area

EXECUTIVE SUMMARY

GSW Arena LLC ("GSW"), an affiliate of Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association ("NBA") team, proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking ("GSW Project") on an approximately 11-acre site (Blocks 29-32) within the Mission Bay South Redevelopment Plan Area of San Francisco. The project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. François Boulevard on the east. GSW has entered into an agreement to purchase the project site from the current site owner, an affiliate of salesforce.com.

The GSW has submitted Combined Basic Concept/Schematic Designs for Blocks 29-32 ("Schematic Designs"), pursuant to the Mission Bay South Owner Participation Agreement. The Schematic Designs address the design of the 18,064-seat state-of-the-art Event Center; two office/retail buildings at South and 16th Streets with about 520,000 leasable square feet of office/lab and two 160-foot towers; up to 50,000 square feet of retail uses in the Food Hall at South Street and Terry Francois Boulevard, along South Street and along Terry Francois Boulevard, in the office buildings, and in the Gatehouse at the Main Plaza; open space and landscaping, including an open space plaza of civic importance along 3rd Street; and associated bike and vehicle parking and loading to serve the project.

Since the Mission Bay South Design for Development ("Design for Development") regulations for Blocks 29-32, which control the design of the site, were focused on office and retail uses versus an event center's unique design requirements, the Design for Development will require amendments by the Commission to allow the proposed GSW Project. The proposed Design for Development Amendments principally relate to height of the event center, building massing, number of towers, tower separation, and bulk. In no case will the GSW Project exceed the 160' height limit or otherwise be inconsistent with the standards set forth in the Mission Bay South Redevelopment Plan.

The City is coordinating City services outside the site including public transit service, traffic management, public safety, event coordination and neighborhood quality of life concerns. A draft Events Management Plan has been prepared to address these issues, including the

identification of a number of capital and operating improvements to meet the project's anticipated transportation demand. The Events Management Plan complements a Transportation Management Plan prepared by GSW to designate curb management zones, address intersection signalization and control by Parking Control Officers (PCO's), and plan for safe separation of modes (including pedestrians) to minimize conflict and maximize safety and convenience.

The Mission Bay Citizens Advisory Committee ("CAC") has discussed the GSW Project, and related topics, at 10 meetings since May 2014, including two meetings in March and April 2015 to discuss the Schematic Designs and a May meeting to discuss Event Management. In addition to meeting with the CAC, the GSW and OCII/City staff have also held numerous meetings with other stakeholders. Comments received to date focused on primarily design, traffic congestion/parking, events management, and construction impacts. Overall, the Mission Bay CAC and community have responded positively to the design of the GSW Project.

The Planning Commission will be holding an informational workshop on the Schematic Designs at its May 28, 2015 meeting. Once both Commissions have provided comments on the Schematic Designs, the GSW will move into the next stage of design with the Design Development and Construction Drawings. No official actions can be made related to the GSW Project until further environmental impact review is completed and certified by the OCII Commission, anticipated to occur in early fall 2015.

BACKGROUND

Golden State Warriors Project

GSW Arena LLC ("GSW"), an affiliate of Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association ("NBA") team, proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking ("GSW Project") on an approximately 11-acre site (Blocks 29-32) within the Mission Bay South Redevelopment Plan Area of San Francisco (see Exhibit A for a location map). The project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. François Boulevard on the east. The project site is across Third Street from the University of California, San Francisco ("UCSF") research campus and near the future UCSF Medical Center. The San Francisco Bay and the future public park Park P22 are located across Terry A. François Boulevard from the development site. GSW has entered into an agreement to purchase the project site from the current site owner, an affiliate of salesforce.com.

The GSW Project will include an 18,064-seat state-of-the-art Event Center and two prominent office buildings with about 520,000 leasable square feet of office/lab space, surrounding an open space plaza of civic importance. In addition to the event center and office space, the project will include up to 50,000 leasable square feet of retail (including a Food Hall), automobile and bicycle parking, service and loading areas and a series of smaller open spaces.

Previous Major Phase Review

The Mission Bay South Owner Participation Agreement (“OPA”) between OCII and FOCIL-MB and the Interagency Cooperation Agreement (“ICA”) between OCII and City departments establish the protocols for development approvals in Mission Bay South. As specified in the OPA, the first stage of development approval is the preparation of a Major Phase submission, which provides information on proposed land uses and intensities of development, height, bulk, and massing of future buildings, location and general design of open space, and the subdivision of blocks into building parcels. The next stage after a Major Phase is the preparation of Combined Basic Concept/Schematic Designs for individual buildings and major open spaces. A draft Major Phase for the GSW Project was prepared and presented to the Commission on January 6, 2015.

DISCUSSION

The GSW Project provides for the development of an 18,064-seat event center, over half a million leasable square feet of office/lab space, 50,000 leasable square feet of new retail space, and a series publicly accessible open spaces, as well as 1,082 parking spaces (950 of which would be on Blocks 29-32, with the other 132 spaces located in an existing South Street garage) and ancillary service and circulation areas. The mix of uses is designed to ensure that the site is active not only during an event, but also at all other times through the inclusion of office and retail uses and activated public open spaces to provide employment and retail opportunities for the surrounding neighborhood and larger San Francisco community. The project would be designed to Leadership in Energy and Environmental Design (LEED®) Gold standards using a campus approach, whereby each individual proposed structure as well as the overall site would qualify for individual Gold ratings. The land use program is summarized in Table 1.

Exhibits B to D depict the site plan for the GSW Project and identify the primary components of the GSW Project. The site is broken into the following components: the 18,064-seat Event Center, the 300,000 square foot South Street Building, the 255,000 square foot 16th Street Building, the Food Hall and retail buildings along Terry Francois Boulevard and South Street, the Gatehouse, the underlying parking podium, and the surrounding open space and landscaping (including the Main Plaza). The GSW have drafted Combined Basic Concept/Schematic Designs for each of these components (“Schematic Designs”), as described in more detail below.

The conceptual design team for the GSW Project consists of:

- Event Center/Gatehouse - MANICA Architecture
- South and 16th Street Buildings – Pfau Long Architecture/AE3 Partners (Joint Venture Association)
- Retail/Food Hall - Richyworks
- Open Space/Landscaping – SWA Group and Merrill Morris Partners

Please see Exhibit DD for a list of the other subconsultants involved in the design of the GSW Project, including the architects of record and structural and MEP engineers.

TABLE 1
SUMMARY OF PROPOSED GSW PROJECT

Project Component	Characteristic
Event Center Basketball Seating Capacity	18,064 seats
Size	Total LSF ^a
Event Center	486,000
South and 16 th Street Office Space	520,000
Retail Space - Total	50,000
Total Building Area	1,056,000 LSF
Height/Levels	
Event Center	135 feet
South and 16 th Street Office/Retail Building	160 feet (11 stories) total [90-foot (6-story) podiums with 70-foot (5-story) towers above]; retail uses within street level and plaza-level floors
Food Hall and TFB Retail	41 feet
Gatehouse	34 feet
Parking/Loading Spaces	Blocks 29-32: 950 parking stalls below-grade or at-grade (concealed by Third Street Plaza) 13 truck docks below-grade Existing off-site at 450 South Street Parking Garage: 132 parking stalls
Vehicular Access	Access point for autos and all large trucks on 16th Street at Illinois Street Access point for autos on South Street at Bridgeview Way
Open Space	3.2 acres

NOTES:

LSF = leasable square feet.

^a The maximum commercial and retail square footage allowed under the Mission Bay South Redevelopment Plan is tracked by leasable square footage.

GSW Schematic Design Overview

The following describes the Schematic Designs in more detail. Exhibits E-Z depict the schematic designs for all the various sections of the GSW Project and proposed building and planting materials and site furnishing.

Event Center

The approximately 486,000-leasable square foot, 18,064-seat Event Center is located on the eastside of the site, overlooking Park P22 and the San Francisco Bay and has a maximum height of 135 feet at the middle of the rooftop. In addition to the event floor and seating bowl, it will contain guest amenity areas (clubs and suites), food vendors, back-of-house support (staff locker rooms, production kitchens for food and beverage, equipment storage), building operations areas (mechanical and utility rooms, loading and receiving areas), and GSW practice facility and team headquarters. Back of house areas will not be visible to patrons and members of the public except where purposefully designed (for instance, a show kitchen), and many are located below grade or on restricted-access building levels.

The building's two primary entries are located at its northwest ("Main Entrance") and southeast ("Theater Entrance") corners. Both entries lead to a publicly accessible grand building lobby prior to patron ticketing areas. The Theater Entrance, in particular, is demarcated by the dramatic

proscenium archway, designed to reinforce a sense of entry as patrons walk underneath the gatewaylike structure. The proscenium also enhances outdoor programming opportunities for the Southeast Plaza by framing the space.

The Bayfront Terrace is located on the northern façade of the Event Center and includes both an event center amenity space (lower level) and a view terrace and interior space (upper level). The upper level will be publically accessible, including nonevent hours, via two distinct building entries (accessible from Terry Francois Boulevard and the pedestrian path/Food Hall) and a dedicated elevator. The Bayfront Terrace's levels will provide views into the Event Center seating bowl and a dramatic panorama of the San Francisco skyline, Bay, Bay Bridge and planned Park P22. The Terrace's height, below that of the Event Center itself, also helps step the building's scale down towards the park and the water.

Pedestrians and patrons may walk from one Event Center entry to another via the pedestrian path that curves along the Event Center's northern side, bringing patrons past retail and potential art or lighting installations as they rise from an elevation of approximately 10 feet to 26 feet above grade along a gentle slope. Additional access around the building includes a walk along the 16th Street sidewalk and landscaped setback area, and passage through the walkway connecting 16th Street midblock with the Main Plaza along 3rd Street. Both the walkway and the pedestrian path terminate at the Main Plaza to the northwest, and the Southeast Plaza to the southeast, thereby creating a continuous network of programmed or passive public spaces.

The Event Center's façade system will include three primary materials. First, glass glazing systems will be used at the main entry plaza (west side) and southeast lobby. Second, metal panels will encase a significant portion of the building enclosure. These panels will include perforated patterns that add depth, motion, and opportunities for creative lighting to the building façade. Finally, a durable and low-maintenance building material, such as patterned Glass Fiber Reinforced Concrete (GRFC) or precast concrete, will encase the building's base, grounding the structure and providing accents through careful use of texture and/or color. Terra Cotta may also be introduced at the building's base.

South Street and 16th Street Office/Retail Buildings

Two office/lab and retail buildings would be located on the west side of the project site, at the corner of Third Street and South Street ("South Street Building") and at the corner of Third Street and 16th Street ("16th Street Building"). The South Street Building 300,000 leasable square feet in size, which includes about 255,000 leasable square feet of retail. They each combine a 6-story (90-foot) mixed-use podium and an 11-story (160-foot) office tower for each building, with retail along the Main Plaza at the podium level to help activate the plaza area. The design for the tower on each building is tear-dropped in plan, which will complement the Event Center's curvilinear aesthetic and that of the other structures on-site without mimicking it. Projected and shaped aluminum sunshade blades add texture to the sleek, curved glass form. The tower will be differentiated from its context in Mission Bay by its warmth, color, irregularity, and curves.

The buildings' podiums wrap into the Main Plaza with a welcoming curved gestural form, drawing pedestrians and event patrons into the plaza along sloped walkways and bordered by

active retail uses on the east side. The primary office lobby entrance for the South Street Building will be located on the corner of South Street and 3rd Streets, with an additional entrance off of the Main Plaza. The primary office lobby entrance for the 16th Street Building will be located on the corner of 16th Street and 3rd Streets, with an additional entrance off of the Main Plaza.

The skin of both buildings will include a variety of cladding types including outside glazed low-E unitized curtain wall system, fritted spandrel glazing and resin coated wood accent panels and soffits to add warmth. A serrated curtainwall system will round the corner into the main plaza, further breaking down the scale of the building at the podium and adding contrasting visual interest to the curved form of the building.

The roofs of the podiums for each building will include a partially occupiable green roof with integrated stormwater treatment. This will be both an amenity for tower tenants, and a highly visible feature of the development from neighboring buildings. Mechanical systems on the tower roofs will be fully screened by painted metal screenwall and laid out with visibility from nearby neighborhoods in mind. Podium rooftop equipment will be incorporated into landscape elements wherever possible.

Food Hall/Eastside Retail/Gatehouse

Retail uses are planned to occupy several areas of the site, including the lower floor(s) of the South and 16th Street Buildings; 41-foot high retail buildings along Terry A. François Boulevard and South Street, the “Food Hall,” a retail concept similar to the Ferry Building; and the “Gatehouse” building located in the Main Plaza, which has a height of approximately 34 feet, located along Third Street.

Food Hall/Eastside Retail: The Food Hall is located at the corner of South Street and Terry François Boulevard and consists of a roughly triangular structure. It is accessible at grade from an entry plaza, partially occupied by street furniture from neighboring retail tenants, and from the elevated pedestrian path 26 feet above grade. It is designed to accommodate a number of small, local vendors and producers of artisan goods, in combination with prepared food and sit-down dining areas. A retail tenant such as a food and beer garden will likely occupy the Food Hall roof, accessible from the pedestrian path or from Terry François Boulevard (via vertical circulation elements including stairwells, lifts, and the food hall interior). Standalone retail also lines Terry François Boulevard at grade, as well as additional standalone retail at the podium level on South Street (also accessible from the Pedestrian Path). These spaces are envisioned as centers for high-quality food and beverage, wellness, and community.

The Food Hall/Eastside Retail elements are comprised of a system of vertical and horizontal divisions in industrial-inspired materials, which lend a consistent architectural language to the street frontage. Within this framework, individual tenants will have freedom to customize storefronts to create a diverse, varied, and urban feel. Taking advantage of the views of Park P22 and the Bay, open doorways and wide windows will create a porous ground level, terraces and programmed rooftops will provide views from above, and the Food Hall and nearby retail elevations will “step down” to the water to create a comfortable scale.

Gatehouse: The 2,500-leasable square foot Gatehouse is located on the western edge of the Main Plaza, mid-point on 3rd Street, helping to activate the plaza area, provide a formal entry from 3rd Street and provide wind protection. Within the gatehouse, the roof will be supported by an iconic lattice-like cantilevered structure resembling a basketball net. Within the net is a spiral stair connecting all floors from grade level up to the broadcast mezzanine. Beneath this structure, the top-most floor acts as a broadcast platform for gameday broadcast crews to film live on site with the arena as a backdrop. A retractable glass wall will open to the plaza to further connect these broadcasts to the gameday atmosphere in the plaza. At plaza and grade levels a mix of dining and retail will be accessible to the public. On grade level public restrooms will be available, as well as a direct connection to grade level parking. All parking levels will access the plaza and grade level through stairs and an elevator within the gatehouse.

The exterior of the gatehouse consist of a simple palate: a glass curtain wall to match that of the office/lab buildings; a gray fascia circling the top of the façade, matching the columns on the office towers; retractable glass panels to open the top floor to the public plaza; and a sedum green roof.

Public Open Space

The GSW Project will include approximately 3.2 acres of publicly accessible open space areas that will be comprised of two primary plazas (one along 3rd Street and one at the southeast corner of the site) and additional paved or landscaped areas. The one-acre Main Plaza is raised eight feet above the Third Street sidewalk (sloping imperceptibly up to the Event Center Main Entrance) and will be roughly equivalent in area to the central flat plaza area at Union Square and the main plaza at Rockefeller Center. The plaza will be programmed to activate it on a daily basis in conjunction with the activity generated by the fronting retail uses at the base of the surrounding buildings. The Main Plaza has been designed with flexibility in mind to accommodate the range of programming, and as a result, the design includes large-scale moveable occupiable planters that can be rearranged. The center oval shaped lawn area is designed to be similarly flexible and the center lawn can be replaced with wood, ice, and other surfaces to accommodate events.

The smaller 25,000-square foot Southeast Plaza at the corner of Terry Francois and 16th Street leads into the secondary entrance to the Event Center and will be used as the primary entrance for event center “theater” (cut-down configuration) events with reduced attendance. A 300-space bicycle valet facility is located on this plaza, and an additional overflow, temporary bicycle corral could be located in this plaza for events anticipated to attract a larger number of bicycle riders. A similar overflow bicycle corral could be provided on other plaza areas throughout the site as needed.

In addition to the plazas, there are private green roofs on top of the two office buildings and public walkways that wrap around the exterior of the north and eastern-sides of the Event Center to connect the Main Plaza to the Food Hall, bayfront overlook, main concourse entry, Bayfront Terrace exterior entry, and 16th Street.

The open spaces will also serve to move people to and from the Event Center events in an organized manner, allowing for adequate staging areas to avoid spilling of pedestrians onto the surrounding streets. The corners at 3rd Street and 16th and South Streets have been expanded to

allow for pedestrian staging for transit and passenger loading for taxis, rideshare, or personal vehicles. A linear lighting element embedded in the paving ties the entire site together by guiding visitors from 3rd Street into the Main Plaza, and then around the Event Center to the Southeast Plaza at the Theater Entrance. Finally, the landscaping also will serve for on-site stormwater treatment using the green roofs, rain gardens and a continuous green ring on top of the Event Center.

Circulation, Transit and Automobile and Bicycle Parking

All parking and loading for the site is located below ground, or concealed at grade, (two below grade, and one concealed at street level) and is accessed through two garage entries, one at the intersection of 16th and Illinois Streets and the other mid-block along South Street, between 3rd Street and Terry Francois Boulevard. Truck loading will only take place at the 16th Street entrance, with the retail parking using the South Street entrance. The GSW Project is proposing 950 underground parking spaces within Blocks 29-32, with an additional 132 parking spaces located in an existing garage at 450 South Street, for a total of 1,082 spaces to serve the GSW Project. 13 loading docks, and five additional below-grade trash compactor locations, will be provided to serve the site. While determining the appropriate number of on-site parking spaces, opportunities for sharing parking between the daytime office uses and the larger night/weekend event center uses was assumed. In addition, the Event Management Plan (discussed below) is being developed to encourage people to utilize transit and other alternative modes of transportation to minimize the need for vehicle parking and minimize the traffic impacts surrounding the site.

The GSW Project is incorporating bicycle facilities to encourage bicycling to and from the site and to take advantage of the dedicated bike lanes planned or existing on 16th Street, Illinois St. and Terry Francois Boulevard. In addition to enclosed bicycle storage for the office/retail buildings (111 spaces) and bicycle racks on the sidewalks surrounding the site (75 spaces), the GSW Project will include a secure permanent bike valet for approximately 300 bicycles which will likely be operated on a valet basis during major events. The bike valet will be located at the corner of 16th Street or Terry Francois Boulevard at the Theater Entrance to the Event Center, where the bicycle lanes serving the site are also located. The GSW Project landscaping plan includes space within the plaza areas to allow for occasional temporary bike corrals with a capacity of 50-100 additional spaces for larger events anticipated to attract higher numbers of bicycle riders. Appropriate locations for the City's Bike Share pods are being explored to connect the event center to the city system.

The GSW Project will be well-served by local transit. The site sits on the Third Street Light Rail line (T 3rd Street), which will see increased service with completion of the Central Subway. The 55-16th Street motor coach provides service to Mission Bay from the 16th Street BART station, with the extension of the 22 Fillmore trolley coach planned to follow. Both lines will travel north along Third Street in front of the site. The Caltrain station is located less than a half-mile north from the site at 4th and King, with another Caltrain station located to the south at 22nd Street. The Event Management Plan proposes to provide special bus shuttles to connect event attendees with BART, ferry and other regional transit systems.

The GSW are also planning to institute a robust set of Travel Demand (TDM) strategies for Event Center patrons and others on-site to encourage and facilitate the choice of transit, biking, or other alternative modes in lieu of private vehicle access to the project site.

Public Art

The GSW Project will be required to comply with the Mission Bay South Redevelopment Plan Art Requirement that requires any development with 25,000 gross square feet or more of retail and commercial uses to install art on-site or pay a fee to OCII for use for art in public park, in an amount equal to 1% of the hard costs of initial construction of projects. A project can include a combination of on-site art and off-site fees to meet the 1% requirement. The GSW will be hiring an arts consultant as part of its professional services team to help develop a public arts program for the project and will outreach to local artists to encourage their participation in the GSW Project.

Proposed Amendments to the Design for Development Standards

In Mission Bay South, the building design is regulated by the Design for Development. Since the Design for Development regulations for Blocks 29-32 were focused on office and retail uses, versus an event center, the Design for Development will require amendments to allow the proposed GSW Project (“Design for Development Amendments”). The proposed Design for Development Amendments principally relate to height of the event center, building massing, number of towers, tower separation, and bulk. In no case will the GSW Project exceed the 160-foot height limit or otherwise be inconsistent with the standards set forth in the Mission Bay South Redevelopment Plan. The proposed Design for Development Amendments would be adopted prior to approval of the Schematic Designs, anticipated in early fall 2015.

Events Management Plan

The San Francisco Office of Economic and Workforce Development (“OEWD”) has taken the lead in coordinating City services outside the site including public transit service, traffic management, public safety, event coordination and neighborhood quality of life concerns. In addition to design, massing and construction impacts, these topics have generated the most discussion within the Mission Bay community.

On top of the major transportation improvements already in planning or construction to serve Mission Bay (completion of the street grid, Central Subway, Caltrain modernization, etc.), the City proposes a number of capital and operating improvements to meet the project’s anticipated transportation demand (“Event Management Plan”):

- **Transit:** The City proposes to purchase four additional light rail vehicles and improve the capacity and frequency of the T-Third line; extend the existing boarding platform at Third and South Streets; run three special event shuttles to regional transit stations; complete the 16th Street Bus Rapid Transit lane and increase bus service along 16th; and coordinate with both the Mission Bay shuttle program and regional transit operators such as Caltrain, Bay Area Rapid Transit (“BART”), Water Emergency Transportation Authority (“WETA”) and Golden Gate to provide increased special event service.

- **Vehicular Access:** The City proposes to deploy up to 21 parking control officers to control key intersections and neighborhood circulation by overriding traffic lights, preventing lane and driveway blockages, creating local access only corridors and protecting emergency vehicle access to the UCSF Mission Bay campus; install changeable message signs along key access routes to direct traffic; signalize three intersections to prevent modal conflicts and protect bicycle and pedestrian safety; and utilize mobile technology to facilitate pre-purchase of parking spaces to reduce circling.
- **Transportation Demand Management:** The project site will implement aggressive demand management strategies such as limiting on-site parking to 950 spaces; providing space for over 500 bicycles on-site and sponsoring a bikeshare station; promoting alternative transportation modes through wayfinding, promotional incentives and event ads, tickets websites or mobile applications; and creating performance standards that, for instance, protect pedestrian safety, facilitate transit and limit auto mode share.
- **Public Safety and Neighborhood Quality of Life:** Depending on the event type and size, the City proposes up to 14 police officers to patrol the neighborhoods surrounding the event center, along major access corridors and in support of UCSF campus security and adjacent business private security. The GSW will maintain their own property, will provide or contract with a qualified contractor to provide similar services to surrounding areas impacted by event patrons, and will create a Good Neighbor Policy to address everything from illegal vendors to meeting all applicable noise ordinances and creating a central point of contact for resolving any complaints.

The City has focused specific consideration on event center events that overlap with events at AT&T Park and proposes several strategies to employ, where commercially reasonable, to mitigate their impact on the neighborhood. They may include coordinating schedules to avoid conflicts, staggering start times of private events if they cannot be rescheduled, and developing overflow parking lots south of the Event Center to accommodate any overflow parking. Exhibit AA includes a more detailed summary of the proposed Events Management Plan, which was presented at the April 30, 2015 Mission Bay CAC meeting.

The City further proposes to use project-generated tax revenues to cover the estimated \$6.6 million in City costs required to fund these improvements. An independent, peer-reviewed fiscal analysis by Economic & Planning Systems, Inc. ("EPS") estimates that the Event Center project will generate \$14.11 million dollars in annual tax revenue. This figure is net of all OCII revenues dedicated to Mission Bay infrastructure and affordable housing. A complete copy of the EPS report is included as Exhibit BB.

Citizens Advisory Committee and Community Outreach Program

The Mission Bay CAC is the official community group leading the community process for the GSW Project. The CAC has discussed the GSW Project, and related topics, at its May, August, September, October, November and December 2014 meetings, as well as three other meetings in March and April 2015. The Schematic Designs were discussed by the Mission Bay CAC at the March and April 2015 meetings. Overall the Mission Bay CAC was supportive of the Schematic Designs. Most of the requests related to the Schematic Designs were to retain the simplicity and grace of the Event Center design, clarify some of the operational features, and ensure that environmental conditions, such as wind, are taken into consideration with the open space design. The community was also concerned about ensuring that the retail is designed to be successful and contribute to the overall neighborhood as both a destination and a catalyst for further growth.

In addition to meeting with the CAC, the GSW and OCII/City staff have also outreached to other stakeholders, including:

- Mission Bay life science community
- Neighborhood leaders from: South Beach, Rincon Hill, Mission Bay, Dogpatch, and Potrero Hill
- UCSF
- San Francisco Giants
- San Francisco Bicycle Coalition
- San Francisco Walk
- Local residents and business/merchants.

The Schematic Designs addressed the design comments received from the CAC and larger community during the GSW Major Phase design phase, which focused on:

- Bayfront terrace reducing the height/size
- Height and setback along the pedestrian edge of site and throughout buildings
- Local wind patterns
- High quality of design and creation of needed open space
- Excitement about an active area with commercial (food) retail options
- Understanding of great need for more office/lab space in area.

The Mission Bay CAC and community meetings also included discussion on the following issues. OCII and City staff will continue to work with the GSE and community on these issues:

- 1) Traffic Congestion and Parking
 - Access to hospital, residents, and businesses during events
 - Adequate transit to serve the site
 - Location of parking (on-site, locally, and satellite)
 - Traffic control
 - AT&T Park and GSW events on the same day
 - Street closures and local access

- Adequate bicycle parking and infrastructure
 - Congestion on the 4th Street bridge.
- 2) Event Management
- Crowd control and security
 - Trash and physical impacts on adjacent properties.
- 3) Construction Impacts
- Noise, dust control, traffic, and vibration.

In addition, at the end of April, a newly formed 501c(4) named the Mission Bay Alliance came out in opposition to the GSW Project based on concerns about the impact of the project on the new UCSF Medical Center in Mission Bay. There have been many newspaper articles including statements from the Mission Bay Alliance expressing their concerns related to traffic and parking impacts on the Mission Bay Medical Center, as well as expressing the group's desire to expand future UCSF facilities onto the project site. A representative from the Mission Bay Alliance attended the April 30, 2015 Mission Bay CAC meeting to express the group's concerns. According to the official statement from UCSF, UCSF is not affiliated with any group related to or formally opposing the GSW Project (see Exhibit CC).

Equal Opportunity Program and Compliance with OCII Policies

As required under the Mission Bay South Owner Participation Agreement, the GSW shall comply with the OCII's Nondiscrimination in Contracts, Minimum Compensation and Health Care Accountability policies and has worked closely with contract compliance staff to comply with the Small Business Enterprise ("SBE") Program on this development. The GSW have undertaken an extensive outreach process to identify opportunities for SBE participation in the project. To offer opportunities to the greatest extent possible to small businesses and ensure their maximum participation, the GSW made deliberate efforts to divide scopes of work, including those for partnership opportunities with prime consultants. The GSW identified approximately 40 professional services opportunities and undertook a multi-stage solicitation effort. Requests for qualifications ("RFQ") were issued first to allow small businesses a quick and easy way to submit interests and qualifications. This was followed by issuance of request for proposals ("RFP") to shortlisted firms to ascertain, in further detail, firm qualifications, approaches to the requested scope of work, and costs. Interviews were conducted to ensure the best possible selection and, in some instances, connect small businesses for teaming arrangements.

Due to the extensive process needed to screen and select firms, the GSW are proceeding to build its design and consultant team in a two phase approach: firms with disciplines that are needed immediately, such as architects, are being selected in the first phase (currently in progress), while disciplines that are not needed until a later date, such as testing and inspection, are being selected in the second phase, which is anticipated to occur mid- to late this year. To date the GSW have shortlisted, obtained proposals, and interviewed about 80% of the disciplines needed for this project, with efforts continuing. The GSW have awarded 34 of the disciplines thus far, approximately 50% of which is going to SBEs. For informational purposes, GSW projects approximately 30% minority-owned business participation and 23% women-owned business

participation, reflecting the diversity of the City and County of San Francisco in its team. Exhibit DD provides a list of the proposed team.

During the construction phase of this project, the GSW have expressed their commitment to meeting OCII's requirements and goals, which include the 50% SBE construction subcontracting participation goal, payment of prevailing wages and the 50% local construction workforce hiring goal. Additionally, permanent hiring will be subject to the Mission Bay South Owner Participation Agreement in accordance with the City's First Source Hiring Program, which will ensure that San Francisco residents are given first consideration for the project's permanent entry-level employment, with a 50% goal of the entry-level positions being filled by San Francisco residents.

CEQA Environmental Review

As part of its actions on September 17, 1998 establishing the Mission Bay Redevelopment Project Areas, the former Redevelopment Commission certified the project's Final Subsequent Environmental Impact Report ("FSEIR"), adopted California Environmental Quality Act ("CEQA") findings, adopted a series of mitigation measures, and established a comprehensive system for mitigation monitoring. The Board of Supervisors, the Planning Commission, and various City departments adopted similar findings and mitigation monitoring plans. This FSEIR includes by reference a number of addenda.

The FSEIR is a program EIR under CEQA Guidelines 15168 and a redevelopment plan EIR under CEQA Guidelines 1518. The Mission Bay FSEIR analyzed the environmental impacts associated with the development program proposed for the entire plan area, including the program under the Mission Bay South Redevelopment Plan, which includes Blocks 29-32. Thus, under CEQA, the proposed GSW Project is considered a subsequent activity under the Mission Bay South Redevelopment program. However, the FSEIR did not anticipate the development of an event center on Blocks 29-32, so a focused EIR is being prepared to analyze the difference in impacts identified for the proposed project from those disclosed in 1998; the focused EIR will be a Subsequent EIR ("SEIR") per CEQA Guidelines Section 15162. OCII is considered the lead agency under CEQA for the SEIR, and the Commission will be responsible for certification of the SEIR. The Draft SEIR is anticipated to be released on June 3, 2015, with a public hearing held on the Draft SEIR with the Commission on June 30, 2015.

On April 30, 2015, Governor Brown certified that the GSW Project qualifies as eligible as an Environmental Leadership Development Project for streamlined judicial review under the Jobs and Economic Improvement Act (Assembly Bill 900), Public Resources Code 21184. A newspaper notification, pursuant to the requirements of the Jobs and Economic Improvement Act was published on May 7, 2015, along with on-site notification and mailing and emailing notifications to neighbors.

No official actions can be made related to the GSW Project until the SEIR has been certified by the Commission, anticipated to occur in early fall 2015. As a result, no action on the GSW Project can be made at this time, but it will return to the Commission for official action once the SEIR has been certified.

Next Steps

On May 28, 2105, the Schematic Designs will also be presented to the San Francisco Planning Commission for review and comment. The GSW will then use all the comments on the Schematic Designs to begin working on the Design Development and Construction Drawings. The Draft SEIR is anticipated to be released on June 3, 3015 for a 45-day review period, pursuant to CEQA. A public hearing on the Draft SEIR will be held in front of the Commission on June 30, 2015. Once the 45-day review period Draft SEIR is completed, a Final SEIR will be prepared for Commission review and certification in early fall 2015.

It is anticipated that all of the Commission actions would occur at the same meeting as the certification of Final SEIR. The GSW are planning on completing the project for the start of the 2018 basketball season.

The following is a summary of the anticipated schedule for review and approval of the GSW Project:

- Planning Commission Review of Schematic Designs – May 28, 2015
- Release of Draft SEIR – June 3, 2015
- OCII Commission Certification of Final SEIR - early fall 2015
- OCII Commission Approval of Design for Development Amendments, GSW Major Phase, and Schematic Designs - early fall 2015
- Planning Commission Approval of Schematic Designs for Office Buildings - early fall 2015

OCII Commission Review

Once the Commission certifies the Final SEIR, then it can approve all the actions needed to allow the GSW Project, including the Design for Development Amendments, Major Phase, and Schematic Designs. It is anticipated that the Final SEIR will be ready for certification in early fall 2015 with project approval occurring around the same time. There may also be amendments to other documents, such as the Mission Bay South Signage Plan, that will be finalized once the Commission has provided comments on the Schematic Designs.

Planning Commission Review

While the Planning Commission does not have approval authority under the Mission Bay Plan for the GSW Major Phase or Design for Development Amendments, the Planning Commission does have oversight over the office allocation for the office components of the project, so the Schematic Designs for the Prop M office buildings included in the GSW Project will require Planning Commission final approval. (While the office space for this project has already been allocated and deducted from the City's cumulative office cap according to prior approvals granted to Alexandria Real Estate Equities, the former owner of the project site, the allocation was conditioned on subsequent Planning Commission review of actual building designs as has been the protocol throughout Mission Bay.) As with the Commission, the Planning Commission will not be able take final action on the schematic designs until directly after the OCII Commission has certified the Final SEIR.

Ongoing Design Review

The Schematic Designs will continue to be refined and improved during the Design Development review, consistent with the Schematic Designs presented in this memorandum. Typically, as part of the Schematic Design review and approval by the Commission, conditions of approval would be included to identify areas that warrant additional design focus going forward. Since the Commission will not be approving the Schematic Designs at this stage, the following provides a list of areas that staff will continue to work on with the GSW design team going forward. Comments provided by the Commission will also be added to this list, as well as public comments on the design. OCII staff will continue to work with Planning Department, SFMTA and OEWD staff on the design review.

- **Pedestrian Realm:** Ensure the portions of the GSW Project that abut the pedestrian realm (sidewalks and other public spaces) are made to be as active and visually interesting as possible.
- **Entrances:** Refine the various pedestrian entrances to ensure that they are easily identifiable and the vehicular entrances to maximize a visually interesting and safe design.
- **Bayfront Terrace:** Ensure Bayfront Terrace is accessible to visitors via separate well defined, exterior entries, so the space can be used during no-event times by general members of the public.
- **View Terminations:** Ensure that the points of the project that are at the termination of public streets and view corridors, such as Illinois Street, Bridgeview Way, and Nelson Rising Way are continue to be designed recognizing their importance of terminating the view point.
- **Retail Uses:** Refine the retail spaces to ensure a lively environment to activate the project site during non-event times.
- **Open Space/Landscaping:** Refine the open space plan to ensure that the plazas are activated and flexible in their use and ensure that the sidewalks are designed to allow safe and comfortable pedestrian movement.
- **Materials and Colors:** Refine the color and materials palate to ensure a visually attractive project.
- **Signage/Lighting:** Develop a signage and lighting plan that addresses the unique signage and lighting requirements of the Event Center, including lighting, wayfinding, and building identification, while being integrated into the surrounding community.

(Originated by Catherine Reilly, Project Manager)



Tiffany Bohee
Executive Director

Exhibit A:	Mission Bay Location Map
Exhibit B:	Site Plan
Exhibit C:	Site Plan Detail: Access & Circulation
Exhibit D:	Site Plan Detail: Open Space
Exhibit E:	Event Center: Aerial Facing West
Exhibit F:	Event Center & Food Hall: Aerial Facing SW
Exhibit G:	Event Center: Aerial Facing NW
Exhibit H:	Event Center: Theater Entrance
Exhibit I:	Food Hall: Street Entrance
Exhibit J:	Event Center: Interior
Exhibit K:	Event Center: Transverse Section
Exhibit L:	Site: Aerial Facing SE
Exhibit M:	South St. Tower: View Facing SE
Exhibit N:	16 th St. Tower: View Facing NE
Exhibit O:	South St. Tower: NW Plaza
Exhibit P:	Main Plaza: North 3 rd Street Approach
Exhibit Q:	Main Plaza: View to 16th St. Tower Retail
Exhibit R:	Main Plaza: View Facing East
Exhibit S:	Main Plaza: View Facing West
Exhibit T:	Event Center: Materials
Exhibits U:	Office Buildings: Materials
Exhibit V(a)-V(b):	Retail Buildings: Materials
Exhibit W:	Gatehouse: Materials
Exhibit X:	Landscaping Materials: Hardscape
Exhibit Y:	Landscaping Materials: Hardscape & Furniture
Exhibits Z(a)-Z(b):	Landscaping Materials: Softscape
Exhibit AA:	Event Management Plan Overview
Exhibit BB:	Fiscal Impact Study
Exhibit CC:	UCSF Letter on GSW Project
Exhibit DD:	Professional Services Subconsultants

Exhibit A



Mission Bay South Location Map

EXHIBIT B



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

SITE PLAN

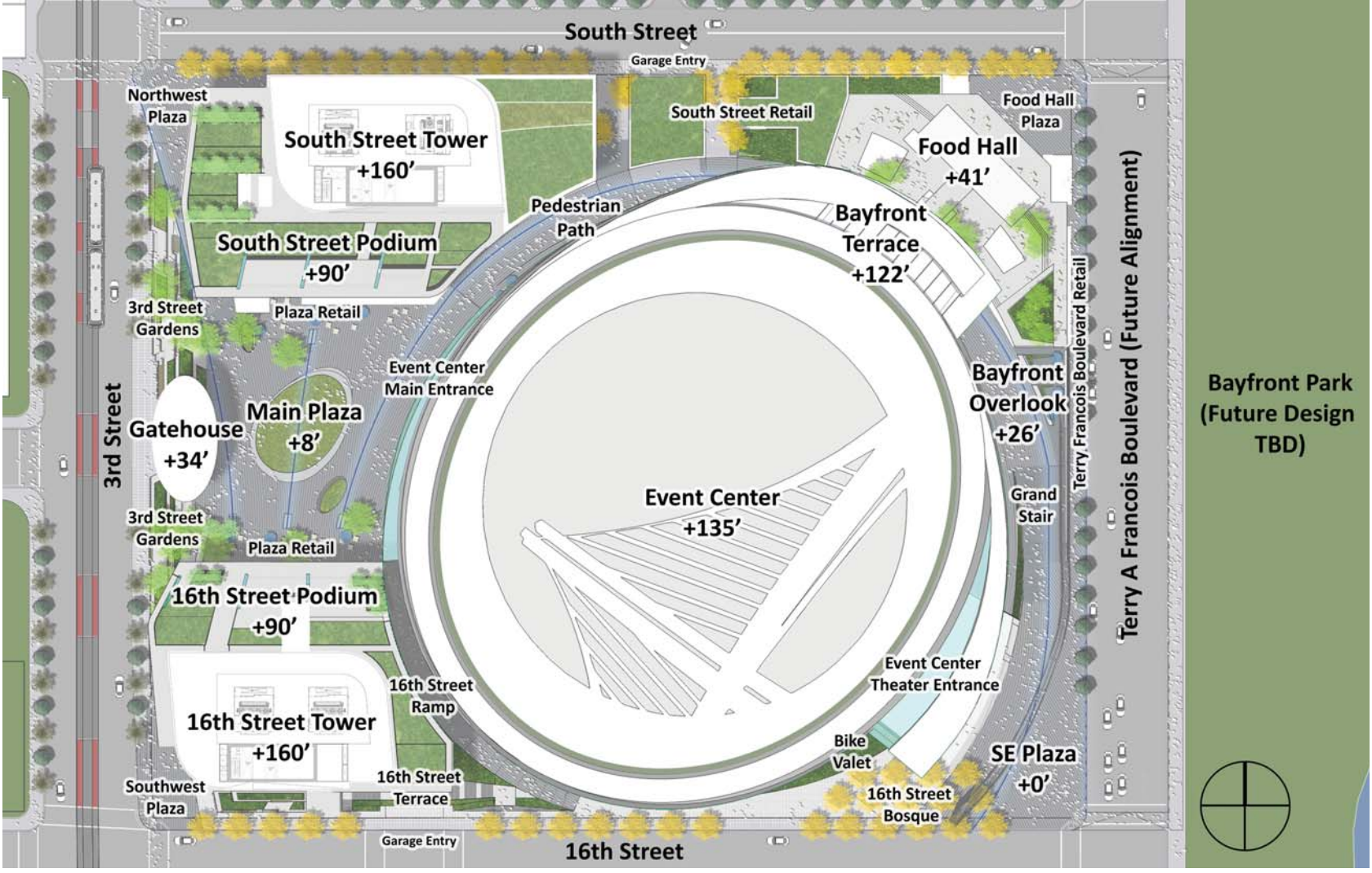


EXHIBIT C



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PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
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Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

SITE PLAN DETAIL: ACCESS & CIRCULATION

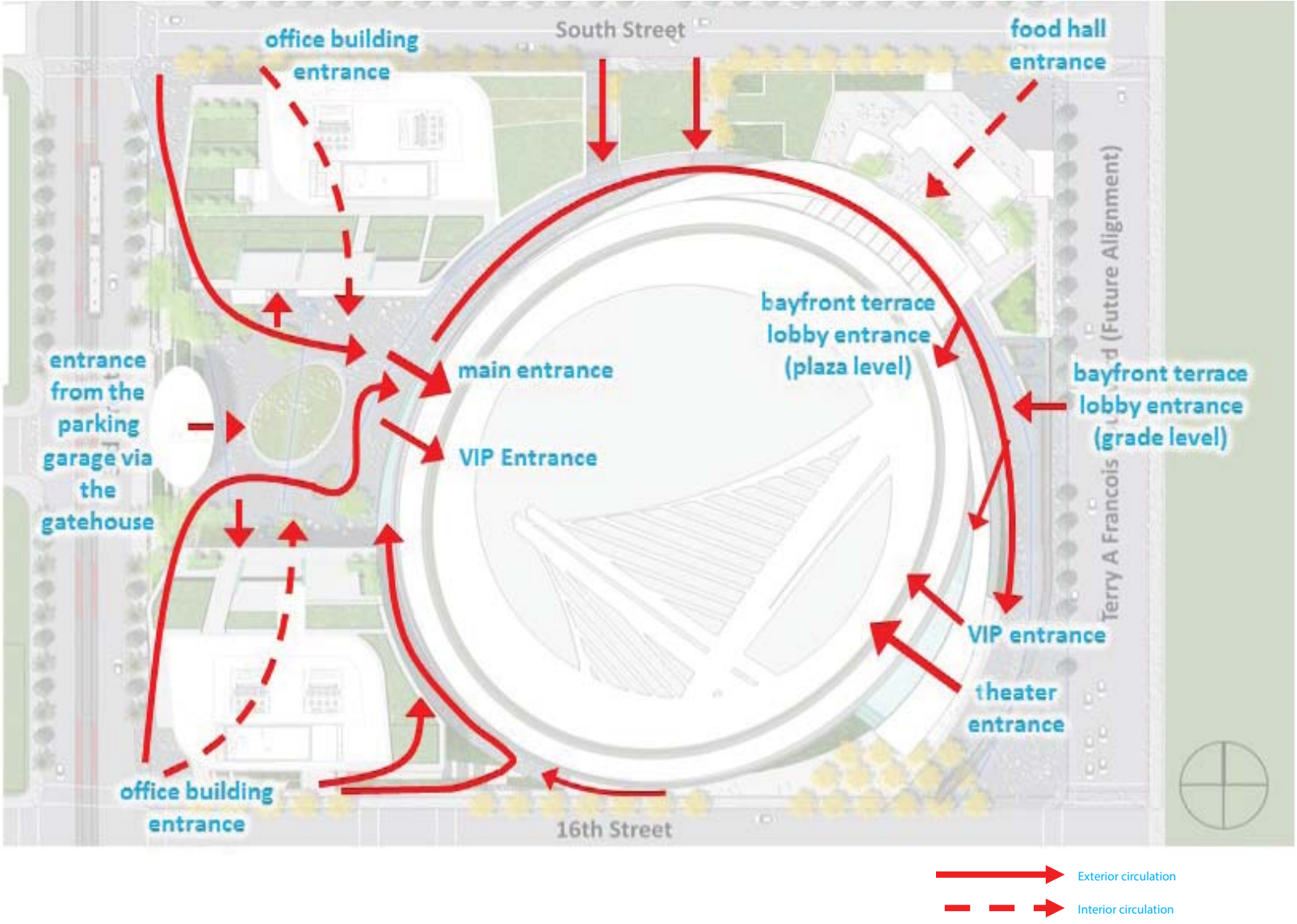


EXHIBIT D



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PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
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MISSION BAY BLOCKS 29-32

SITE PLAN DETAIL:
OPEN SPACE

Northwest Plaza

- Spacious staging area for pedestrian queuing
- Proximate to key Muni stop at South St. and 3rd St.
- Absorbs and redirects crowds
- Adjacent to retail and office lobbies
- Connection to a gracious slope for navigation to Main Plaza

3rd Street Gardens

- Terraced area covers the 8' grade change from 3rd St. to the Main Plaza
- Includes year-round tree cover, biofiltration basins for on-site stormwater treatment, and turf panels
- Shallow stairs (no rail) and copious seat walls
- Creates porous connection between street and plaza, while serving as independent public space

Main Plaza

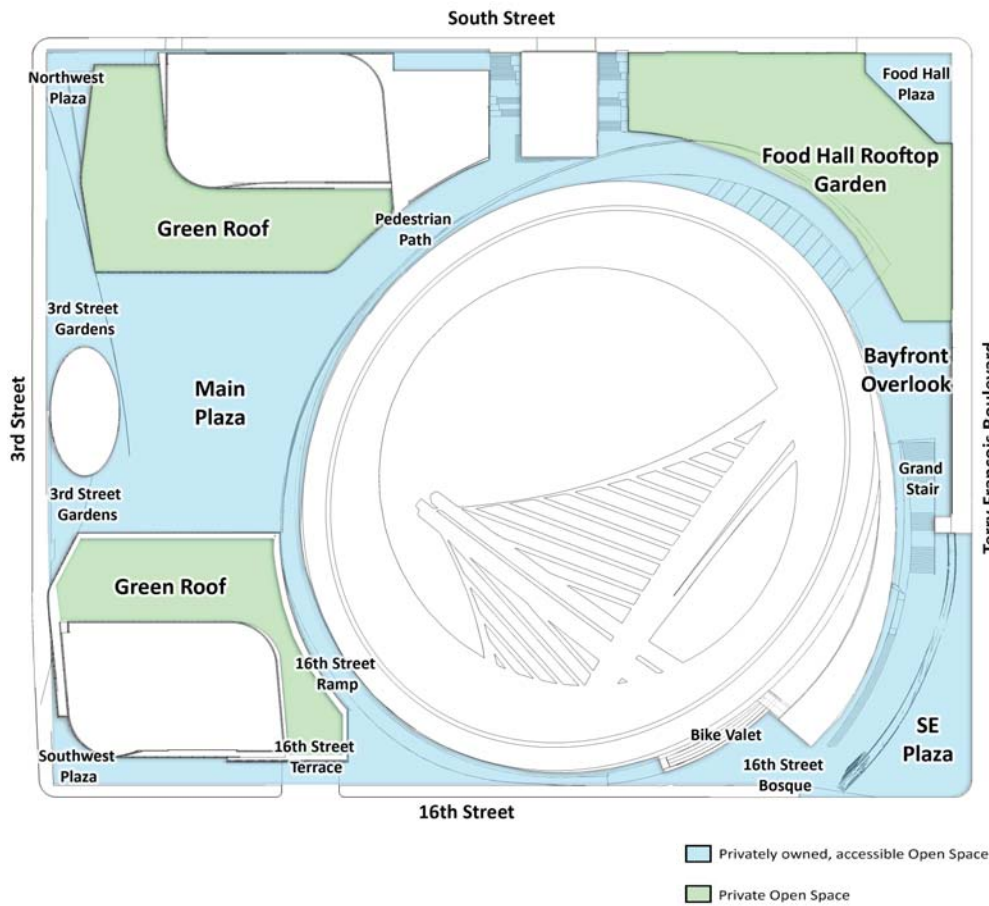
- Flexible central event space (varying materiality)
- Mobile seating and custom furnishings, easy to relocate or reconfigure
- Large-scale occupiable movable planters
- Lawn panels and large specimen trees
- Public retail amenities and outdoor seating
- Embedded pavement lighting for ambience

Office Green Roofs

- Controlled for tenant use (occupiable)
- Hard paving and lighting
- Biofiltration basins for on-site stormwater treatment

16th Street West Landscape

- Terrace seating adjacent to artistic trellis/green wall installation
- Creates active use area, views into plaza from Illinois St. and 16th St., and arts opportunities at 16th St. garage
- Series of stairs, ramps and slope creates pedestrian path of travel that avoids potential conflicts at garage driveway



Food Hall Plaza

- Public retail amenities and outdoor seating
- Staging space for post-event taxi loading

Food Hall/Bayfront Overlook Rooftop Garden

- Includes retail tenant-occupied space (open to customers) and publicly accessible space
- Seasonal overhead covering
- Occupiable lawns and movable furnishings and planters
- View towards the Bay and Bay Bridge

Grand Stair

- Extensive green wall bridges the area between the main concourse arena entry at +26' with the SE plaza theater entries at grade
- Pedestrian safety railings will be provided

Southeast Plaza

- Located for optimal sun and wind condition
- Mobile landscaping pods, hard paving
- Designed to accommodate lighting and sound (stage-like quality)
- Flexible space for temporary bike corrals

16th Street East Landscape

- Bosque (grove of trees) with scattered seating
- Gracious staging area for post-event bus loading
- Bike valet with green roof for biofiltration



EXHIBIT E



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PROJECT TEAM

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Architects • AE3 Partners • SWA Group
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Moore • Kendall Heaton Associates

ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

EVENT CENTER:
AERIAL FACING WEST

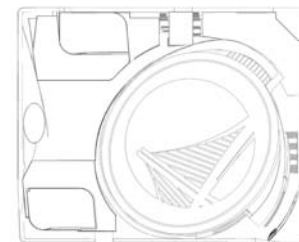




EXHIBIT F



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PROJECT TEAM

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 • Pfau Long Architecture • MEI
 Architects • AE3 Partners • SWA Group
 • Merrill Morris Partners • Walter P.
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ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

EVENT CENTER & FOOD
 HALL: AERIAL FACING SW

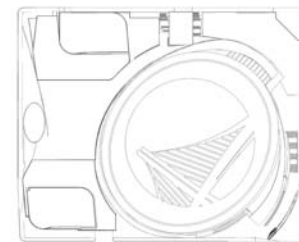




EXHIBIT G



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PROJECT TEAM

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MISSION BAY BLOCKS 29-32

EVENT CENTER:
 AERIAL FACING NW

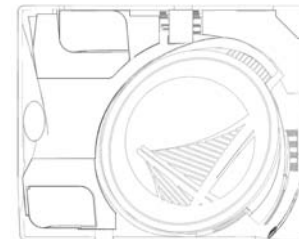




EXHIBIT H



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PROJECT TEAM

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May 2015

MISSION BAY BLOCKS 29-32

EVENT CENTER:
THEATER ENTRANCE

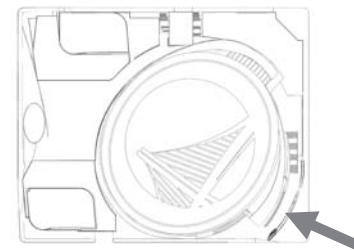




EXHIBIT I



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PROJECT TEAM

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Architects • AE3 Partners • SWA Group
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May 2015

MISSION BAY BLOCKS 29-32

FOOD HALL:
STREET ENTRANCE

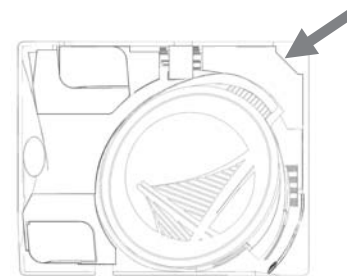




EXHIBIT J



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PROJECT TEAM
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May 2015

MISSION BAY BLOCKS 29-32

EVENT CENTER:
INTERIOR

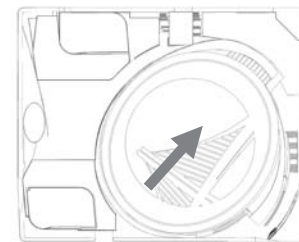


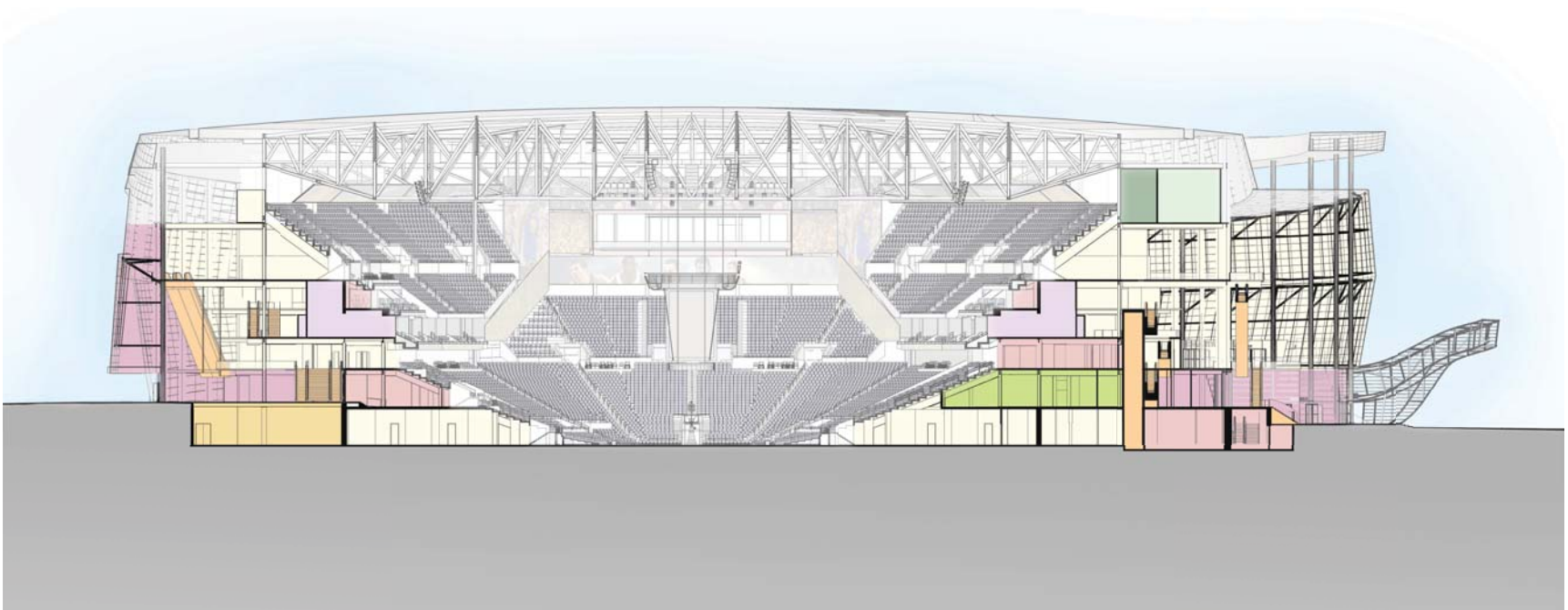
EXHIBIT K



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Golden State Warriors

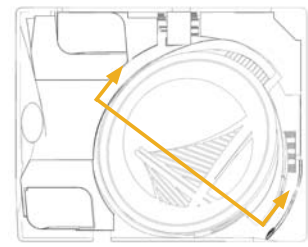
PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015



ZONE/FUNCTION COLOR KEY

- Basketball Courts
- BOH/Storage
- Concession
- Concourse
- Kitchen
- Lobby
- Locker Room
- Lounge/Club
- Office
- Press
- Seating Bowl
- Sponsor/Retail
- Suites
- Technical (MEP)
- (M/W) Toilets
- Vertical Circulation



MISSION BAY BLOCKS 29-32

EVENT CENTER: TRANSVERSE SECTION

EXHIBIT L



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
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Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
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ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

SITE: AERIAL FACING SE

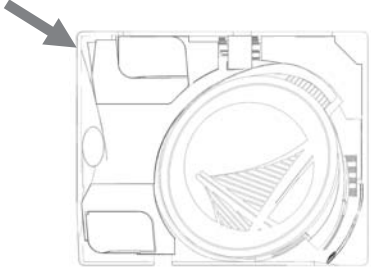




EXHIBIT M



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Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

**SOUTH ST. TOWER:
VIEW FACING SE**

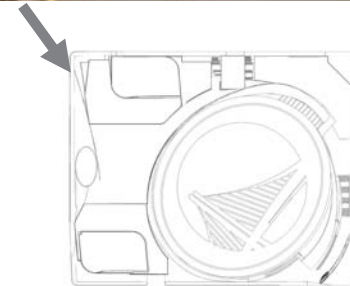




EXHIBIT N



CLIENT

Golden State Warriors

PROJECT TEAM

MANICA Architecture • Richyworks
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Architects • AE3 Partners • SWA Group
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Moore • Kendall Heaton Associates

ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

16TH ST. TOWER:
VIEW FACING NE

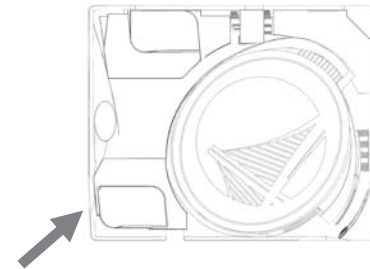


EXHIBIT O



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

SOUTH ST. TOWER:
NW PLAZA

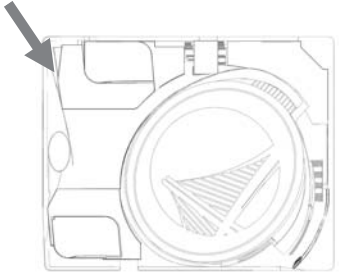


EXHIBIT P



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

MAIN PLAZA: NORTH
3RD ST. APPROACH

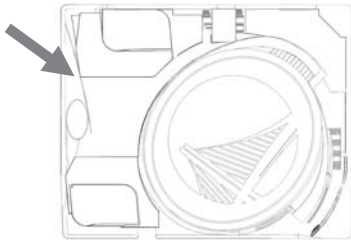


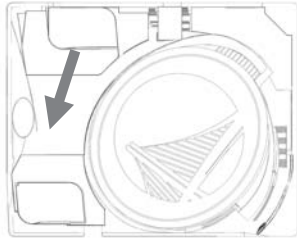
EXHIBIT Q



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015



MISSION BAY BLOCKS 29-32

MAIN PLAZA: VIEW TO
16TH ST. TOWER RETAIL

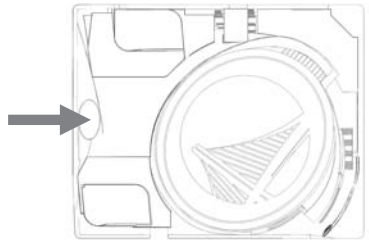
EXHIBIT R



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015



MISSION BAY BLOCKS 29-32

MAIN PLAZA:
VIEW FACING EAST

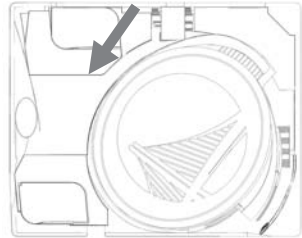
EXHIBIT S



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015



MISSION BAY BLOCKS 29-32

MAIN PLAZA:
VIEW FACING WEST



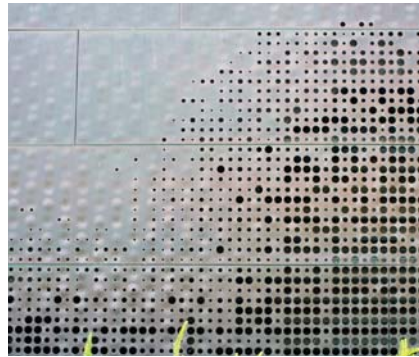
"Clear" Glass



"Clear" Glass



"Clear" Glass



Metal Panel



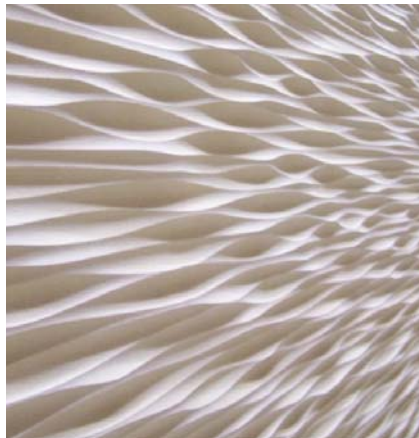
Metal Panel



Metal Panel



Metal Panel



GFRC



GFRC



GFRC

EXHIBIT T



CLIENT
Golden State Warriors

PROJECT TEAM
MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32
**EVENT CENTER:
MATERIALS**



"Clear" Glass



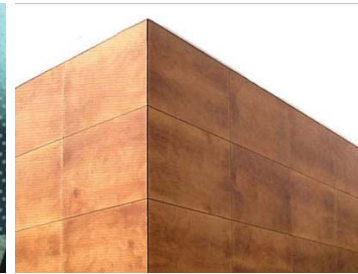
"Clear" Glass



"Clear" Glass



"Clear" Glass



Resin-Coated Wood



Resin-Coated Wood



Resin-Coated Wood



Resin-Coated Wood

EXHIBIT U



CLIENT

Golden State Warriors

PROJECT TEAM

MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

OFFICE BUILDINGS:
MATERIALS



Butt Glazing with Metal Surround



Light Metal Storefront



Metal and Glass Storefront



Metal and Wood Storefront



Articulated Metal Storefront

EXHIBIT V(a)



CLIENT

Golden State Warriors

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• Pfau Long Architecture • MEI
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ISSUE DATE

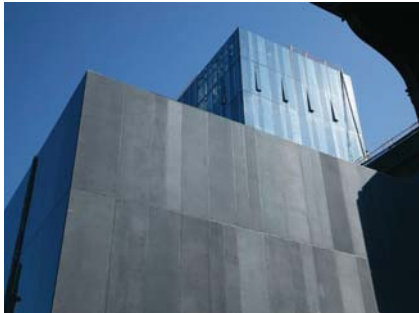
May 2015

MISSION BAY BLOCKS 29-32

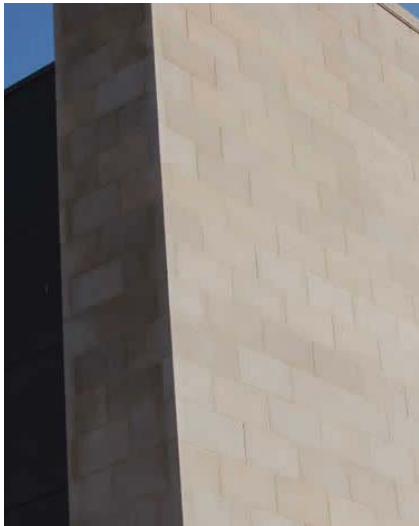
RETAIL BUILDINGS:
MATERIALS



Concrete and Metal Detail



Concrete Panels



Stone Panels



Concrete Panel with Metal Framing



Retractable Awnings



Retractable Awnings



Fixed Awnings

EXHIBIT V(b)



CLIENT

Golden State Warriors

PROJECT TEAM

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• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
• Merrill Morris Partners • Walter P.
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ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

RETAIL BUILDINGS:
MATERIALS



Clear Glass with Low-E Coating



Sedum Roof



Sedum Roof



Gray Metal Panel

EXHIBIT W



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MISSION BAY BLOCKS 29-32

GATEHOUSE: MATERIALS

EXHIBIT X



CLIENT
Golden State Warriors

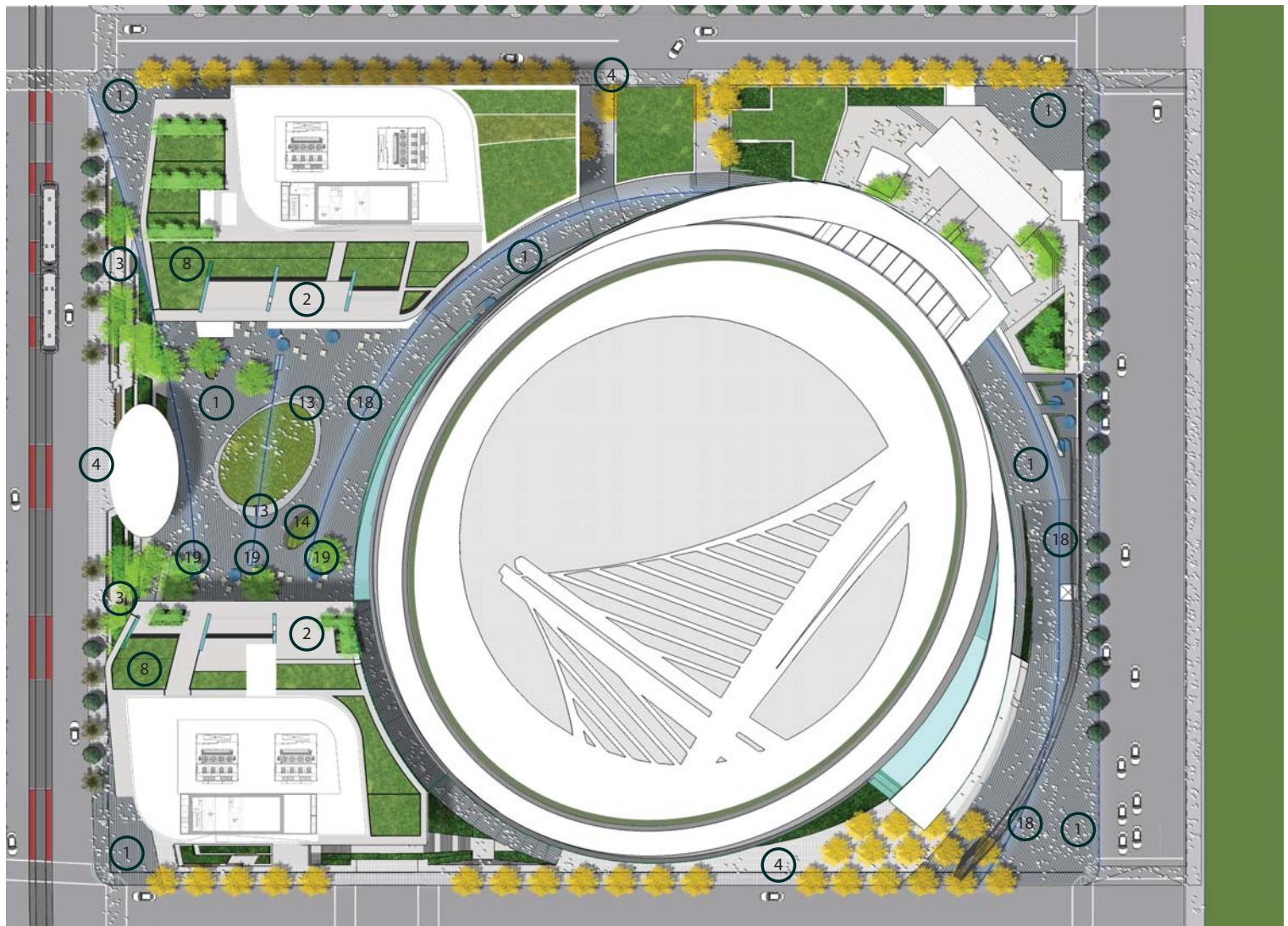
PROJECT TEAM
MANICA Architecture • Richyworks
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ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

**LANDSCAPE MATERIALS:
HARDSCAPE**

Numbers refer to illustrative hardscape features. See following page for further detail.



PAVING



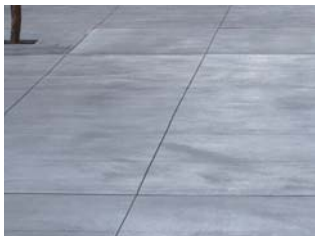
1) Concrete Unit Pavers: Event Plaza



2) Concrete Unit Pavers: Office Podium



3) Concrete Unit Pavers: 3rd Street Gardens



4) Cast-in-Place Concrete Sidewalk Paving

WALLS



5) Cast-in-Place Concrete Seat Wall



6) Pre-Cast Concrete Stairs

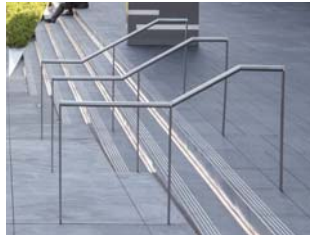


7) Wood-clad Concrete Seat Walls



8) Cast-in-Place Concrete Planter Wall: Podium

SITE ELEMENTS



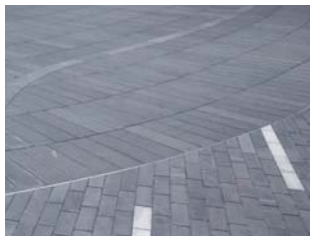
9) Stainless Steel Handrails



10) Stainless Steel And Glass Guardrail



11) Stainless Steel Planter Walls



12) Stainless Steel Header At Paving Transition

FURNITURE



13) Modular Light-Weight Custom Furnishings, Wall Assembly



13) Modular Light-Weight Custom Furnishings, Disassembled



14) Custom fiberglass and steel planters with wood bench



15) Movable tables and chairs

LIGHTING



16) Terrace Lighting In Reveal



17) Plaza Tree uplights



18) Linear lighting in paving



19) Linear lighting in seating plinth

EXHIBIT Y



CLIENT

Golden State Warriors

PROJECT TEAM

MANICA Architecture • Richyworks
• Pfau Long Architecture • MEI
Architects • AE3 Partners • SWA Group
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Moore • Kendall Heaton Associates

ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

LANDSCAPE MATERIALS:
HARDSCAPE & FURNITURE

TREES

rubrum



Mexican Fan Palm: *Washingtonia robusta*
Street tree for 3rd Street per MBDG



Strawberry Tree: *Arbutus marina*.
Street tree for 3rd Street, per MBDG



Tea Tree: *Melaleuca quinquenervia*
Street Tree for Terry Francois per MBDG



Sweet Gum: *Liquidambar styraciflua*
Street tree for 16th Street, per MBDG



Maidenhair Tree: *Ginkgo biloba*
Street tree for South Street, per MBDG



Sweet Shade: *Hymenosporum flavum*
Internal site canopy tree.

SHRUBS



Rosemary: *Rosmarinus officinalis*



Blueblossom: *Ceanothus thyrsiflorus*



Lavendar: *Lavandula angustifolia* 'Hidcote Blue'



Sonoma Salvia: *Salvia sonomensis* 'Dara's Choice'



White Hydrangea: *Cistus hebe*



Red Fringe Flower: *Lorapetalum chinensis*

GREEN SCREEN



Climbing Fig: *Ficus pumila*



Black-eye Susan Vine: *Thunbergia alata*



Wire vine: *Muehlenbeckia complexa*



Blue Sky Flower: *Thunbergia grandiflora*

EXHIBIT Z(a)



CLIENT

Golden State Warriors

PROJECT TEAM

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Moore • Kendall Heaton Associates

ISSUE DATE

May 2015

MISSION BAY BLOCKS 29-32

LANDSCAPE MATERIALS:
SOFTSCAPE

BIO-RETENTION



California Rush: *Juncus patens*



Purple Needlegrass: *Nassella pulchra*



African Iris: *Dietes iridoides*



Longhair Sedge: *Carex comosa*



Wild Blue Rye: *Elymus glaucus* 'Blue Dune'



Douglas Iris: *Iris douglassiana* 'Canyon Snow'



Mexican Feather Grass: *Deschampsia cespitosa*



Japanese sedge: *Carex morrowii* 'Icedance'



Pony Tail Grass: *Stipa tenuissima*



Pink Muhly Grass: *Muhlenbergia capillaris*



Cape Rush: *Chondropetalum tectorum*



Common Muhly Grass: *Muhlenbergia rigens*

GROUNDCOVERS



No - mow fescue blend



Beach strawberry: *Frageria chiloensis*



Japanese blood grass: *Imperata cylindrica*



Common Geranium: *Geranium macrorrhizum*



Stonecrop: *Sedum spurium*



Star Jasmine: *Trachelospermum jasminoides*

EXHIBIT Z(b)



CLIENT
Golden State Warriors

PROJECT TEAM
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• Merrill Morris Partners • Walter P.
Moore • Kendall Heaton Associates

ISSUE DATE
May 2015

MISSION BAY BLOCKS 29-32

LANDSCAPE MATERIALS:
SOFTSCAPE



Exhibit AA

Golden State Warriors Arena: Event Management

OCII Commission

May 19, 2015



Overview

- What do we mean by event management?
- What transportation improvements are planned to address existing conditions?
- What additional improvements are planned for an arena event?
- What about dual events?
- How do we plan to pay for it?

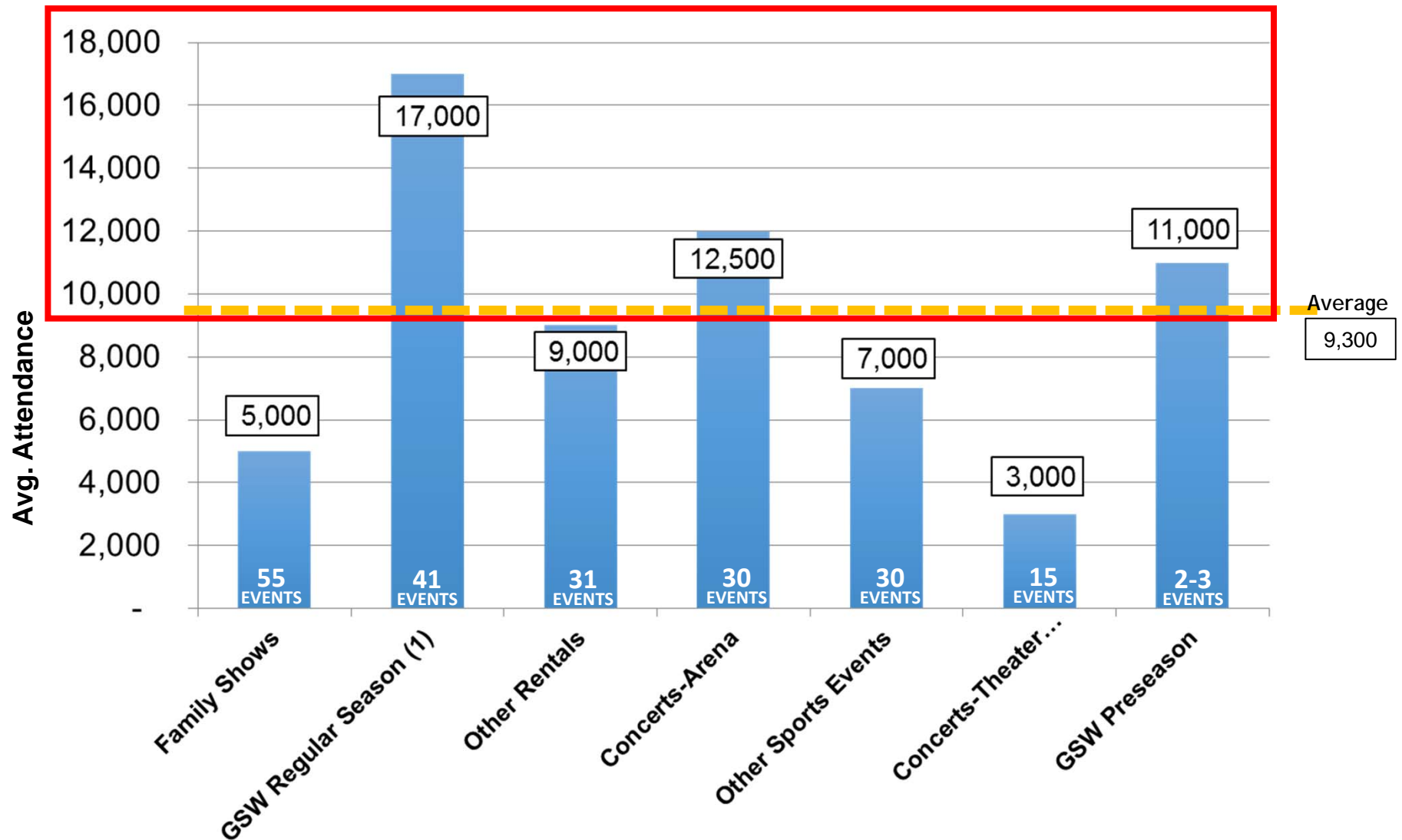


Overview

- What do we mean by event management?
- What transportation improvements are planned to address existing conditions?
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Projected Event Count and Attendance



(1) Attendance levels are lower than sell out capacity due to industry-standard No Show rate. GSW playoff games will range from zero to a maximum of 16 based on GSW performance.

Event Management

- Coordination with affected City agencies and neighborhoods
 - SFMTA, SFFD, SFPD, GSW, SFDPW, MBTMA, MBBTCC, etc.
- Coordination with Adjacent Events & Uses
 - Transit Capacity
 - Traffic Flows
 - Bike/Ped Safety
 - Public Safety
- Quality of Life
 - Trash, Graffiti, Noise, Light, Vibration, Parking Control
 - Advance Notification
 - Outreach and Communication



Arena Events: Minimal League Overlap



- 42,000 seats, 0-6 days/wk
- 2 preseason games in April
- 81 home games April – September
- up to 12 playoff games in October



- 18,064 seats, 0-3 days/wk
- 2-3 preseason games mid-October
- 41 home games late October – early April
- up to 16 playoff games in May and June

0-2 regular season conflicts/yr

**Both teams in their respective championships
could add up to 5 more**



Focus is Large Events

Focus is on those average and larger arena events that could overlap with a Giants game:

	<u>attendance</u>
– up to 5 playoff games	18,000
– up to 2 NBA reg season games	17,000
– up to 7 arena concerts	12,500
– up to 3 conventions	9,000
– up to 7 other sporting events	7,000
– up to 10 family shows	5,000
– up to 3 theatre concerts	3,000



Overview

- What do we mean by event management?
- What neighborhood improvements are planned to address existing conditions?
- What additional improvements are planned for an arena event?
- What about dual events?
- How do we plan to pay for it?



Baseline Transit Improvements

Transit

- MUNI Forward: New 16th Street service now online¹
- 2-car T-Third trains at greater frequency and speed
- MUNI railcar and bus fleet replacement
- AT&T Park ferry service during Giants games
- Transbay Terminal opening in 2017
- Bus Rapid Transit on 16th St coming by 2018
- Central Subway to Powell Street BART and Chinatown by 2019
- Caltrain Electrification and Downtown Ferry Terminal Expansion by 2020
- *Unfunded but Exploring:*
 - *Ferry landing @ terminus of 16th St*
 - *Increasing Caltrain service and capacity with modernization*
 - *MTC Core Capacity Analysis*

¹ The 55-16th Street service is an interim, motor coach service that follows the future routing of the 22-Fillmore BRT to Mission Bay.



Baseline Other Improvements

Bike/Ped

- Terry Francois Boulevard Cycletrack, expansion of Bay Area Bikeshare and continuation of the Blue Greenway

Traffic

- Completion of Owens, 16th and Mission Bay Drive
- Realignment of Terry Francois Boulevard including new signalization and striping
- Improvements to Mariposa, South St and the I-280 off-ramp
- Vision Zero, Don't Block the Box and other SoMa Safety Measures

Public Safety

- SFPD patrol cars, foot patrol and undercover operations as assigned by Southern District Captain and SFFD response from the new Public Safety Building



Overview

- What do we mean by event management?
- What neighborhood improvements are planned already?
- What additional improvements are planned for an arena event?
- What about dual events?
- How do we plan to pay for it?



Arena Event: Transit

- Increase T-Third service, including
 - Purchasing 4 additional light rail vehicles and increasing train frequency
 - Extending the South St. platform 160' to a total of 320' to allow for 2-car train boarding post event
 - Installing crossover tracks and a pedestrian safety barrier on 3rd St
 - Adding additional Transit Fare Inspectors
- Increase bus service on 16th Street (the 22/55)
- Provide Special Event Shuttles along/to
 - Van Ness
 - the Transbay/Ferry Terminal
 - the T-Third corridor
- Contract with the MB TMA to add shuttle frequency and hours
- Coordinate with BART, Caltrain, WETA, Golden Gate to provide additional late evening and weekend regional service



Arena Event: Traffic

- Deploy 7-21 Parking Control Officers
- Protect emergency vehicle access to UCSF
- Install changeable message signs
- Construct on-site Transportation Management Center with links to PCOs, CCTVs and neighborhood hotline
- Allow pre-purchase of parking spaces
- Signalize 3 new intersections
- Identify offsite parking lot(s) to stage on-call vehicles
- Coordinate deliveries to avoid evening peak traffic conditions
- Spread out peak arrivals and departures
- City and Port exploring opportunity of constructing new surface parking lot at 19th and Illinois for 250 parking spaces to serve not only arena events but also Crane Cove Park and Pier 70



Arena Event: Transportation Demand Management

- Limit on-site parking to 950 spaces and provide office employees transit incentives such as Commuter Check, ride/carsharing, secure bicycle parking, shower and locker facilities, Emergency Ride Home and promotion of the TMA shuttle
- Provide space to park over 500 bicycles, including 300 valeted spaces with expansion for 400 at the SE Plaza entrance
- Sponsor a bikeshare station
- Promote transit, bicycle and pedestrian travel through
 - event ads, event tickets, website and smartphone applications
 - promotional incentives, concession savings or experiences
 - real-time transit schedules displayed on arena monitors,
 - robust transit wayfinding
 - transit cards available for purchase on site



Arena Event: Public Safety

- Warriors to contract with SFPD to augment public safety services within the arena
- SFPD to provide up to 14 officers to patrol the neighborhoods surrounding the event center, along major access corridors and in support of UCSF campus security and adjacent business private security
- SFFD to provide fire suppression and EMT support as needed



Arena Event: Quality of Life

- DPW to provide street sweeping
- GSW to provide on-site parks maintenance, garbage disposal, graffiti removal and other quality of life protections and provide, or contract with a qualified contractor to provide, similar services to surrounding areas impacted by event patrons
- SFMTA to work with the community to determine desire for residential parking permit areas
- GSW to create a Good Neighbor Policy that:
 - addresses loitering, off-site queuing, illegal vendors, etc
 - creates a means for fielding and resolving complaints including a central point of contact with real-time connection to the TMC
 - promotes pre- and post-game routes that avoid residential streets
 - invests in legacy transit & overall access improvements
 - complies with Entertainment Commission policies and all applicable noise ordinances



Overview

- What do we mean by event management?
- What neighborhood improvements are planned already?
- What additional improvements are planned for an arena event?
- **What about dual events?**
- How do we plan to pay for it?



Managing Dual Events

- Avoid conflicting events that begin within 60 mins of the start of events at AT&T Park
- Warriors to regularly participate in and notify the Mission Bay Ballpark Transportation Coordination Committee (MBBTCC) at least one month prior to start of any non-basketball event with at least 9,000 expected attendees
- City and Warriors to confer on transportation and scheduling logistics when signing any marquee events
 - national tournaments or championships, political conventions, or tenants interested in additional season runs: NHL, NCAA, etc



If There Are Dual Events of 9,000+

- The City will deploy a full complement of transit service, parking control officers and police officers and separate traffic destinations through wayfinding, changeable message signs, pre-purchase of parking and posting of “local access only” signage
- The Warriors will negotiate to stagger start times such that the event headliner starts no earlier than 8:30pm
- The City and Warriors will identify offsite overflow parking lot(s) south of the arena with an aggregate capacity of at least 500 vehicles and provide free shuttles to the arena on a maximum 10-minute headway before and after events



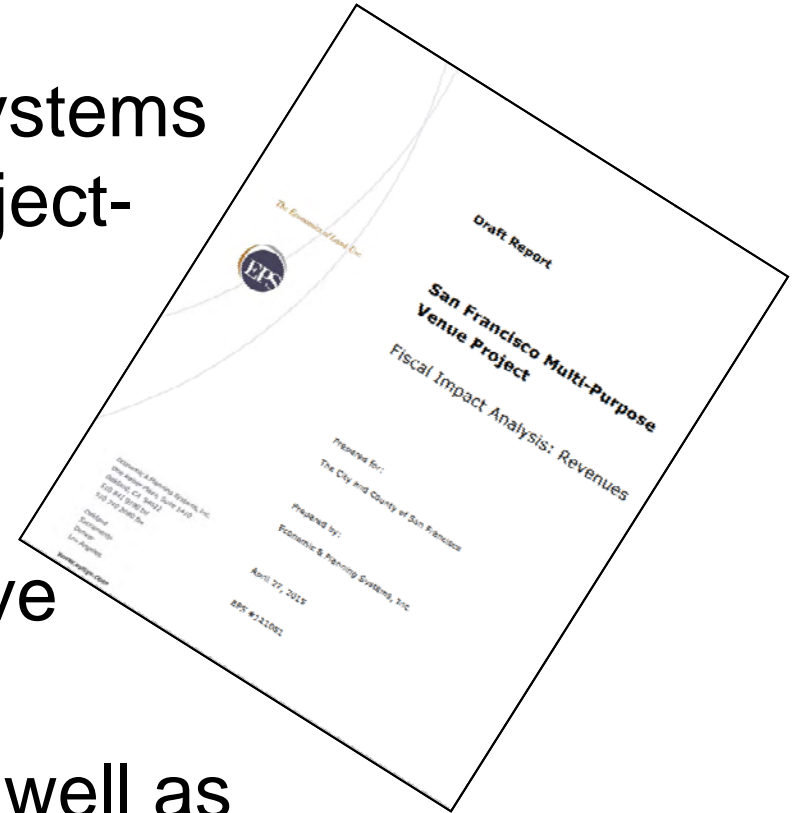
Overview

- What do we mean by event management?
- What neighborhood improvements are planned already?
- What additional improvements are planned for an arena event?
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- How do we plan to pay for it?



Fiscal Feasibility Analysis

- Economic and Planning Systems updated all anticipated project-generated revenues
- Peer-reviewed by Keyser Marston Associates
- When in doubt, conservative assumptions were used
- Included in your packet as well as posted at www.sfocii.org



Projected Arena Revenues

<u>Annual General Revenue</u>	
Property Tax	912,000
Property Tax in Lieu of VLF	868,000
Sales Tax	521,000
Parking Tax	482,000
Hotel/Motel Tax	1,667,000
Stadium Admissions Tax	4,336,000
Utility Users Tax	254,000
Gross Receipts Tax	<u>2,473,000</u>
Subtotal	11,513,000
<u>Annual Other Dedicated</u>	
Parking Tax (MTA 80%)	1,929,000
Special Fund Property Tax	148,000
Public Safety Sales Tax	260,000
SFCTA	<u>260,000</u>
Subtotal	2,597,000
Annual Total	14,110,000



City Annual Operating Costs

• SFMTA	(\$5.5M)
• SFPD	(\$0.9M)
• <u>DPW</u>	<u>(\$0.2M)</u>
TOTAL	(\$6.6M)



Questions?

Adam Van de Water
Project Manager
(415) 554-6625
adam.vandewater@sfgov.org





KEYSER MARSTON ASSOCIATES™
ADVISORS IN PUBLIC/PRIVATE REAL ESTATE DEVELOPMENT

MEMORANDUM

ADVISORS IN:
REAL ESTATE
AFFORDABLE HOUSING
ECONOMIC DEVELOPMENT

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LOS ANGELES
KATHLEEN H. HEAD
JAMES A. RABE
GREGORY D. SOO-HOO
KEVIN E. ENGSTROM
JULIE L. ROMNEY

SAN DIEGO
PAUL C. MARRA

To: Office of Community Investment and Infrastructure (OCII), Successor to the San Francisco Redevelopment Agency
Attn: Christine Maher

From: Keyser Marston Associates, Inc.

Date: April 29, 2015

Subject: Draft Peer Review of "Draft Report: San Francisco Multi-Purpose Venue Project; Fiscal Impact Analysis - Revenues" prepared by Economic & Planning Systems, Inc.

A. Introduction to Peer Review

An affiliate of the Golden State Warriors, LLC, which owns and operates the Golden State Warriors National basketball Association ("NBA") team, has submitted a proposal to construct a multipurpose event center that will seat approximately 18,000 and a variety of mixed uses, including 522,00 square feet of office, and 112,500 square feet of retail space. In total, the Project will consist of approximately 1.4 million square feet of gross building area¹. The Project will be located on a 12-acre site in Mission Bay that was formerly intended to be developed by Salesforce into a corporate campus. The Warriors purchased the property from Salesforce in April, 2014 and desire to have the arena ready for the 2018-19 NBA season.

As part of the entitlement process, the City is preparing a financing plan for funding needed capital improvements and on-going City services and has retained Economic & Planning Systems, Inc. (EPS) to estimate the magnitude of revenue that the Project will generate to the City and County, from both construction and on-going operations that will be available to fund the needed improvements and services. In an effort to enhance the confidence level of the revenue projections, the City has retained Keyser Marston Associates, Inc. (KMA) to undertake a peer review of the EPS revenue projection.

¹ GBA excludes parking.

Additionally, Barrett Sports Group has been asked to review the portion of the revenue projections that are driven by the performance of the arena, such as admissions tax revenues.

B. Peer Review Methodology

A collaborative approach was requested and has been implemented in this peer review. We have reviewed preliminary analyses prepared by EPS, prepared written comments on the approach and assumptions, researched specific topics and provided information to be included in the analysis, met with EPS and City staff to discuss issues of approach and assumptions, and reviewed revised projections. Specific tasks included reviewing the following:

- the analysis' approach to ensure that it represents best practices;
- source material to ensure that the assumptions and industry metrics are well-supported; and
- The technical accuracy of the revenue projections by replicating the calculations.

As noted above, Barret Sports Group has taken the lead in reviewing the sports-related projections, including stadium admission tax revenues and gross receipts revenues to be generated by the arena. KMA's focus is on the revenues to be generated by the operation of the traditional real estate uses and the application of the City's tax levies on the entire project.

C. Peer Review Conclusions

This Peer Review finds that the revenue projections prepared by EPS are reasonable for the purpose of preparing a conceptual financing plan for funding capital improvements and on-going municipal services. Our comments regarding each specific task are as follows:

C.1 Analysis' Approach

- *Static Model*

EPS has used a static model to evaluate the project's public revenues upon stabilization. They have estimated the magnitude of: 1) annual recurring revenues that will be generated upon full build-out and stabilized occupancy; and 2) key revenue sources to be generated during the construction period. All of the revenues

are presented in 2015 dollars. A static analysis is appropriate for this type of development, which is anticipated to be built in one phase. An alternative approach is the use of a cash flow model, which evaluates the annual revenues over a projection period. A cash flow approach is appropriate to evaluate a multi-phase project, which does not apply to this project.

- *Addresses General Fund and Dedicated/Restricted Revenues*

EPS has evaluate the impacts on the General Fund as well the impacts on dedicated and restricted taxes, including the children, library, and open space property tax accounts, public safety sales tax, MTA parking tax, and the County transportation authority sales tax. This is a standard approach for fiscal impact analyses.

- *Inclusion of Off-site Hotel and Parking Revenues*

EPS's analysis includes three revenue sources that will be generated by businesses that are not located on the 12-acre project site. These three sources consist of: 1) transient occupancy tax revenues to be generated by event center attendees and captured by San Francisco hotels; 2) parking tax revenues to be generated by event center attendees and captured by neighborhood parking lots; and 3) gross receipts taxes associated with the off-site hotel and parking revenues. Fiscal analyses typically include only revenues generated by on-site businesses. It is our opinion, however, that it is appropriate to include these off-site revenues for the following reasons:

- a) Only demand generated by the event center has been included in the analysis – not demand generated by the 630,000+ square feet of office and retail tenants;
- b) The assumed demand factors are based on a conservative application of the findings of the traffic demand study. For example, the transient occupancy tax projections reflect the assumption that only 10% of event attendees are potential overnight visitors and, of that potential, only 50% (or 5% of total attendees) generate hotel demand that is included in the study.

We would, however, recommend that the off-site revenues be separated from the on-site revenues and clearly labeled as off-site revenues. As shown below, the off-site revenues account for approximately \$1.9 million of annual project-generated revenues to the General Fund and \$714,000 of project-generated revenues to the special accounts.

Annual Project Generated Revenues	General Fund Revenues	Dedicated and Restricted Accounts	All Accounts
Revenues from on-site businesses	\$9,626,000 (84%)	\$1,883,000 (73%)	\$11,509,000 (82%)
Revenues from off-hotels and parking	\$1,887,000 (16%)	\$ 714,000 (27%)	\$2,601,000 (18%)
Total Annual Project-Generated Revenues	\$11,513,000 (100%)	\$2,597,000 (100%)	\$14,110,000 (100%)

C.2 Source Material, Industry Metrics, and Assumptions

KMA has reviewed all of the assumptions and source data behind the assumptions and find them to be reasonable, consistent with source materials, and industry standards. Given that the purchase price paid by the Warriors for the site has not yet been disclosed, KMA and EPS spent considerable time reviewing land sale transactions in the area to arrive at an estimated value of the property for purposes of calculating property tax revenues. Other assumptions that have been discussed and vetted at length include the hotel demand assumptions, property tax calculations, and ticket sales². These assumptions drive the projections of the largest sources of public revenues – transient occupancy tax revenues, property tax/VLF revenues, and stadium admissions. These four sources account for over approximately \$7.8 million of annual General Fund revenue or approximately 67% of the total General Fund revenue projected to be annually generated by the Project.

The performance of the arena is a critical component of the revenues to be generated by the project. The single largest projected revenue source is the stadium admission tax, which is projected to generate approximately \$4.3 million of revenue to the General Fund per year. The stadium is also the only driver of the projection of \$1.7 million of hotel tax revenue, and is the largest single driver of the \$1.7 million of projected property tax and property tax in-lieu of motor vehicle fees.

KMA has similarly reviewed the assumptions and calculations in support of the projection of one-time development impact fees, sales and gross receipt taxes during construction, and property transfer taxes. The projections are reasonable.

² The reasonableness of the ticket sales projections has been evaluated by Barrett Sports Group.

C.3 Technical Accuracy of Projections

KMA has reviewed each calculation presented in the EPS analysis to obtain an understanding of the basis of each estimate and to verify the accuracy of the calculation. Based on this effort, some of the earlier calculations have been modified. We believe that the current analysis is technically accurate.

The Economics of Land Use



Draft Report

San Francisco Multi-Purpose Venue Project

Fiscal Impact Analysis: Revenues

Prepared for:

The City and County of San Francisco

Prepared by:

Economic & Planning Systems, Inc.

*Economic & Planning Systems, Inc.
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Oakland, CA 94612
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*Oakland
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Los Angeles*

www.epsys.com

April 27, 2015

EPS #121081

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APPENDIX A: Fiscal Analysis

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Table 1 Fiscal Results Summary – Ongoing Revenues (2014\$)1

Table 2 Fiscal Results Summary, One-Time Revenues2

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EXECUTIVE SUMMARY

This report evaluates the public revenues expected to be generated by the proposed development of the Multi-Venue Project proposed by the Golden State Warriors (GSW) on the 12-acre site located in Mission Bay (the "Project"). A more detailed description of the Project is provided in **CHAPTER 1**. This report updates public tax revenues estimated in the Chapter 29 report prepared for the previous GSW proposal at Piers 30-32.

Potential costs have been separately estimated by the City. **Appendix A** documents the estimates and calculations that generate the projected tax revenues. The estimates in this analysis will change as a result of program refinement, actual attendance and expenditures, future local and State budget and fiscal conditions, and other cyclical economic factors.

Table 1 Fiscal Results Summary – Ongoing Revenues (2014\$)

Item	Calculation Reference	Annual Total*
Annual General Revenue		
Property Tax	Table A-3	\$912,000
Property Tax in Lieu of VLF	Table A-4	\$868,000
Sales Tax	Table A-6	\$521,000
Hotel/Motel Tax	Table A-7	\$1,667,000
Parking Tax	Table A-8 - A-9	\$482,000
Stadium Admission Tax	Table A-10	\$4,336,000
Gross Receipts Tax:		
On-site	Table A-11	\$2,431,000
Off-site	Table A-11	\$42,000
Utility User Tax	Table A-12	<u>\$254,000</u>
Subtotal		\$11,513,000
Annual Other Dedicated and Restricted Revenue		
Special Fund Property Taxes (Children's, Library, and Open Space)	Table A-3	\$148,000
Public Safety Sales Tax	Table A-6	\$260,000
SF County Transportation Authority Sales Tax	Table A-6	\$260,000
Parking Tax (MTA 80%)	Table A-8 - A-9	<u>\$1,929,000</u>
Subtotal		\$2,597,000
Total, General plus Other Dedicated and Restricted Revenues		\$14,110,000

* Numbers are rounded to the nearest thousand.

TABLE 2 summarizes various one-time revenues anticipated from development of the Project. These revenues will be spread over the initial years of Project development.

Table 2 Fiscal Results Summary, One-Time Revenues

Item	Calculation Reference	Total
<u>Development Impact Fees</u>		
Child Care	Table A-2	\$662,000
TIDF - \$411.3	Table A-2	\$17,436,000
<u>Other One-Time Revenues</u>		
Sales Taxes During Construction	Table A-6	\$1,648,000
Gross Receipts Tax During Construction	Table A-11	\$2,953,000
Property Transfer Tax from Initial Land Sale	Table A-5	<u>\$4,200,000</u>
Total One-Time Revenues		\$26,899,000

* Numbers have been rounded to the nearest thousand.

1. PROJECT DESCRIPTION

The proposed Project includes a range of uses on a 12 acre site located at Mission Bay. The Project is located on a portion of the original Salesforce site and consists of a 750,000-square foot arena and 25,000 square feet of event management and team operations space. Additional development includes 522,000 square feet of office and 112,500 square feet of retail uses. The Project is also envisioned to include 950 parking spaces and 3.2 acres of open space, as shown in **TABLE 3**.

The proposed Project involves GSW's construction of a new privately financed, state-of-the art multi-purpose venue with seating for approximately 18,000 persons, capable of being used as an event venue and for other public assembly uses, including conventions, Golden State Warriors' home games, performing arts, and other purposes. The arena is envisioned to generate 205 annual events and attract about 2,071,400 paid visitors.

Table 3 Summary Project Description

Item	Total
Multi-Purpose Venue	
Building Area (1)	750,000 sq.ft.
Number of Seats	18,064 seats
Events	205 annually
Annual Paid Attendance (rounded)	2,071,400
Annual turnstile Attendance (2)	1,899,000
Parking (3)	950 spaces
Parking Area	427,500 sq.ft.
Other Development	
Event Management/Team Operations Space	25,000 sq.ft.
Retail	112,500 sq.ft.
Office	522,000 sq.ft.
Open Space	3.2 acres

(1) Includes 25,000 square feet associated with the practice facility/training areas.

(2) Based on a weighted avg. of approximately 90% of sold event tickets.

(3) Additional 132 offsite spaces for team operations not included.

Source: GSW; Economic & Planning Systems, Inc.

2. KEY ASSUMPTIONS AND METHODOLOGY

The Project will generate a range of tax revenues as summarized in **TABLES 1** and **2**. These revenues will help fund services to the Project area, as well as Citywide services and facilities. This section describes the revenues and basic methodology for the estimates. Assumptions and calculations of fiscal benefits are further described in **APPENDIX A**. Actual results will vary depending on the actual levels and types of activities, as well as fiscal and economic conditions at the time the Project is completed and open.

Property Taxes

Property tax based on 1 percent of value will be collected from the land and improvements in the Project. The Project is located in the Mission Bay South Redevelopment Area. Within this Redevelopment Area, the taxes collected will be distributed to the Office of Community Investment and Infrastructure, successor agency to the San Francisco Redevelopment Agency for redevelopment purposes. As a committed obligation under the California Redevelopment Law before the dissolution of redevelopment in California, a 20 percent portion¹ of the 1.0 percent gross "tax increment" collected is required to be passed-through to taxing entities (including the CCSF), and 20 percent is required to be allocated to affordable housing purposes. The remainder is available for redevelopment purposes, namely payment of existing debt service obligations that extend beyond the development period. After buildout, tax increment not otherwise committed to debt service or other redevelopment purposes could be available for distribution to taxing entities, including the General Fund.

The Project would result in annual revenue of \$912,000 to the CCSF based on AB1290 pass-through allocations (after distributions to affordable housing set-asides and debt service purposes) at buildout. The estimates are based on the amount of property tax increment pass-through to the General Fund after accounting for adjustments to ERAF² deductions; the General Fund would receive 55.59 percent of the 20 percent pass-through of gross tax increment.³

The General Fund distributes 9 cents from its property tax revenue to other dedicated City purposes, including the Children's Fund, Library Fund, and Open Space Fund. The assessed value is assumed to grow at a 2 percent annual rate (or at CPI, whichever is less) as required by State

¹ While the Project Area is currently in Tier 2 that requires an additional 16.8 percent allocation, the City and County of San Francisco (CCSF) General Fund and Special Funds only capture a share of 20 percent in Tier 1, while the San Francisco Unified School District captures a property tax from both tiers.

² ERAF is the Education Revenue Augmentation Fund that receives a share of property tax and is used by the State to supplement education funding.

³ Source: Correspondence from Seifel Consulting Inc., per discussions with CCSF Controller's Office, 2/5/10. Subsequent dissolution of redevelopment has no impact on the City's capture of the tax increment generated by the Project.

law, unless a transaction occurs which would reset the assessed value to the transaction price, or depreciation negatively affects assessed value.

The secured assessed value of the multi-purpose venue and parking is based on the direct construction cost for the structure, which is conservative. Market values for other uses are based on the capitalized value of their net income stream. Unsecured property tax revenues are added to the estimates; the values shown are based on current GSW tax payments, and are likely to be higher in a new facility. It is likely that property taxes will also accrue during construction, depending on the timing and method of assessment and tax levy.

Property Tax In-Lieu of Vehicle License Fees

Changes in the State budget converted a significant portion of Motor Vehicle License Fee (VLF) subventions, previously distributed by the State based on a per-capita formula, into property tax distributions. These distributions increase over time based on assessed value growth within each entity. To the extent that development of the Multi-Purpose Venue results in an increase in the City assessed value, these revenues are projected to increase proportionately.

Property Transfer Tax

The City collects a property transfer tax of \$6.80 per \$1,000 of transferred value on transactions up to \$1 million, \$7.50 per \$1,000 on transactions up to \$5 million, \$20.00 per \$1,000 on transactions from \$5 million to \$10 million, and \$25.00 per \$1,000 on transactions above \$10 million.

The City will receive one-time transfer tax from the land transaction between Salesforce and GSW. Because of the infrequency of commercial sales, no transfer taxes are assumed from commercial properties or the multi-purpose venue.

Sales Taxes

The City General Fund receives 1 percent of taxable sales, in addition to sales taxes for public safety and transportation purposes.

Sales taxes will be generated from several Project-related sources:

- Concession sales from the multi-purpose venue
- Sales at new retail uses

Visiting basketball teams can generate a significant amount of commercial activity, including taxable expenditures and hotel revenues; however, nearly all of the Warriors opponents currently stay in San Francisco, therefore they will not represent a net increase in economic activity or public revenues.

In addition to the 1 percent sales tax received by every city and county in California, voter-approved local taxes dedicated to transportation purposes are collected. Two special districts, the San Francisco County Transportation Authority and the San Francisco Public Financing Authority (related to San Francisco Unified School District) also receive a portion of sales taxes (0.50 and

0.25 percent, respectively, in addition to the 1 percent local portion). The City also receives revenues from the State based on sales tax for the purpose of funding public safety-related expenditures.

Sales Taxes from Construction

One-time revenues during the construction phases of the Project will be generated by sales and use tax on construction materials and fixtures. Sales tax would be allocated directly to the City and County of San Francisco.

Transient Occupancy Tax (TOT)

Hotel Room Tax (also known as Transient Occupancy Tax or TOT) will be generated by hotel occupancies generated by the Project. The City currently receives 14 percent of room charges. While all of the Hotel Room Tax proceeds can be allocated to the General Fund, historically, a share also funded special programs like cultural equity endowment fund, culture centers, publicity/advertising events, and War Memorial. The actual allocations vary depending on future policy decisions by the Board of Supervisors.

TOT estimates are based on total room-nights generated by a portion of visitors from outside the region. This potential demand was reduced by 50 percent to account for a portion of visitors that will choose not to stay overnight in San Francisco or those that would have stayed in San Francisco regardless of the Project.

Parking Tax

The City collects tax on parking charges at garages and lots open to the public. The tax is 25 percent of the pre-tax parking charge. The SFMTA retains 80 percent of the parking tax revenue, the other 20 percent is available to the General Fund for allocation to special programs or purposes.

Although the proposed parking garage in the Project will provide parking that may be included in the cost of certain basketball season tickets, it is assumed that the equivalent parking tax would be charged for the value of the parking services provided.⁴ Similarly, parking tax is assumed to be paid for the use of garage parking spaces by GSW staff and visiting teams, as well as other staff or performers at the multi-purpose venue.

Additional parking tax revenues would be generated by visitors to events at the multi-purpose venue and office and retail uses. Parking tax is based on total cars parking on-site and off-site generated by demand from the multi-purpose venue events. This analysis assumes that spillover parking demand generated by the Project in excess of that accommodated on site would generate parking tax revenue elsewhere in the City.

⁴ Correspondence from the Treasurer-Tax Collector's Office, David Augustine to Jennifer Matz, 09/14/2012

Stadium Admissions Tax

Events at the multi-purpose venue are subject to the current stadium admissions tax.⁵ Currently, the San Francisco Giants pay a Stadium Tax of 25 cents per ticket for events at AT&T Park. The majority of events at the proposed multi-purpose venue would be subject to a tax rate of \$2.25 ticket, while non-basketball events would be subject to a lower tax. An average rate of \$2.10 per ticket is used for this analysis. The analysis applies the tax, assuming a mix of ticket prices, to all events except fixed fee rentals. Stadium Tax receipts will be deposited into the City's General Fund.

Gross Receipts Tax

Estimated gross receipts tax revenues from on-site businesses and activities are derived from revenue estimates using data from the City's Assessor, retail sales, and parking revenue projections. This analysis does not estimate the "phase in" of this tax during the 2014 to 2017 period and assumes gross receipts taxes will be substantial enough to replace the existing payroll tax. Actual revenues from future gross receipt taxes will depend on a range of variables, including the multi-purpose venue performance, business sizes, share of activity within San Francisco, and other factors.

Additional taxes will be generated through indirect economic activity; these are estimated and shown separately from direct tax revenues because of their secondary nature.

Utility User Tax

The utility user tax is a 7.5 percent tax on commercial utility billings. The fiscal analysis estimates the revenues based on the existing GSW arena utility cost of \$1.5 million a year, which is below comparable arenas. In addition, utility costs for commercial uses are estimated on a per square foot basis.

One-Time Revenues

The City will collect a number of revenues that are not recurring, as described in prior sections. One-time revenues include:

- Transfer taxes on the initial land sale
- Sales taxes from the purchase of construction materials
- Gross receipts taxes from construction activity

The Project will also pay development impact fees, as explained below.

⁵ Correspondence from the Treasurer-Tax Collector's Office, David Augustine to Jennifer Matz, 09/14/2012

Development Impact Fees

GSW will pay to the City all applicable development impact fees relating to developing the Project. Applicable City impact fees include:

- Child Care (Planning Code Sec. 414) – A fee per square foot paid by office and event management space uses
- Transit Impact Development Fee (Planning Code Sec. 411.3) – A fee per square foot paid by all commercial uses.

In addition to the impact fees charged by the City, there are a range of other utility connection and capacity charges that will be collected based on utility consumption and other factors. Other fees will include school impact fees to be paid to the San Francisco Unified School District.

APPENDIX A:

Fiscal Analysis



Table A-1
San Francisco Revenue Summary (2014 dollars)
Multi-Purpose Venue

Item	Calculation Reference	Annual Total
Annual General Revenue		
Property Tax (General Fund)	Table A-3	\$911,515
Property Tax in Lieu of VLF	Table A-4	\$868,367
Sales Tax	Table A-6	\$520,948
Hotel/Motel Tax (General Fund)	Table A-7	\$1,667,012
Parking Tax	Table A-9 - A-10	\$482,197
Stadium Admissions Tax	Table A-10	\$4,335,920
Gross Receipts Tax:		
On-site	Table A-11	\$2,431,277
Off-site (1)	Table A-11	\$42,151
Utility User Tax	Table A-12	<u>\$253,707</u>
Subtotal		\$11,513,096
Annual Other Dedicated and Restricted Revenue		
Special Fund Property Taxes (Children's, Library, and Open Space)	Table A-3	\$148,000
Public Safety Sales Tax	Table A-7	\$260,474
San Francisco County Transportation Authority Sales Tax	Table A-7	\$260,474
MTA Parking Tax	Table A-9 - A-10	<u>\$1,928,789</u>
Subtotal		\$2,597,737
TOTAL REVENUES		\$14,110,833

(1) Reflects additional tax generated by the Multi-Purpose Venue visitors off-site from additional hotel.

Source: Economic & Planning Systems, Inc.

Table A-2
San Francisco City One-Time Fee Revenue Estimate
Multi-Purpose Venue

Item	Office/Event Management Space	Retail	Multi-Purpose Venue (1)	TOTAL
New Gross Building Area (sq.ft.) (2)	547,000	112,500	750,000	
City Fees (per gross building sq.ft.) (3)				
Child Care	\$1.21	\$0.00	\$0.00	\$661,870
Transit Impact Development Fee (\$411.3) (4)	\$8.87	\$14.59	\$14.59	\$17,435,765
Total Development Impact Fee	\$5,513,760	\$1,641,375	\$10,942,500	\$18,097,635
Other In-Lieu Impact Fees (5)				
Other One-Time Revenues				
Sales Taxes During Construction		see Table A-6		\$1,648,244
Gross Receipts Tax During Construction		see Table A-11		\$2,953,050
Property Transfer Tax from Initial Land Sale		see Table A-5		\$4,200,000

(1) Estimated subject to fees based on the gross area.

(2) Excludes parking area.

(3) All impact fees are effective as of 1/1/15 and are subject to change based on final project scope of project.

(4) The office fee reflects the increment between the current maximum and the baseline \$5 per square foot fee established with the Redevelopment Plan.

(5) Include public art installation fee of 1% of construction value and street trees fees. These fees can be offset by the developer's construction of public

Table A-3
Property Tax Estimate
Multi-Purpose Venue

Item	Assumptions	Total
Secured Assessed Value (1)		
Multi-Purpose Venue		\$550,000,000
Other Development		
Event Management/Team Operations Space		\$14,500,000
Retail		\$41,343,750
Office		\$302,760,000
Parking		\$33,250,000
Subtotal		\$391,853,750
New Taxable Value		\$941,853,750
Gross Secured Possessory Interest/Property Tax	1.0% of new AV	\$9,418,538
Unsecured Tax from the Warriors (2)		\$183,333
Unsecured Tax From Other Uses (3)		<u>\$391,854</u>
Subtotal		\$9,993,725
(less) Existing Taxes (4)		(\$1,795,169)
Total		\$8,198,556
Property Tax		
Tier 1 Property Tax Pass Through (5)	20.0%	1,639,711
Tier 2 Property Tax Pass Through (5)	16.8%	<u>1,377,357</u>
Tier 1 and 2 Property Tax Pass Throughs (5)	36.8%	3,017,069
Net New General Fund Share (after ERAF)	55.59% property tax tier 1 pass through	\$911,515
Special Funds (6)	9.00% property tax tier 1 pass through	\$147,574
SF Unified School District	7.70% property tax pass through	\$232,314
Affordable Housing Set Aside		\$1,639,711

Notes to Table A-3

Note: Total assessed value slightly less than total development costs due to the exclusion of "soft costs" from assessed value; this is a conservative assumption.

(1) Initial secured assessed valuation is based on the assessed value of \$550 million for the Multi-Purpose Venue (equal to the hard construction costs of the structure), and the market values of all other uses as follows: \$580 per square foot for office space and Warriors Event Management/Team Operations Space, \$368 per square foot for retail, and construction cost of \$45,000 per space for parking. Assessment is assumed to include the existing land value.

(2) Based on the existing Golden State Warriors assessment and payment adjusted for the difference in tax rates, the new assessment is likely to exceed this payment.

(3) Assumed at 10% of Warriors Event Management/Team Operations Space and retail assessed value.

(4) Reflects the existing property tax based on the purchase price from Salesforce inflated by 2% a year over 2 years.

(5) While the pass throughs increase above 20% in tiers 2 and 3 per AB1290, the City only receives the share of Tier 1 pass through. The City's share of Tiers 2 and 3 goes to the redevelopment agency successor (02.13.13 interview with the SF Controller's Office). Mission Bay South redevelopment area is currently in Tier 2 with 36.8% generated in pass throughs.

(6) Special funds include property tax set aside for Library, Open Space, and Children's Fund. This reflects the recent approval of Measure C, which will start shifting the General Fund allocation to Children's Fund by 0.25% increments of pass throughs starting in FY15-16 until reaching 55.59% of the 1% base property tax, a reduction from the current 56.59%. These allocations have not changed from the dissolution of redevelopment with proceeds that would have been received by the redevelopment agency now received by the successor agency (the Office of Community Investment and Infrastructure).

Sources: Golden State Warriors; City of San Francisco; Economic & Planning Systems, Inc.

Table A-4
Property Tax in Lieu of VLF Estimate
Multi-Purpose Venue

Item	Total
Citywide Total Assessed Value (millions \$) (1)	\$172,489
Total Assessed Value of Project (see property tax calculation) (less) Existing Value	\$941.85
Net Increase in Project Assessed Value (millions \$)	<u>-\$179.52</u> \$762.34
Growth in Citywide AV due to Project	0.442%
Total Property Tax in Lieu of Vehicle License Fee (VLF) (FY2014-15)	\$196,480,000
Net New Property Tax in Lieu of VLF	\$868,367

Sources: Economic & Planning Systems, Inc.

Table A-5
Property Transfer Tax
Multi-Purpose Venue

Item	Assumptions	Total
One-Time Transfer Tax Estimated Land Sale (1)		\$172,546,000
One-time Transfer Tax (2)	\$24.34 per \$1,000 value	\$4,200,000

(1) Reflects a land acquisition of a portion of the original Salesforce site based on the FAR allocation (1 mill. sq.ft.). The estimate is based on review of recent prevalent land prices as of the date of this report the actual land sale is not available.

(2) Based on the City's graduated tax that varies between \$5 per \$1,000 on the first \$250,000 in value and \$25 per \$1,000 on value above \$10 million with the total provided by the City.

Sources: GSW; City of San Francisco; Economic & Planning Systems, Inc.

Table A-6
Sales Tax Estimates
Multi-Purpose Venue

Item	Assumptions	Total
Taxable Sales From Multi-Purpose Venue		
Warriors Game Concessions and Merchandise	\$21.60 per attendee (turnstile)	\$15,768,000
Other Event Concessions	\$11.00 per attendee (turnstile)	<u>\$12,859,000</u>
Total		\$28,627,000
Sales Tax to General Fund	1.0% of sales	\$286,270
(less) Existing Sales Shift (1)		<u>(\$18,447)</u>
Net New Sales Tax		\$267,823
Taxable Sales From Commercial Space		
Retail	\$450 per sq.ft.	\$50,625,000
Sales Tax to San Francisco	1.0% of taxable sales	\$506,250
(less) Shift From Existing Sales (2)		<u>(\$253,125)</u>
Net New Sales Tax		\$253,125
Annual Sales Tax after Shift of Existing Sales		
Sales Tax to the City General Fund	1.00%	\$520,948
Public Safety Sales Tax (3)	0.50% of taxable sales	\$260,474
San Francisco County Transportation Authority (3)	0.50% of taxable sales	\$260,474
SF Public Financing Authority (Schools) (3)	0.25% of taxable sales	\$130,237
One-Time Sales Taxes on Construction Materials and Supplies		
New Taxable Value		\$941,853,750
Supply/Materials Portion of Development Value	35.00%	\$329,648,813
San Francisco Capture of Taxable Sales	50.00%	\$164,824,406
Sales Tax to San Francisco	1.0% of taxable sales	\$1,648,244

(1) A portion of new sales from San Francisco residents at the facility are expected to have occurred elsewhere in San Francisco, were the project not built. To account for this, sales that would have occurred elsewhere in San Francisco are deducted from the total. This proportion is estimated based on the following factors: 30% of Multi-Purpose Venue visitors are San Francisco residents with the remainder drawn from other locations; half of the spending of San Francisco residents is assumed to be shifted from other purchases in the City on non-basketball events.

(2) Deducts share of sales that would have occurred elsewhere in San Francisco (assumes 50%).

(3) Sales tax proportions for these entities are as reported in Controller's Office publication on sales tax from 2008.

Sources: Golden State Warriors; City of San Francisco; Economic & Planning Systems, Inc.

Table A-7
Transient Occupancy Tax Estimates
Multi-Purpose Venue

Item	Estimating Factor	Total
<u>Overnight Attendees in San Francisco for Multi-Purpose Venue Events</u>		
Events per Year		205
Total turnstile attendance		1,899,000
Potential Overnight Visitors (1)		189,900
Net New Overnight Visitors (2)	50%	94,950
Hotel Room Demand	1.90 people per room	49,974
Off Site Hotel/Motel Room Proceeds (3)	\$238 per room- night	\$11,907,230
Total Hotel/Motel Tax Revenue (4)	14% of room revenue	\$1,667,012

(1) Assumed non-resident visitors from outside Bay Area are estimated based on the traffic analysis allocation of arena visitors.

(2) Estimated share of potential room demand from visitors outside region, who would have stayed in San Francisco anyhow, or stayed elsewhere.

(3) Reflects the FY2013-14 Citywide average reported by CCSF.

(4) Historically, a share of the General Fund revenue was allocated to fund cultural equity endowment fund, culture centers, publicity/advertising events, and War Memorial.

Sources: City of San Francisco; Economic & Planning Systems.

Table A-8
Parking Tax
Multi-Purpose Venue

Item	Assumption	Total
Total Spaces On Site		950
Parking Revenues On Site		
Total (1)	\$25 per day	\$8,668,750
(less) Vacancy	30%	<u>(\$2,600,625)</u>
Total		\$6,068,125
Spaces Off Site		
Annual Demand (spaces) (2)		178,791
Total Parking Revenue	\$20 per day	\$3,575,821
San Francisco Parking Tax		
Parking Tax Allocation to Gen'l Fund/Special Prc	25% of annual revenue	\$2,410,987
Parking Tax Allocation to Municipal Transp. Fund	20% of tax proceeds	\$482,197
	80% of tax proceeds	\$1,928,789

(1) Based on parking revenue of \$25 a day net of parking taxes.

(2) Reflects parking demand generated by the Multi-Purpose Venue visitors only in excess of onsite capacity it is likely that additional revenue will be generated by parking demand resulting from other Project components, such as commercial space.

Sources: GSW and Economic & Planning Systems, Inc.

Table A-9
Daily Parking & Transit Demand Estimate
Multi-Purpose Venue

Events	Event Turnstile Attendance	Average per Car	Daily Event Pkg. Demand (1)	Annual Events	Annual Parking Space	Daily Event Muni Ridership (2)	Annual Ridership (round trip)
Basketball Games	17,000	2.5	3,740	41	153,340	4,080	167,280
GSW Preseason	11,000	2.5	2,420	3	7,260	2,640	7,920
Concerts	12,000	2.8	2,357	30	70,714	2,880	86,400
Concerts Theater	3,000	2.8	589	15	8,839	720	10,800
Other Sporting Events	7,000	2.8	1,375	30	41,250	1,680	50,400
Family Shows	5,000	4.0	688	55	37,813	1,200	66,000
Fixed Fee Rentals/Miscellaneous	9,000	1.5	3,300	31	102,300	2,160	66,960
Total				205	421,516		455,760

(1) On average, 55% of the visitors are assumed to be arriving by car.

(2) Muni ridership assumed to be 60% of transit ridership, which is projected to be 40% of turnstile attendance.

Sources: Golden State Warriors; EPS review of AT&T Park modal split survey (MTA); EPS review of Travel Demand Summary.

Table A-10
Stadium Admissions Tax
Multi-Purpose Venue

Item	Total
Annual Multi-Purpose Venue Ticket Sales (1)	
Warriors Games	772,508
Other Events	1,298,889
Average Admission Tax (2)	
Warriors Games	\$2.10
Other Events	\$2.25
	\$2.00
Total Annual Admission Tax (3)	\$4,335,920

(1) Paid attendance; excludes fixed fee rental events.

(2) Reflects a range of ticket prices with "other events" assumed at \$2 per ticket (assumes 15% of the tickets below \$25, 85% above \$27) and the Warriors games assumed at \$2.25 per ticket (applies to tickets exceeding \$27 in value). Combines regular admission and supplemental admission tax.

(3) Historically, a share of the revenue was allocated to recreation and parks; this analysis assumes the revenue is fully captured by the General Fund.

Sources: City of San Francisco; Economic & Planning Systems.

Table A-11
Gross Receipts Tax Estimates
Multi-Purpose Venue

Item	Total Gross Receipts (GR)	GR Allocated to SF for GR Tax	Gross Revenue Tier			Gross Receipts Tax	
			up to \$1m	\$1m - \$2.5m	\$2.5m - \$25m	\$25m+	
Multi-Purpose Venue (1)	\$67,593,667	\$67,593,667	0.285%	0.285%	0.300%	0.300%	\$202,406
Golden State Warriors (2)	\$160,000,000	\$97,582,418	0.300%	0.325%	0.325%	0.400%	\$371,330
Retail (3)	\$25,312,500	\$25,312,500	0.075%	0.100%	0.135%	0.160%	\$25,313
Office (3) (4)	\$415,917,440	\$374,325,696	0.400%	0.460%	0.510%	0.560%	\$1,721,898
Parking	\$8,668,750	\$8,668,750	0.075%	0.100%	0.135%	0.160%	\$10,578
Office/Retail Rent (3)	<u>\$35,001,000</u>	<u>\$35,001,000</u>	0.285%	0.285%	0.300%	0.300%	<u>\$99,753</u>
Subtotal	\$712,493,356	\$608,484,030					\$2,431,277
<u>Off-Site Impacts</u>							
Parking	\$3,575,821	\$3,575,821	0.075%	0.100%	0.135%	0.160%	\$3,702
Off-site Hotels	\$11,907,230	\$11,907,230	0.300%	0.325%	0.325%	0.400%	\$38,448
Subtotal	\$15,483,051	\$15,483,051					\$42,151
Total Gross Receipts	\$727,976,408	\$623,967,081					\$2,473,428
<u>Project Construction</u>							
New Taxable Value (5)	\$942,000,000	\$942,000,000					
Direct Construction Cost (6)	\$659,400,000	\$659,400,000	0.300%	0.350%	0.400%	0.450%	\$2,953,050

(1) Includes concessions and merchandise sales during events and ticket sales for non-Warrior games assuming an average ticket sale price of \$30; Warriors ticket sales are captured under the Warriors revenues.

(2) Assumes that 61% (50% of player salaries and 100% of support staff) of the maximum tax potential would be generated to the City given that players would not be subject to the tax for games played outside of San Francisco.

(3) Based on the tax rate in the 3rd tier since the number of tenants and associates receipts per tenant are not known.

(4) Based on the IMPLAN-derived factor of \$213,500 per office employee; 90% of gross receipts are assumed to be subject to the tax as businesses with receipts below \$1 million and employment outside of San Francisco will be exempt.

(5) See Table A-4; rounded.

(6) Hard costs have not been estimated for the entire project; as a planning estimate, roughly 30% of costs are assumed to be planning and engineering costs.

Sources: City of San Francisco; Economic & Planning Systems.

Table A-12
Utility User Tax Estimates
Multi-Purpose Venue

Item	Assumption	Total
<u>Arena Utility Cost (1)</u>		\$1,490,000
<u>Other Uses</u>		
Retail	\$2.87 per sq. ft.	\$322,875
Office (including Event Management and Team Operations)	\$2.87 per sq. ft.	<u>\$1,569,890</u>
Total Annual Commercial Utility Cost		\$3,382,765
Utility User Tax	7.5% of commercial utility cost	\$253,707

(1) Based on the existing annual cost for the Warriors arena in Oakland; this estimate is conservative relative to costs incurred by other comparable arenas across the country.



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UCSF's Position on the Proposed Warriors Arena and Events Center

April 29, 2015

As a public university exclusively focused on health, UCSF's interests are driven by our commitment to patient care and public safety. Patients, patient visitors and our patient care workers – as well as emergency vehicles – must have 24/7 access to our Mission Bay hospitals.

Our Mission Bay hospitals, which opened in February, are already full and operating smoothly with patients, visitors and employees reporting easy access and parking. It is critical that this access be maintained.

To that end, we have been working to understand the potential traffic and parking impacts of the proposed Warriors Arena and Events Center to the Mission Bay neighborhood and have been working with the City to identify what actions can be taken to mitigate traffic congestion.

We are encouraged by the City's efforts. City staff has been dedicated to identifying a range of solutions to help ensure traffic flow and access to our hospitals.

We continue to focus on the potential impacts of dual overlapping events – that is, the booking of a large event at the Warriors Arena at the same time that a big event is planned at AT&T Park.

It remains early in the process and we will continue to be actively engaged. The interests of UCSF are solely focused on protecting patient care and public safety. We are not affiliated with any other organization or group on this issue.

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