

# COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

## RESOLUTION NO. 71-2015

*Adopted November 3, 2015*

### **APPROVING AMENDMENTS TO THE MISSION BAY SOUTH DESIGN FOR DEVELOPMENT IN CONNECTION WITH A GOLDEN STATE WARRIORS EVENT CENTER AND MIXED-USE DEVELOPMENT ON BLOCKS 29-32 IN MISSION BAY SOUTH; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA**

WHEREAS, On September 17, 1998, by Resolution No. 190-98, the Commission of the former Redevelopment Agency of the City and County of San Francisco ("Redevelopment Agency") approved the Redevelopment Plan for the Mission Bay South Redevelopment Project Area ("Plan"). On the same date, the Redevelopment Agency Commission adopted related documents, including Resolution No. 193-98 authorizing execution of an Owner Participation Agreement ("South OPA") and related documents between Catellus Development Corporation, a Delaware corporation ("Catellus"), and the Redevelopment Agency. On November 2, 1998, the San Francisco Board of Supervisors ("Board of Supervisors"), by Ordinance No. 335-98, adopted the Plan. The Plan and its implementing documents, as defined in the Plan, constitute the "Plan Documents"; and,

WHEREAS, Catellus, the original master developer of the Mission Bay North and South Redevelopment Project Areas, has sold most of its remaining undeveloped land in Mission Bay to FOCIL-MB, LLC, ("FOCIL-MB"), a subsidiary of Farallon Capital Management, LLC, a large investment management firm. The sale encompassed approximately 71 acres of land in Mission Bay, and the remaining undeveloped residential parcels in Mission Bay South. FOCIL-MB assumed all of Catellus's obligations under the South OPA and the Redevelopment Agency's Owner Participation Agreement for Mission Bay North (collectively, the "OPAs"), as well as all responsibilities under the related public improvement agreements and land transfer agreements with the City and County of San Francisco ("City"); and,

WHEREAS, On February 1, 2012, state law dissolved the former Redevelopment Agency and required the transfer of certain of its assets and obligations to the Successor Agency to the Redevelopment Agency ("Successor Agency"), commonly known as the Office of Community Investment and Infrastructure ("OCII"), and on June 27, 2012, state law clarified that successor agencies are separate public entities, Cal. Health & Safety Code §34170 et seq. ("Redevelopment Dissolution Law"); and,

WHEREAS, Redevelopment Dissolution Law required creation of an oversight board to the successor agency and provided that with approval from its oversight board and the State Department of Finance ("DOF"), a successor agency may continue to implement "enforceable obligations" such as existing contracts, bonds and leases, that were executed prior to the suspension of redevelopment agencies' activities. On January 24, 2014, DOF finally and conclusively determined that the Mission Bay North and South Owner Participation Agreements and Mission Bay Tax

Increment Allocation Pledge Agreements are enforceable obligations pursuant to Health and Safety Code Section 34177.5(i); and,

WHEREAS, On October 2, 2012, the Board of Supervisors of the City, adopted Ordinance No. 215-12 (the "Implementing Ordinance"), which Implementing Ordinance was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that the Successor Agency is a separate legal entity from the City, and (b) established this Commission (this "OCII Commission") and delegated to it the authority to (i) act in place of the Redevelopment Agency Commission to, among other matters, implement, modify, enforce and complete the Redevelopment Agency's enforceable obligations, (ii) approve all contracts and actions related to the assets transferred to or retained by the Successor Agency, including, without limitation, the authority to exercise land use, development, and design approval, consistent with applicable enforceable obligations, and (iii) take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that this OCII Commission deems appropriate, consistent with the Redevelopment Dissolution Law, to comply with such obligations. The Implementing Ordinance is incorporated herein by reference; and,

WHEREAS, The Board of Supervisors' delegation to this Commission includes the authority to grant approvals under specified land use controls for the Mission Bay Project consistent with the approved Plan and enforceable obligations, including amending the Plan and related documents; and,

WHEREAS, The Design for Development was originally adopted by the former Redevelopment Agency Commission on September 17, 1998 (Resolution No. 191-98), and amended on February 17, 2004 (Resolution No. 24-2004), March 16, 2004 (Resolution No. 34-2004), and March 17, 2015 (Resolution No. 15-2015); and,

WHEREAS, The Design for Development sets forth certain design standards and guidelines for development of buildings within the Plan Area, including standards related to building height and bulk, tower location and separation, streetwalls and setbacks, parking and loading, view corridors and signage; and,

WHEREAS, Mission Bay South Blocks 29-32 are currently owned by GSW Arena LLC ("GSW"), an affiliate of the Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association team and is bound by the terms of the South OPA; and,

WHEREAS, GSW proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking on an approximately 11-acre site on Blocks 29-32 in Mission Bay (the "Event Center Project"). 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. Francois Boulevard on the east; and,

WHEREAS, OCII proposes an amendment to the Design for Development for an Event Center Project that would address the unique design features of the Event Center and its integration into the remainder of Blocks 29-32 and the surrounding neighborhood, which amendments are attached hereto as Exhibit A and incorporated herein (the "D for D Amendments"); and,

WHEREAS, The D for D Amendments comply with the land use controls of the Plan and are consistent with the Plan's redevelopment objectives; and,

WHEREAS, The Successor Agency is the lead agency that administers environmental review for private projects in Mission Bay North and South Redevelopment Plan Areas in compliance with the requirements of CEQA; and,

WHEREAS, On June 5, 2015, OCII released for public review and comment the Draft Subsequent Environmental Impact Report for the Project (OCII Case No. ER-2014-919-97, Planning Department Case No. 2014.1441E, State Clearinghouse No. 2014112045, the "GSW DSEIR"). This document is tiered from the certified Mission Bay Final Subsequent Environmental Impact Report that the Redevelopment Agency and City and County of San Francisco certified on September 17, 1998 (State Clearinghouse No. 7092068, the "Mission Bay SEIR"). The Mission Bay SEIR document provided programmatic environmental review of the overall Mission Bay Redevelopment Plan (consisting of approximately 300-acre Mission Bay North and South Redevelopment Plan Areas); and,

WHEREAS, OCII prepared a Final Subsequent Environmental Impact Report ("FSEIR") for the Project consisting of the GSW DSEIR, the comments received during the review period, any additional information that became available after the publication of the GSW DSEIR, and the Responses to Comments document, all as required by law; and,

WHEREAS, On November 3, 2015, the Commission reviewed and considered the FSEIR and, by Resolution No. 69-2015, certified the completion of the FSEIR for the Project; and

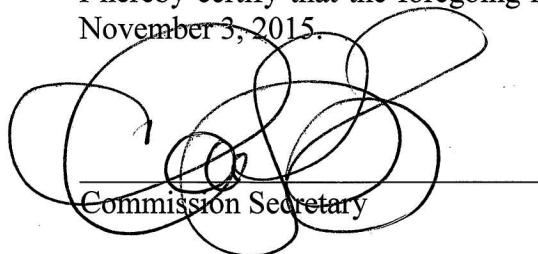
WHEREAS, In accordance with the approval of the D for D Amendments contemplated by this Resolution, this Commission adopted Resolution No.71-2015 making findings under the California Environmental Quality Act (California Public Resources Code sections 21000 et seq.) regarding the alternatives, mitigation measures and significant environmental impacts analyzed in the FSEIR, and adopting mitigation measures and a mitigation monitoring and reporting program, and a statement of overriding considerations, and rejecting infeasible alternatives(the "FSEIR Findings"). A copy of such Resolution is on file with the Secretary of this Commission and is incorporated herein by reference; and

WHEREAS, OCII staff has prepared the proposed D for D Amendments and finds them acceptable and recommends approval thereof; and, now, therefore, be it

RESOLVED, That the Commission finds and determines that the proposed D for D Amendments are within the scope of the Project analyzed in the FSEIR; and be in further

RESOLVED, That the Commission approves the D for D Amendments in the form attached to this Resolution as Exhibit A.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of November 3, 2015.



Commission Secretary

Exhibit A: Design for Development Amendments