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November 13, 2015

Ms Tiffany Bohee
OCII Executive Director
c/o Mr. Brett Bollinger
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103
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NOV 13 2015

Office of Community Investment & Infrastructure
One S. Van Ness Avenue, 5th Floor
San Francisco, CA 94103

Re: Notice of Appeal and Appeal of November 3, 2015, Commission on Community Investment and Infrastructure and Executive Director Approval Decisions for Warriors Arena Project:

- Resolution 71-2015, approving amendments to the Mission Bay South Design for Development;
- Resolution 72-2015, approving the Major Phase application; and
- Executive Director's Secondary Use Determination.

Dear Ms Bohee:

This office represents the Mission Bay Alliance ("Alliance"), an organization dedicated to preserving the environment in the Mission Bay area of San Francisco, regarding the project known as the Event Center and Mixed Use Development at Mission Bay Blocks 29-32 ("Warriors Arena Project" or "Project").

The Mission Bay Alliance hereby appeals:

1. Resolution 71-2015, approved by the Commission on Community Investment and Infrastructure on November 3, 2015, approving amendments to the Mission Bay South Design for Development, attached hereto as Exhibit 1.
2. Resolution 72-2015, approved by the Commission on Community Investment and Infrastructure on November 3, 2015, approving the Major Phase application for the Project, attached hereto as Exhibit 2.
3. Office of Community Investment and Infrastructure, Executive Director's Secondary Use Determination, dated November 3, 2015, attached hereto as Exhibit 3.

The grounds for these appeals are as follows.

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OCII Executive Director

**Re: Notice of Appeal and Appeal of Resolution 71-2015, Resolution 72-2015, and
Secondary Use Determination**

November 13, 2015

Page 2

1. The Event Center is not an allowable or conditional secondary use under section 302.4 of the Mission Bay South Redevelopment Plan, and even if it is, the Director cannot make the findings required for a secondary use required by section 302 of the Plan. These grounds are explained in detail in the November 2, 2015, letter from Susan Brandt-Hawley to the OCII regarding the Secondary Use Determination, attached hereto as Exhibit 4 and incorporated herein by reference.

2. The November 2, 2015, letter from Susan Brandt-Hawley attached as Exhibit 4, demonstrates this Project is not an allowable secondary use under the Plan. Thus, a variance is not available because, as shown by Ms Brandt-Hawley, the Project “will change the land uses on this Plan.” (Plan, § 305.) However, in the alternative, if the Project is an allowable secondary use under the Plan, then the OCII must process this Project application as a variance and make the findings required by Plan section 305 before Project approval; and the failure to do so is an abuse of discretion. These grounds are explained in detail in the November 2, 2015, letter from Thomas N. Lippe to OCII re: Warriors Arena Project, Violation of Variance Requirement, attached hereto as Exhibit 5 and incorporated herein by reference.

3. By approving the Project, which is defined as including the “Transportation Management Plan” setting forth the City’s financial commitments to fund mitigation measures addressing the Project’s transportation impacts, the City unlawfully committed to an economic development subsidy without prior public notice and disclosure required by Government Code section 53083. (See, November 2, 2015 letter from Soluri Meserve, pp. 14-17; November 3, 2015 letter from Soluri Meserve to SFMTA, pp. 2-4, and Exhibit 1, report dated November 2, 2015 by Jon Haveman, Ph.D. entitled “Warriors Stadium Economics: Uncertainty and Alternatives”; Oral comments by Demetri Blaisdell, on behalf of Mission Bay Alliance, to the SFMTA on November 5, 2015.)

Thank you for your attention to this matter.

Very Truly Yours,



Thomas N. Lippe

EXHIBIT 1

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

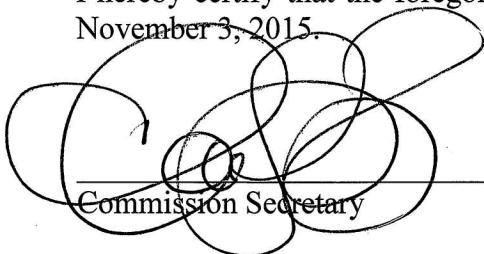
WHEREAS, In accordance with the approval of the D for D Amendments contemplated by this Resolution, this Commission adopted Resolution No.71-2015 making findings under the California Environmental Quality Act (California Public Resources Code sections 21000 et seq.) regarding the alternatives, mitigation 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

DESIGN FOR DEVELOPMENT

FOR THE MISSION BAY SOUTH PROJECT AREA

ORIGINAL DOCUMENT APPROVED
BY THE REDEVELOPMENT AGENCY COMMISSION
RESOLUTION NO. 191-98, SEPTEMBER 17, 1998

AMENDMENTS APPROVED
BY THE REDEVELOPMENT AGENCY COMMISSION
RESOLUTION NO. 24-2004, FEBRUARY 17, 2004
RESOLUTION NO. 34-2004 MARCH 16, 2004

AMENDMENTS APPROVED
BY THE COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE
RESOLUTION NO. 13-2015, MARCH 17, 2015

PROPOSED AMENDMENTS TO BE APPROVED
BY THE COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE
NOVEMBER 3, 2015

SOUTH

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I . I n t r o d u c t i o n

I. INTRODUCTION

The Redevelopment Plan ("Redevelopment Plan") for the Mission Bay South Redevelopment Project, as approved by the San Francisco Board of Supervisors, establishes the basic land use standards for the Mission Bay South Plan Area ("Plan Area"), and includes general objectives, including planning objectives, that apply to the Plan Area. This Mission Bay South Design for Development ("Design for Development") is a companion document containing Design Standards and Design Guidelines which apply to all development within the Plan Area. The Redevelopment Plan and this Design for Development supersede the San Francisco Planning Code in its entirety, except as otherwise provided in the Redevelopment Plan. In the event of any conflict between this Design for Development and the Redevelopment Plan, the Redevelopment Plan provisions shall control. The Redevelopment Agency Commission may also enter into one or more owner participation agreements related to development projects in the Plan Area. Such agreements may contain design guidelines as well as design review and document approval procedures.

Section II. of this Design for Development Document contains a listing of definitions used in this document. Section III. contains Design Standards that govern development of the Plan Area. Section IV. consists of Design Guidelines that apply to the Plan Area. Section V. contains, for informational purposes, Design Objectives that were adopted by the Mission Bay Citizen's Advisory Committee (CAC).

Plan Boundary,
Development Block and Street Grid Map



11. Definition of Terms

II. DEFINITION OF TERMS

The following definitions apply to certain terms used in this Design for Development.

Articulation:

Variation in the massing, setback, height, or design features of a building, such as vertical recesses, changes in wall plane, changes in apparent height, changes in materials and colors, changes in facade recesses and projections, changes in floor levels, changes in roof forms, parapets, or cornice treatments, changes in the shape and location of garage and residential entries, or changes in window forms and patterns.

Awning:

A light roof-like structure, supported entirely by the exterior wall of a building; consisting of a fixed or movable frame covered with cloth, plastic or metal; extending over doors, windows, and/or show windows; with the purpose of providing protection from sun and rain and/or embellishment of the facade; as further regulated in Sections 4506 and 5211 of the San Francisco Building Code (in effect as of the adoption of this Design for Development).

Base Height:

The first tier in the overall height of buildings within the Plan Area as prescribed in the Height Zone Chart and Diagram included herein, **and which includes an Event Center up to 135 feet in height.**

Block:

An area of land as designated numerically on the Plan Boundary, Development Block and Street Grid map.

Building:

Any structure having a roof supported by columns or walls intended for permanent occupancy.

Building Base:

Architectural term used in the guidelines to describe the portion of a building typically consisting of the first two floors and usually associated with its relationship to human scale.

Building Height:

Building height is the vertical distance between finished grade and the top of a building. The allowable height of a building is specified by the Height Zone in which the building is located. Building top is defined as the top of the finished roof in the case of a flat roof, and the average height of the rise in the case of a pitched or stepped roof (See Figs. 7 & 8 on p.21). On a sloping site, this measurement is taken at the median grade height for each building face. Total building height is calculated by determining the average height of all individual building faces. Exemptions to building height include:

- Mechanical equipment and appurtenances necessary to the operation or maintenance of the building.
- Enclosed space related to the recreational and/or community use of the roof, not to exceed 20 feet in height above the roof level.
- Ornamental and symbolic features of buildings, including towers, spires, cupolas, domes, where such features are not used for human occupancy.

Bulk:

These standards specify the maximum physical dimensions of upper stories of new buildings, above 90 feet. Standards include: maximum diagonal, maximum plan dimension, and maximum floor plate area.

Canopy:

A light roof-like structure, supported by the exterior wall of a building and on columns or wholly on columns, consisting of a fixed or movable frame covered with approved cloth, plastic or metal, extending over entrance doorways only, with the purpose of providing protection from sun and rain and embellishment of the facade, as further regulated in Sections 4504, 4506, 4508, and 5213 of the San Francisco Building Code (in effect as of the adoption of this Design for Development).

City Serving Retail:

A retail use that is designed to draw customers from the entire city.

Connector:

Term used to describe a pedestrian path along a street linking open spaces within Mission Bay.

Corner:

The first fifty feet of a block measured from the intersection of two or more streets.

Court:

Any space on a lot other than a yard which, from a point not more than two feet above the floor line of the lowest story in the building on the lot in which there are windows from rooms abutting and served by the court, is open and unobstructed to the sky, except for obstructions permitted herein. An "outer court" is a court, one entire side or end of which is bounded by a front setback, a rear yard, a side yard, a front lot line, a street, or an alley. An "inner court" is any court which is not an outer court.

Developable Area:

Developable Area shall be the net area of land excluding dedicated streets, public open space, and view corridors.

Dwelling Unit:

A room or suite of two or more rooms that is designed for residential occupancy for 32 consecutive days or more, with or without shared living spaces, such as kitchens, dining facilities or bathrooms.

Event Center:

A primarily indoor structure located on Blocks 29-32 having tiers of seats rising around a central court, field, or stage, intended for assembly and entertainment or other public use purposes and which may include such accessory uses as snack bars, restaurants, retail sales, team and facility administration offices, sports team practice facilities, media/broadcasting functions and other support facilities, and may include below-grade or podium parking facilities.

Event Center Project:

A mixed-use project located on Blocks 29-32 that includes an Event Center.

Facade:

Exterior walls of a building which are adjacent to or front on a street, mid-block walkway, park, or plaza.

Floor Area, Gross

The sum of the gross areas of the several floors of a building or buildings, measured from the exterior faces of exterior walls or from the centerlines of walls separating two buildings. Where columns are outside and separated from an exterior wall (curtain wall) which encloses the building space or are otherwise so arranged that the curtain wall is clearly separate from the structural members, the exterior face of the curtain wall shall be the line of measurement, and the area of the columns themselves at each floor shall also be counted.

- A Except as specifically excluded in this definition, "gross floor area" shall include, although not be limited to, the following:
 - 1 Basement and cellar space, including tenants' storage areas and all other space except that used only for storage or services necessary to the operation or maintenance of the building itself;
 - 2 Elevator shafts, stairwells, exit enclosures and smokeproof enclosures, at each floor;
 - 3 Floor space in penthouses except as specifically excluded in this definition;
 - 4 Attic space (whether or not a floor has been laid) capable of being made into habitable space;
 - 5 Floor space in balconies or mezzanines in the interior of the building;
 - 6 Floor space in open or roofed porches, arcades or exterior balconies, if such porch, arcade or balcony is located above the ground floor or first floor of occupancy above basement or garage and is used as the primary access to the interior space it serves;
 - 7 Floor space in accessory buildings, except for floor spaces used for accessory off-street parking or loading spaces as described herein, and driveways and maneuvering areas incidental thereto; and
 - 8 Any other floor space not specifically excluded in this definition.
- B "Gross floor area" shall not include the following:
 - 1 Basement and cellar space used only for storage or services necessary to the operation or maintenance of the building itself;
 - 2 Attic space not capable of being made into habitable space;
 - 3 Elevator or stair penthouses, accessory water tanks or cooling towers, and other mechanical equipment, appurtenances and areas necessary to the operation or maintenance of the building itself, if located at the top of the building or separated therefrom only by other space not included in the gross floor area;

-
- 4 Mechanical equipment, appurtenances and areas, necessary to the operation or maintenance of the building itself (i) if located at an intermediate story of the building and forming a complete floor level; or (ii) if located on a number of intermediate stories occupying less than a full floor level, provided that the mechanical equipment, appurtenances and areas are permanently separated from occupied floor areas and in aggregate area do not exceed the area of an average floor as determined by the Redevelopment Agency
 - 5 Outside stairs to the first floor of occupancy at the face of the building which the stairs serve, or fire escapes;
 - 6 Floor space used for accessory off-street parking and loading spaces and drive-ways and maneuvering areas incidental thereto;
 - 7 Arcades, plazas, walkways, porches, breezeways, porticos and similar features (whether roofed or not), at or near street level, accessible to the general public and not substantially enclosed by exterior walls; and accessways to public transit lines, if open for use by the general public; all exclusive of areas devoted to sales, service, display, and other activities other than movement of persons;
 - 8 Balconies, porches, roof decks, terraces, courts and similar features, except those used for primary access as described in Paragraph (a)(6) above, provided that:
 - a If more than 70 percent of the perimeter of such an area is enclosed, either by building walls (exclusive of a railing or parapet not more than three feet eight inches high) or by such walls and interior lot lines, and the clear space is less than 15 feet in either dimension, the area shall not be excluded from gross floor area unless it is fully open to the sky (except for roof eaves, cornices or belt courses which project not more than two feet from the face of the building wall).
 - b If more than 70 percent of the perimeter of such an area is enclosed, either by building walls (exclusive of a railing or parapet not more than three feet eight inches high), or by such walls and interior lot lines, and the clear space is 15 feet or more in both dimensions, (1) the area shall be excluded from gross floor area if it is fully open to the sky (except for roof eaves, cornices or belt courses which project no more than two feet from the face of the building wall), and (2) the area may have roofed areas along its perimeter which are also excluded from gross floor area if the minimum clear open space between any such roof and the opposite wall or roof (whichever is closer) is maintained at 15 feet (with the above exceptions) and the roofed area does not exceed 10 feet in depth; (3) in addition, when the clear open area exceeds 625 square feet, a canopy, gazebo, or similar roofed structure without walls may cover up to 10 percent of such open space without being counted as gross floor area.
 - c If, however, 70 percent or less of the perimeter of such an area is enclosed by building walls (exclusive of a railing or parapet not more than three feet eight inches high) or by such walls and interior lot lines, and the open side or sides face on a yard, street or court whose dimensions satisfy the requirements of this Code and all other applicable codes for instances in which required windows face upon such yard, street or court, the area may be roofed to the extent permitted by such codes in instances in which required windows are involved;

II. DEFINITION OF TERMS

- 9 On lower, nonresidential floors, elevator shafts and other life-support systems serving exclusively the residential uses on the upper floors of a building;
- 10 One-third of that portion of a window bay conforming to the requirements of Section 136(d)(2) of the San Francisco Planning Code (in effect as of the adoption of the Design for Development) which extends beyond the plane formed by the face of the facade on either side of the bay but not to exceed seven square feet per bay window as measured at each floor;
- 11 Ground floor area devoted to building or pedestrian circulation and building service;
- 12 Space devoted to personal services, restaurants, and retail sales of goods intended to meet the convenience shopping and service needs of workers and residents, not to exceed 5,000 occupied square feet per use and, in total, not to exceed 75 percent of the area of the ground floor of the building plus the ground level, on-site open space.
- 13 An interior space provided as an open space feature in accordance with the requirements herein;
- 14 Floor area devoted to child care facilities provided that:
 - a Allowable indoor space is no more or no less than 3,000 square feet and no more than 6,000 square feet, and
 - b The facilities are made available rent free, and
 - c Adequate outdoor space is provided adjacent, or easily accessible, to the facility. Spaces such as atriums, rooftops or public parks may be used if they meet licensing requirements for child care facilities, and
 - d The space is used for child care for the life of the building as long as there is a demonstrated need. No change in use shall occur without a finding by the Redevelopment Agency that there is a lack of need for child care and that the space will be used for a facility described herein dealing with cultural, educational, recreational, religious, or social service facilities;
- 15 Floor area permanently devoted to cultural, educational, recreational, religious or social service facilities available to the general public at no cost or at a fee covering actual operating expenses, provided that such facilities are:
 - a Owned and operated by a nonprofit corporation or institution, or
 - b Are made available rent free for occupancy only by nonprofit corporations or institutions for such functions. Building area subject to this subsection shall be counted as occupied floor area, except as provided herein, for the purpose of calculating the off-street parking and freight loading requirements for the project;
 - c For the purpose of calculating the off-street parking and freight loading requirement for the project, building area subject to this subsection shall be counted as occupied floor area, except as provided herein.

Floor Area, Leasable:

Leasable Floor Area means Floor Rentable Area, as defined and calculated in the 1996 Building Owners Management Association International publication, "Standard Method For Measuring Floor Area in Office Buildings."

Floor Area, Occupied:

Floor area devoted to, or capable of being devoted to, a principal or conditional use and its accessory uses. For purposes of computation, "occupied floor area" shall consist of the gross floor area, as defined herein, minus the following:

- a Nonaccessory parking and loading spaces and driveways, and maneuvering areas incidental thereto;
- b Exterior walls of the building;
- c Mechanical equipment, appurtenances and areas, necessary to the operation or maintenance of the building itself, wherever located in the building;
- d Restrooms, and space for storage and services necessary to the operation and maintenance of the building itself, wherever located in the building;
- e Space in a retail store for store management, show windows and dressing rooms, and for incidental repairs, processing, packaging and stockroom storage of merchandise for sale on the premises; and
- f Incidental storage space for the convenience of tenants.

Floor Area Ratio:

The ratio of the gross floor area of buildings to the developable land area measured for Commercial Industrial, Commercial Industrial/Retail, and Retail areas as described in the Redevelopment Plan. In cases in which portions of the gross floor area of a building project horizontally beyond the lot lines, all such projecting gross floor area shall also be included in determining the floor area ratio. If the height per story of a building, when all the stories are added together, exceeds an average of 18 feet, then additional gross floor area shall be counted in determining the floor area ratio of the building, equal to the average gross floor area of one additional story for each 18 feet or fraction thereof by which the total building height exceeds the number of stories times 18 feet; except that such additional gross floor area shall not be counted in the case of live/work units or a church, theater or other place of public assembly.

Frontage:

Building width along a street, park, or plaza.

Live/Work Unit:

A building or portion of a building combining residential living space with an integrated work space principally used by one or more of the residents. Live/Work Units are subject to the same land use controls as Dwelling Units.

Lot:

A block, or subdivision thereof, that is under one ownership.

Marquee:

A permanent roofed structure attached to and supported entirely by a building; including any object or decoration attached to or part of said marquee; no part of which shall be used for occupancy or storage; with the purpose of providing protection from sun and rain or embellishment of the facade; as further regulated in Sections 414 and 4506 of the San Francisco

II. DEFINITION OF TERMS

Building Code (in effect as of the adoption of this Design for Development).

Massing:

The exterior shape of a building or structure.

Mid-block Lane:

A pedestrian-oriented walkway through a development project.

Midrise Height:

The second tier in the overall height of buildings within the Plan Area as prescribed in the Plan Area Height Zone Charts and Diagrams.

Modulation:

Major variations in the massing, height, or setback of a building.

Neighborhood-Serving Retail:

Retail uses providing goods and services to a population within the immediate neighborhood. Also referred to as “local-serving” retail in the Redevelopment Plan.

Parcel:

Same as lot.

Parking:

A parking facility serving uses located on either parcels or blocks occupied by said facility or on other parcels or blocks.

Plan Dimensions:

The linear horizontal dimensions of a building or structure, at a given level, between the outside surfaces of its exterior walls. The “length” of a building or structure is the greatest plan dimension parallel to an exterior wall or walls, and is equivalent to the horizontal dimension of the corresponding elevation of the building or structure at that level. The “diagonal dimension” of a building or structure is the plan dimension between the two most separated points on the exterior walls.

Principal Facades:

Exterior walls of a building which are adjacent to or front on a public street, park or plaza.

Setback:

The area between the edge of a building and the property line.

Story:

That portion of a building, except a mezzanine as defined in the San Francisco Building Code (in effect as of the adoption of this Design for Development), included between the surface of any floor and the surface of the next floor above it, or if there is no floor above it, then the space between the surface of the floor and the ceiling next above it.

Story, Ground:

The lowest story of a building, other than a basement or cellar as defined in the San Francisco Building Code (in effect as of the adoption of this Design for Development).

Street:

A right-of-way permanently dedicated to common and general use by the public, as described in the Plan Area Project Boundary, Development Block and Street Grid Maps.

Streetwall:

Continuous facade of buildings generally built along the property line facing a street or open space.

Structure:

Anything constructed or erected which requires fixed location on the ground or attachment to something having fixed location on the ground.

Tower Base:

Term used within the Height Zone standards to describe the portion of a building below the tower height as defined herein.

Tower Height:

That portion of any building, except for an Event Center, with height above 90 feet.

Vara Block:

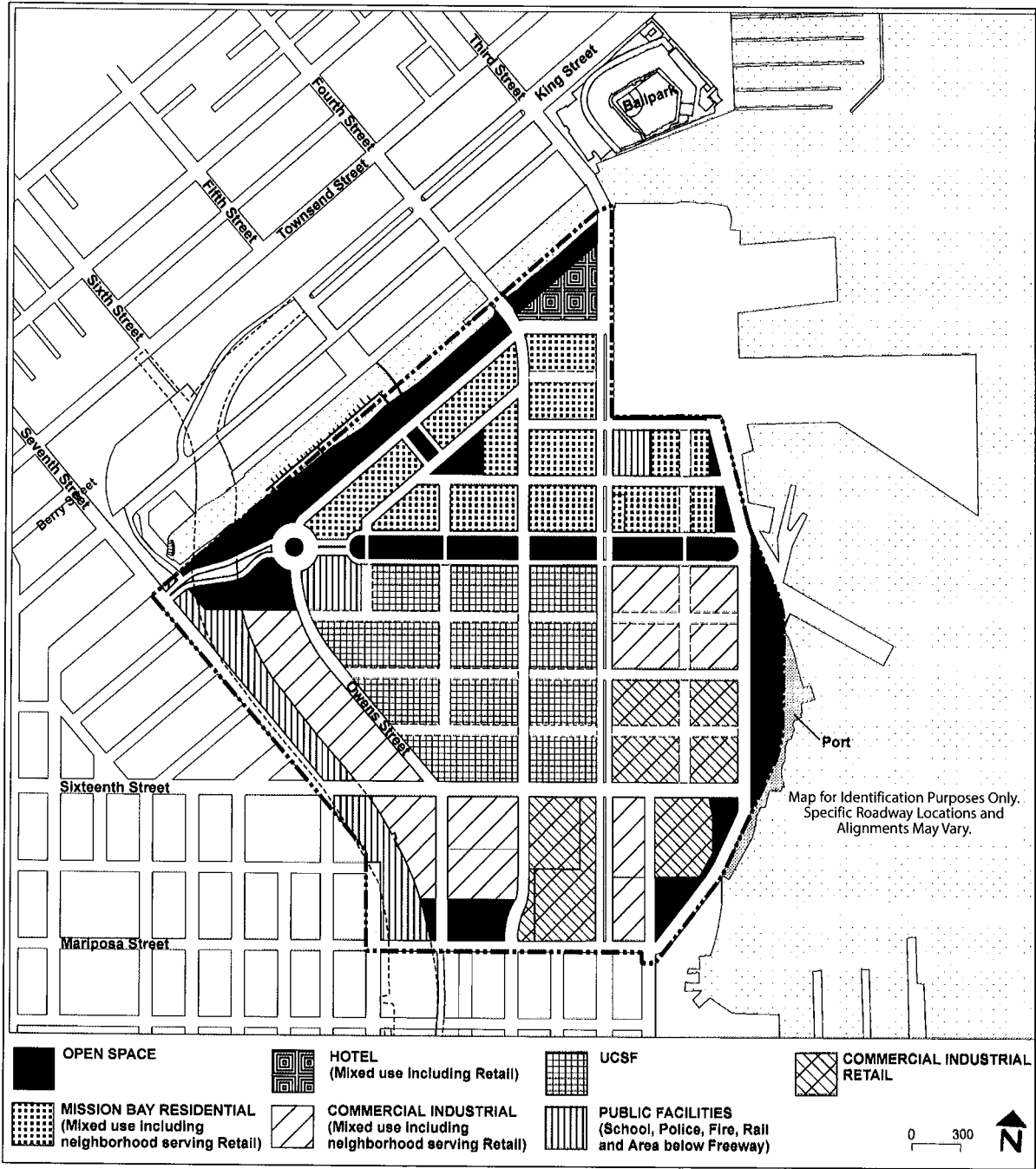
San Francisco's historic city block measuring 275 feet (100 Varas) by 412.5 feet (150 Varas). A Vara is an early Spanish unit of measure equal to 2.75 feet. The Vara block is used within Mission Bay as an extension of the City's historic urban fabric.

III. Design Standards

Introduction:

The Design Standards contained in this document are mandatory provisions that will govern the development of the Plan Area unless a variance is obtained. They regulate areas such as land use, height, bulk, setbacks, coverage, streetwalls, view corridors, open areas, parking/loading and access. The Agency may, in its discretion, grant variances to the design standards contained in this Design for Development where the enforcement would otherwise constitute an unreasonable limitation beyond the intent and purpose of the Design for Development and the Redevelopment Plan and is consistent with the public health, safety and welfare.

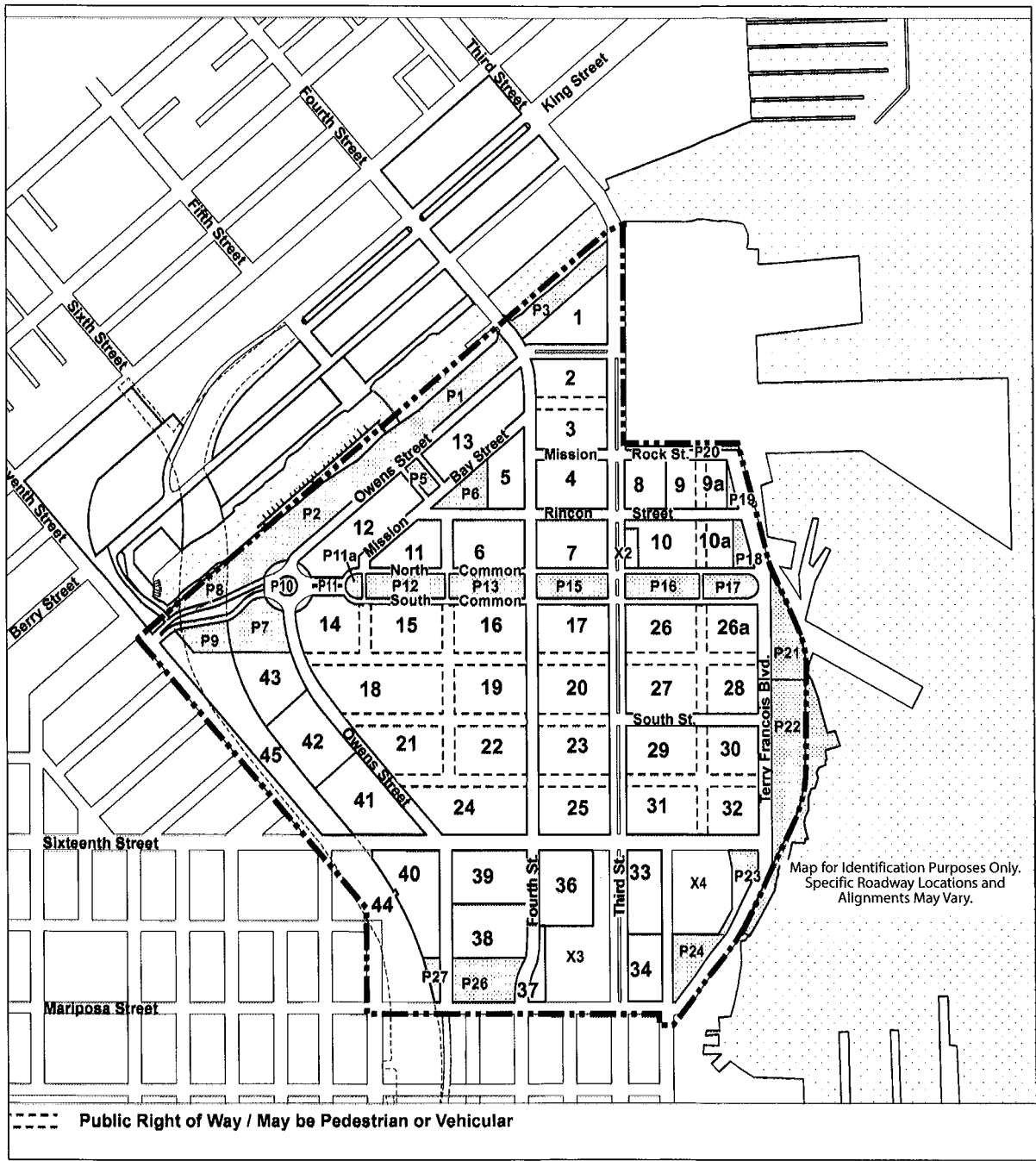
Design Standards for the Plan Area are described herein. For informational purposes, a Land Use Map is provided on the following page. Land uses are described in the Redevelopment Plan.



Maximum Development

The maximum development program that has been established for the Plan Area is outlined in the Redevelopment Plan.

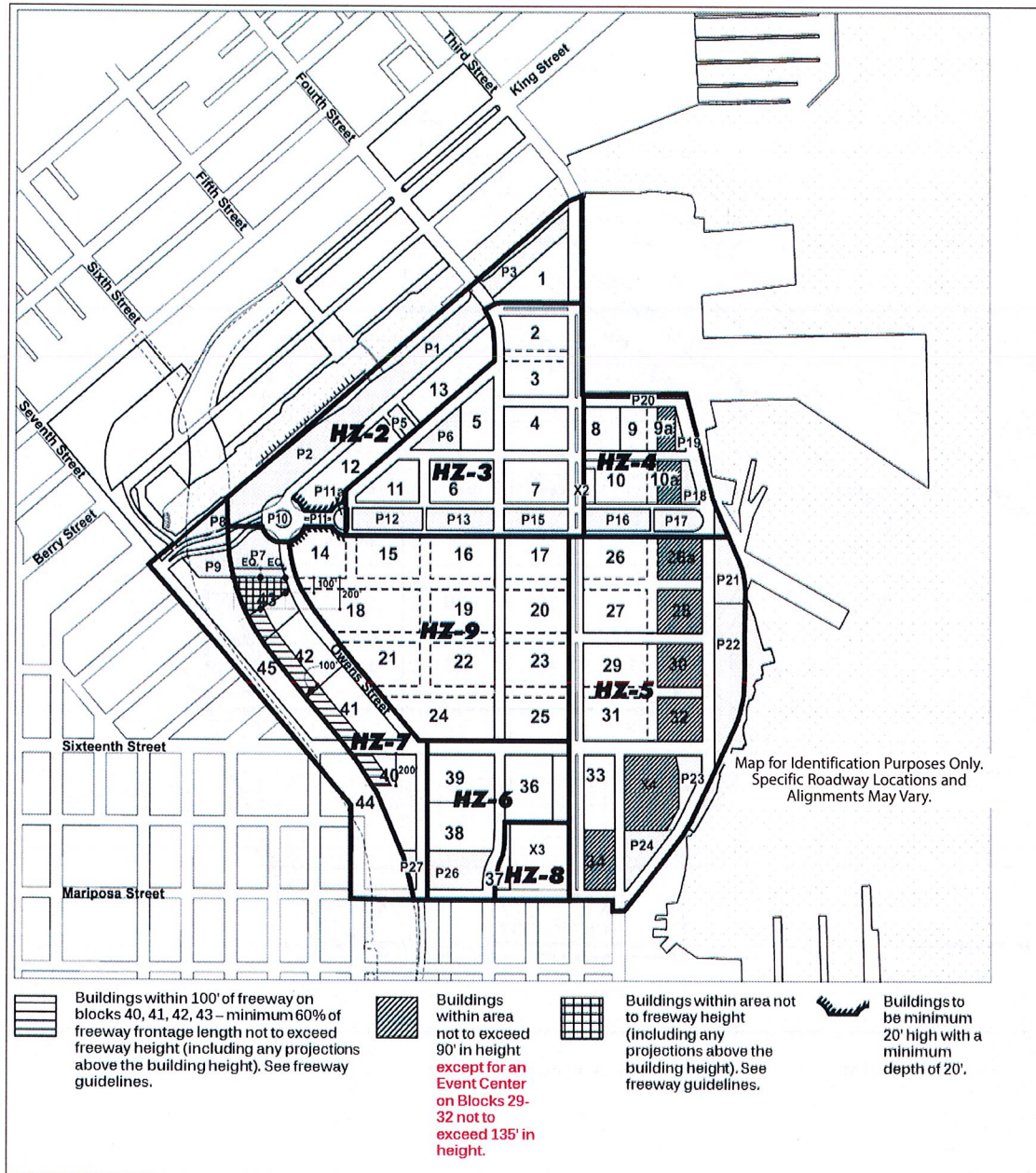
Plan Boundary,
Development Block and
Street Grid Map



Map 3

Height

For the purposes of establishing height limits within the Plan Area, Height Zones are established as generally illustrated on the Height Zone Chart and Height Zone Diagram included herein. Refer to Definition of Terms section for "Building Height" and "Developable Area." The percentage of Developable Area at a specified height is calculated for the entire developable area within a height zone, not on a block by block basis.



Map 4

III. DESIGN STANDARDS

	Residential/Hotel			Commercial/Industrial			
	HZ-2	HZ-3	HZ-4	HZ-5	HZ-6	HZ-7	HZ-8
	Total Developable Area:						
	418,180 SF	686,505 SF	221,720 SF	942,200 SF	424,270 SF	551,467 SF	190,964 SF
Base Height	65'	65'	65'	90' (Event Center 135')	90'	90'	90'
% of developable area at base height	75%	80%	80%	93% 90%	90%	85%	89%
Midrise Height	90'	90'	90'	NA	NA	NA	NA
% & sq. ft. of developable area with midrise height max.	10%(41,818 sq. ft. of develop. area)	13% (89,246 sq. ft. of develop. area)	13% (28,824 sq. ft. of develop. area)	NA	NA	NA	NA
Tower Height	160'	160'	160'	160'	160'	160'	160'
% & sq. ft. of developable area with tower height max.	15% (62,726 sq. ft. of develop. area)	7% (48,055 sq. ft. of develop. area)	7% (15,520 sq. ft. of develop. area)	7% (65,954 sq. ft. of develop. area) 10% (94,220 sq. ft. of develop. area)	10%(42,427 sq. ft. of develop. area)	15% (82,720 sq. ft. of develop. area)	11% (21,006 sq. ft. of develop. area)
Maximum number of towers at max. bulk and height	7 6	6	2	3 4, 2 of which must be on Blocks 29 or 31.	2	4	1
Location	NA	NA	No towers on parcels 9a and 10a. Max. 50' average on Bayfront to a depth of 20' on each block.	No towers on parcels 26a,28, 30, 32, 34 & X4		Buildings above height of freeway in limited locations (see map). Tower on parcel 43 limited to SE corner.	NA
Corners	Except for 16th Street and Third Street, no intersection to allow more than 2 towers within 50' of corner.						
Tower Separation	Minimum 125' when located on the same block. Exceptions considered for slim/multiple tower designs with Agency approval, subject to further shadow and visual analysis (see Fig. 6)			Minimum 100' when located on the same block, and a minimum of 40' between a tower and an Event Center.		Min 200' or separated by 16th Street.	NA
Orientation	Tower width along 3rd street not to exceed 160'						
Rooftop Recreation/Community Structures	For the purposes of height measurement, rooftop recreation structures are exempted, provided that the total height measured from the top of roof does not exceed 16' in height, including mechanical appurtenances, and their use is strictly limited to community recreation.			NA			
% of total roof area	Total area of rooftop recreation/community structures is limited to 25% of the roof area.			NA			
Mechanical Equipment	Mechanical equipment and appurtenances necessary to the operation or maintenance of the building or structure itself, including chimneys, ventilators, plumbing vent stacks, cooling towers, water tanks, panels or devices for the collection of solar or wind energy, elevator, stair and mechanical penthouses, skylights, and window-washing equipment, together with visual screening for any such features are exempt from the height restriction. This exemption shall be limited to the top 10' of such features where the height limit is 65' or less, and the top 36' (20' for a mechanical penthouse, 16' for top of a ventilator stack) of such features where the height limit is more than 65'.						

Note:

Method of Measurement: Refer to Definition of Terms section for "Building Height" and "Developable Area" for method of measurement and exemptions from height limits.

These diagrams are intended to illustrate the Base, Midrise, and Tower concepts:

RESIDENTIAL DISTRICTS
HEIGHT DIAGRAM
HEIGHT ZONES 2, 3, 4

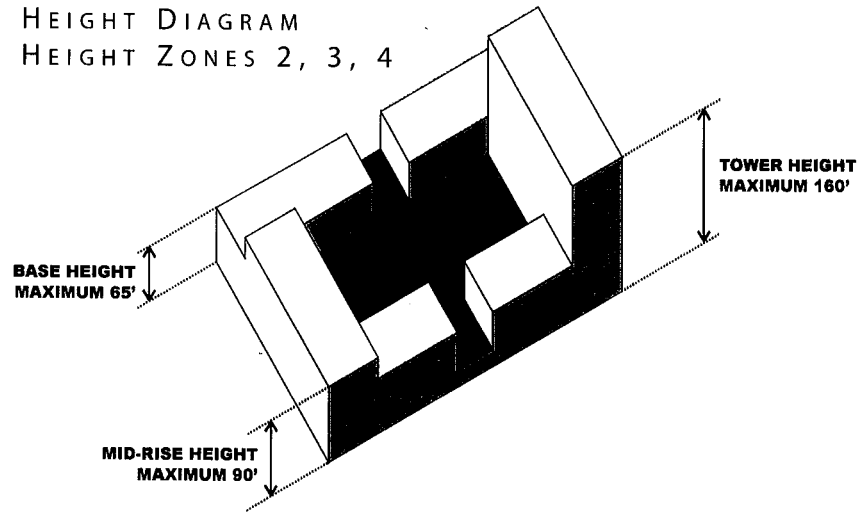


Fig. 1

COMMERCIAL INDUSTRIAL
DISTRICTS HEIGHT DIAGRAM
HEIGHT ZONES 5, 6, 7 & 8

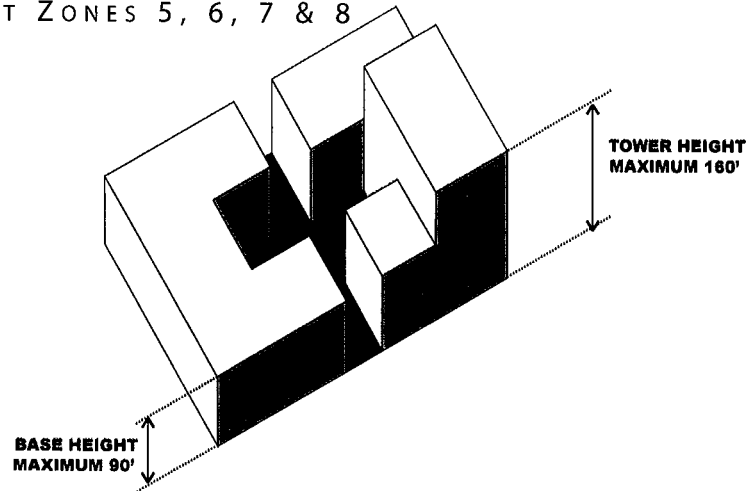


Fig. 2

III. DESIGN STANDARDS

These diagrams are intended to illustrate the Height Standards.

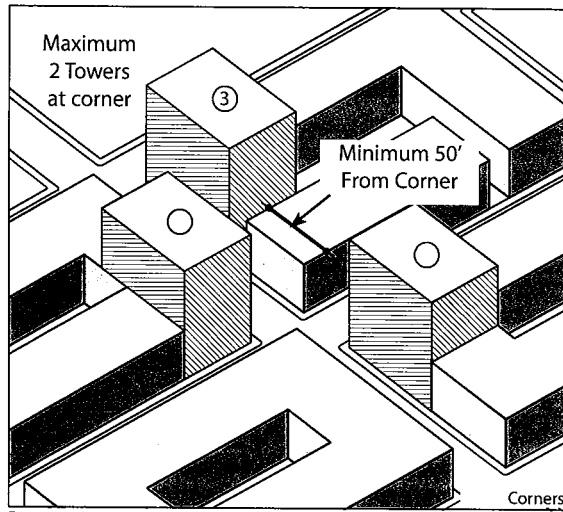


Fig. 3

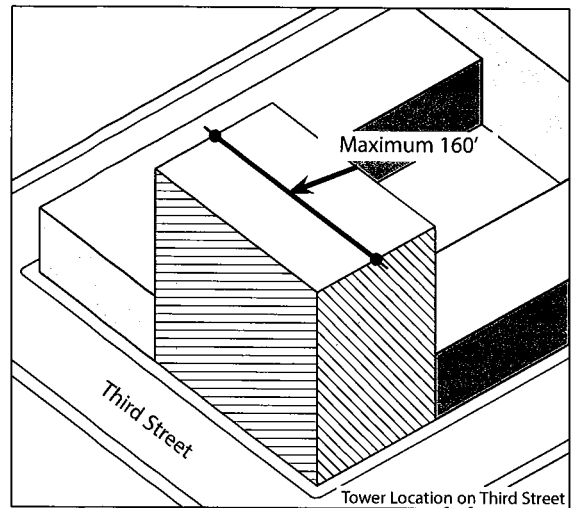


Fig. 4

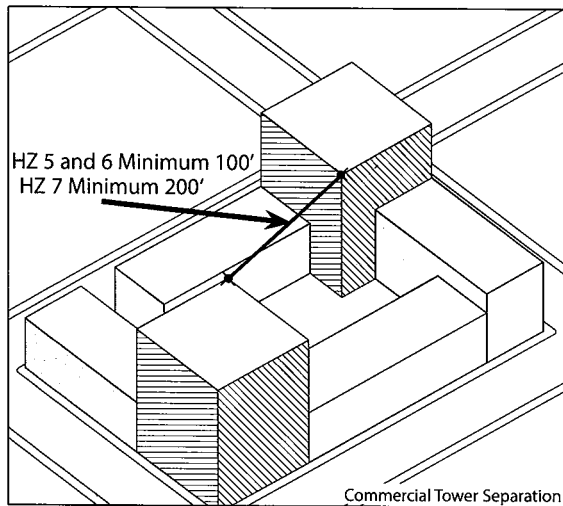


Fig. 5

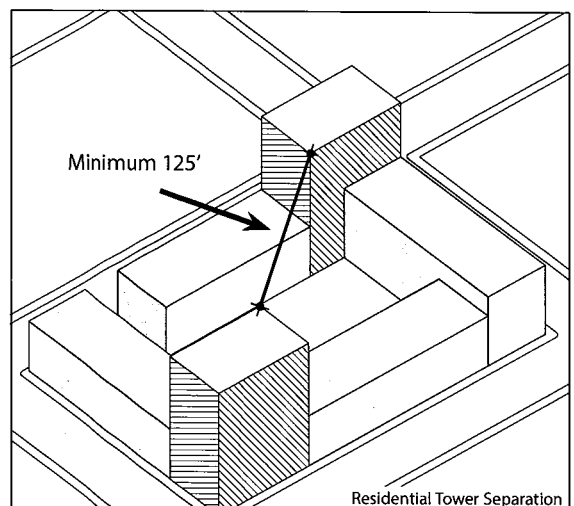


Fig. 6

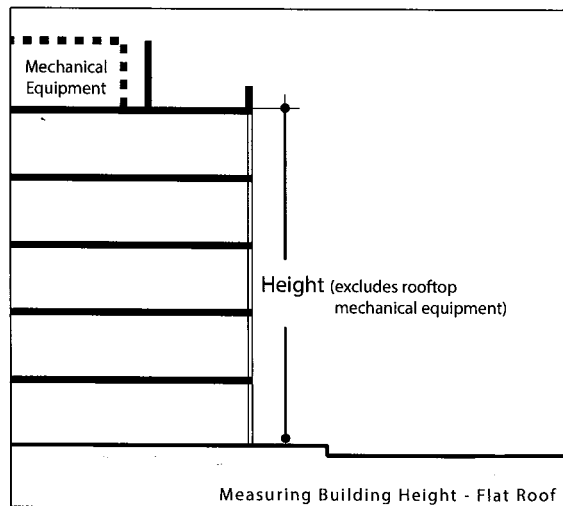


Fig. 7

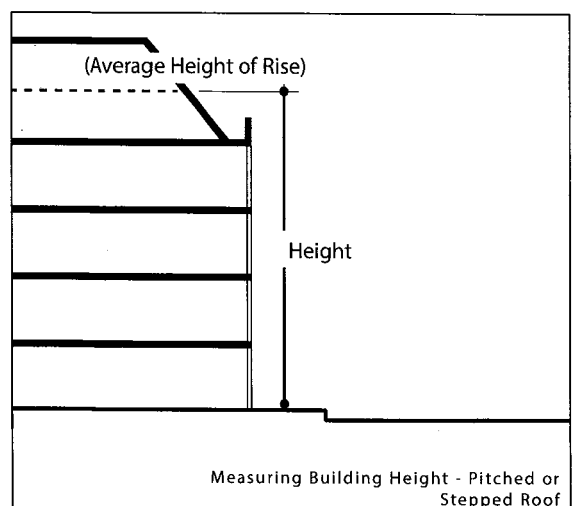


Fig. 8

Bulk

Bulk standards control the length and width of towers to preserve light and air and prevent construction of massive buildings which block views and generally disrupt the character of the city.

Bulk controls shall apply as follows:

Height Zones	Residential/Hotel			Commercial Industrial			
	HZ-2	HZ-3	HZ-4	HZ-5	HZ-6	HZ-7	HZ-8
Bulk (above 90')	Max. residential plan diagonal 190' Max. residential plan length 160' Max res. floor plate 17,000 sq. ft. Max. hotel plan length 200' Max. hotel floor plate, 20,000 sq. ft.			Max. plan length 200' Max. floor plate 20,000 sq. ft. For an Event Center: Max. diagonal plan dimension 600'			

These diagrams are intended to illustrate the bulk concepts:

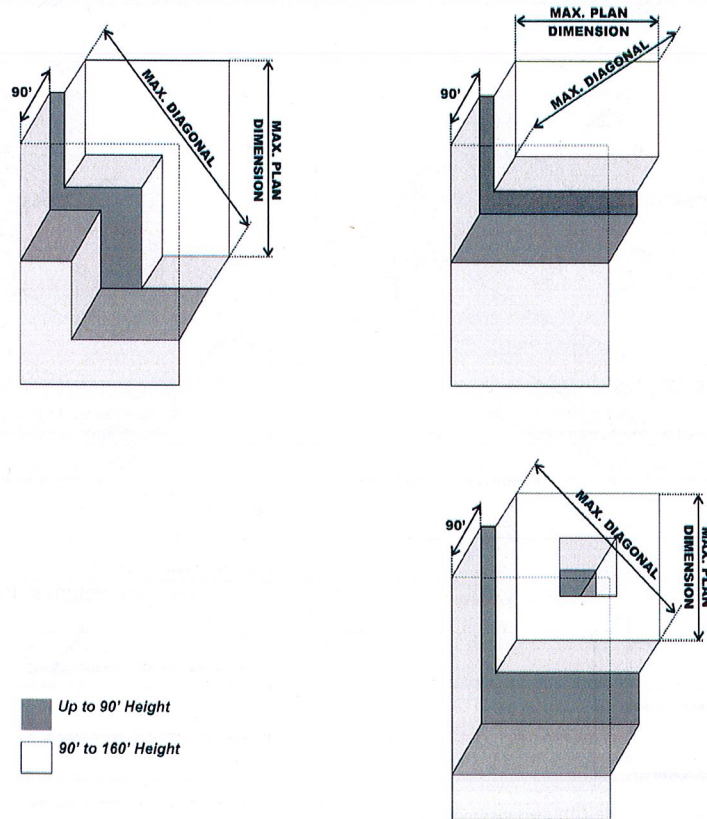
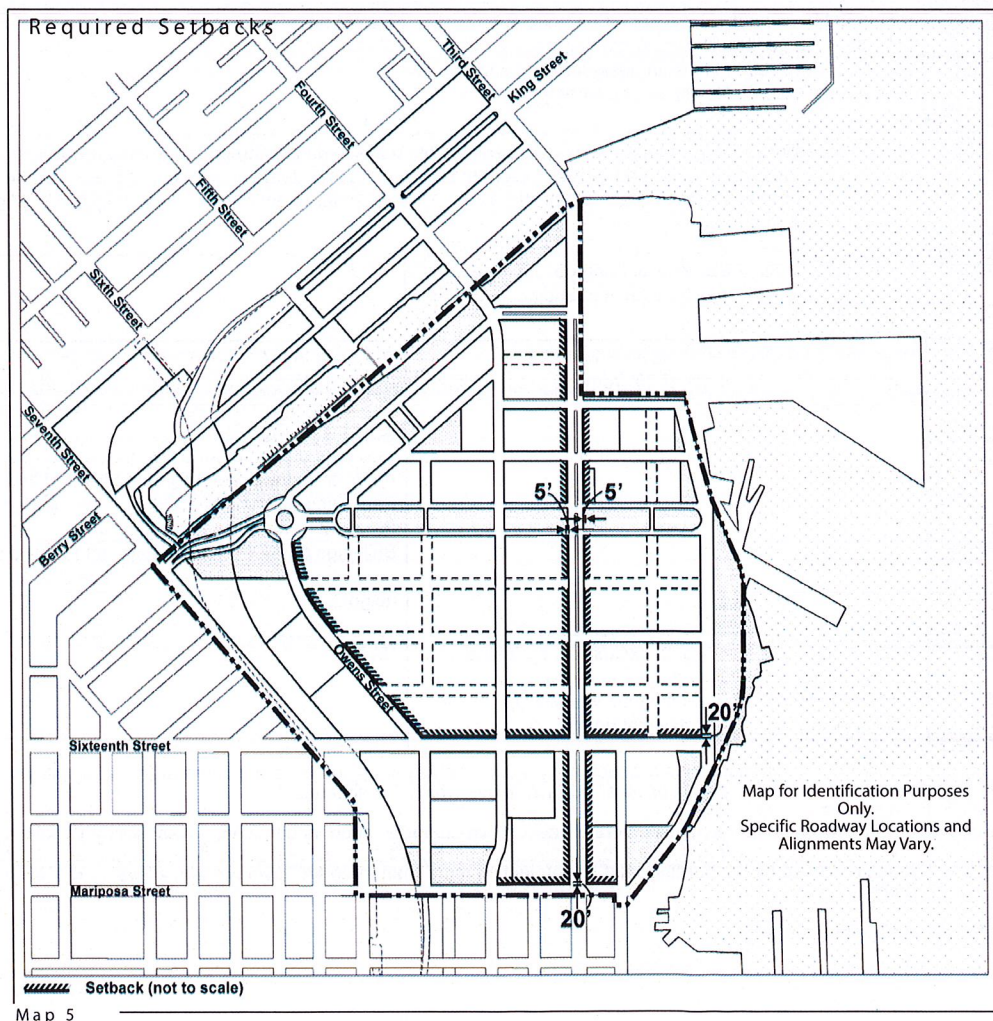


Fig. 9 Bulk

Setbacks

Setbacks are required to provide space for certain pedestrian and bike path links and for connection of major open spaces. Setbacks shall be generally as indicated in the Setbacks Diagram and Setbacks Chart included herein. These setbacks are in addition to specified sidewalk widths on these streets and may be used for paved pathways and landscaping as appropriate.

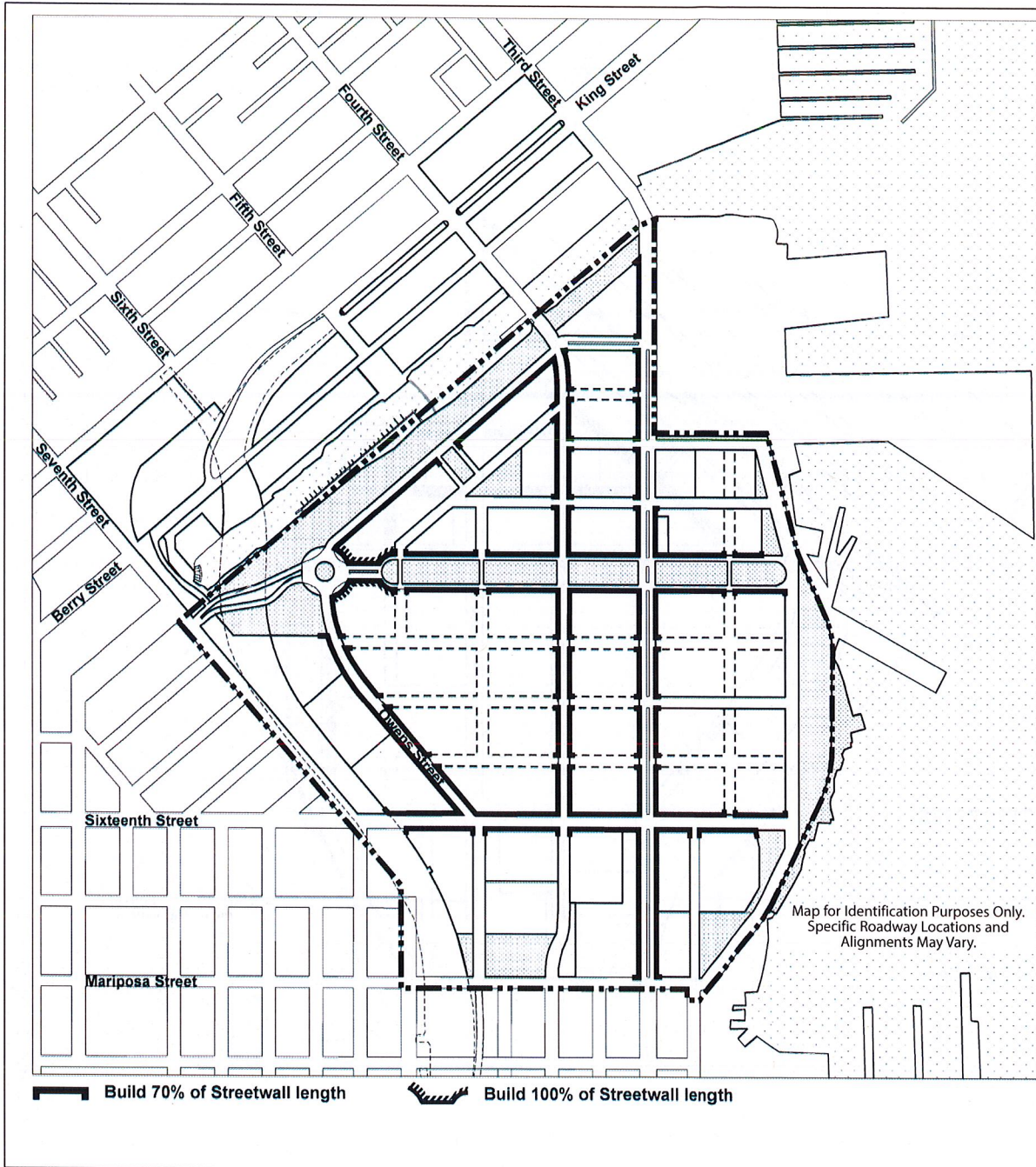
Setbacks	Residential/Hotel	Commercial Industrial
Required Setbacks	5' setback on west side of Third Street from one block south of the Channel to Mariposa Street. 5' setback on east side from Mission Rock to Mariposa Street.	
	NA	20' setback on north side of 16th Street from Terry Francois to Owens. 20' setback on east side of Owens from 16th to the Commons. 20' setback on north side of Mariposa from Terry Francois to Owens Street. The Event Center shall be permitted to encroach within the required setback on the north side of 16th Street between Terry Francois Boulevard and Third Street as long as a minimum average of 20' is provided along that frontage.



Streetwall and lot coverage standards are required as follows to maintain the consistent building to street relationship that is common throughout San Francisco:

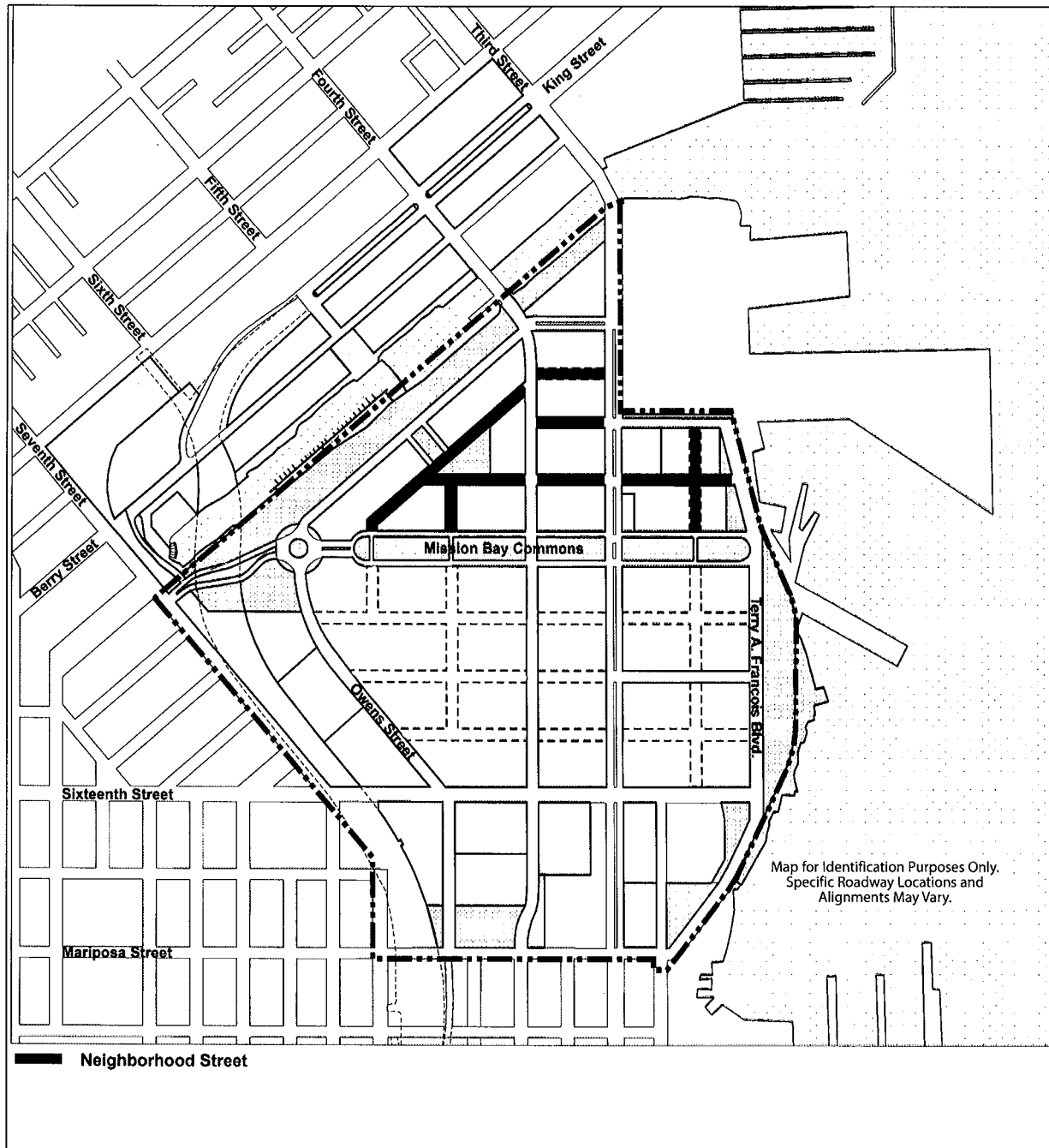
	Residential/Hotel	Commercial Industrial
Lot Coverage		
Maximum Lot Coverage	100% lot coverage to a maximum height of 40'. For buildings above 40' in height, a maximum of 75% lot coverage is allowed for those portions of the building above 40' (See Fig. 10). Parking structures serving residential uses, and not exceeding a maximum height of 65' shall be allowed 100% of lot coverage.	NA
Streetwall		
Minimum Length	Minimum 70% of block length frontage required for streetwalls along primary streets including 3rd, 4th, 16th, Commons, and Owens (See Map 6, Fig. 11). 70% refers to a total measurement from street to street with no exceptions for pedestrian pathways, except for 3rd and 16th frontages surrounding an Event Center . On development on Blocks fronting the rotary at the intersection of the Commons and Owens St., 100% streetwall is required.	
Minimum Height	15 feet	
Maximum Height	Height not to exceed 65' (except for mid-rise and towers). Average streetwall height along a block not to exceed 55' to a depth of 20' on designated neighborhood streets (See Map 7: Neighborhood Streets).	Height not to exceed 90' (except for mid-rise, Event Center , and towers).
Corner Zone Conditions	At all intersections along primary streets, (as identified on Map 4: Primary Streets) build to streetwall at all corners for a distance of 50' (See Fig. 14). Height of building at corner to be no less than 15 feet. Corner and Event Center entries are exempted. On blocks 12 & 14, development fronting the rotary, height of buildings to be no less than 2 stories.	
Streetwall Variation	10' variation within the streetwall frontage is allowed. Additional variations may be permitted subject to design review (See Fig. 12).	NA
Required Step-backs	Buildings in HZ-2 and HZ-3 along P5 and P6 are required to use a stepback of 20' from the property line at or below 65' in height.	Buildings in HZ-5 along the Commons are required to use a stepback of 30' from the property line at the 55' height, and 110' feet from the property line at 90' height (See Fig. 15). Buildings on parcel X4 are required to use a stepback of 60' from the property line at 55' at P23 (Bayfront Park); and a stepback of 30' from the property line at 55' at P24 (Mariposa Bayfront Park). Buildings on parcel X3 are required to use a stepback of 50' from the property line on Mariposa Street at 90' height.
Pedestrian Walkway	A minimum of one north-south exclusively pedestrian public walkway 30' wide and open to the sky required on each of Blocks 12 & 13. Pedestrian walkways shall be publicly accessible during daylight hours.	NA
Projections	Architectural projections over a street, alley, park, or plaza shall provide a minimum of 8 feet of vertical clearance from the sidewalk or other surface above which it is situated. Projections include: <ul style="list-style-type: none"> • Projections of purely architectural or decorative character such as cornices, eaves, sills, and belt courses, with a vertical dimension of no more than two feet six inches, not increasing the floor area of the volume of space enclosed by the building, and not projecting more than three feet over streets, alleys, and public open spaces. • Bay windows, balconies, and similar features with a maximum projection of three feet over streets and public open spaces. 	

Primary Streets for Streetwalls



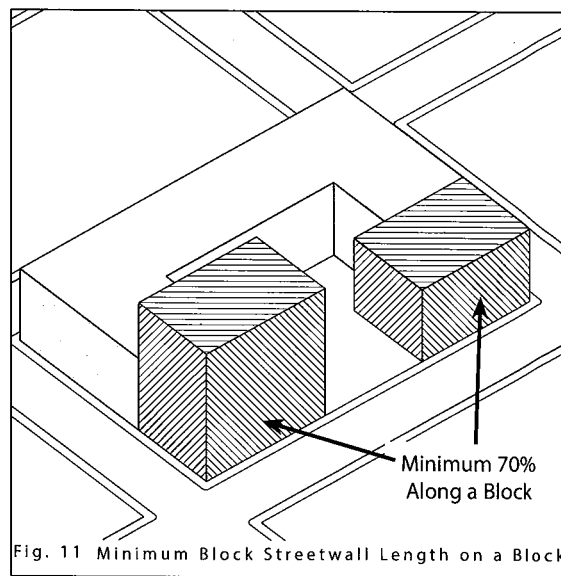
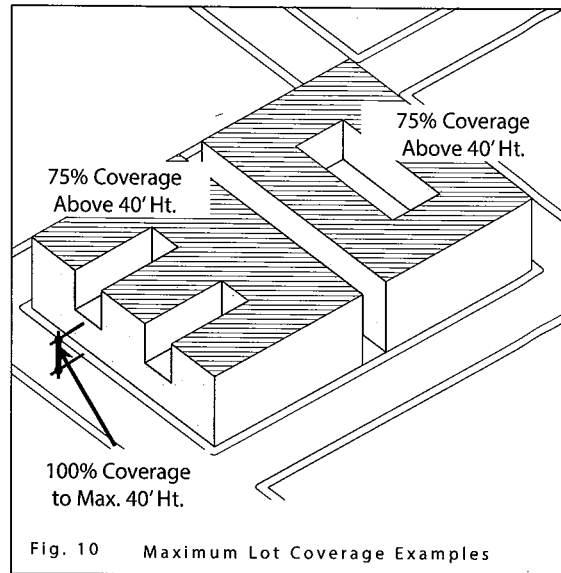
Map 6

Neighborhood Streets
for 55' Average Height



Map 7

These diagrams are intended to illustrate the coverage and streetwall concepts:



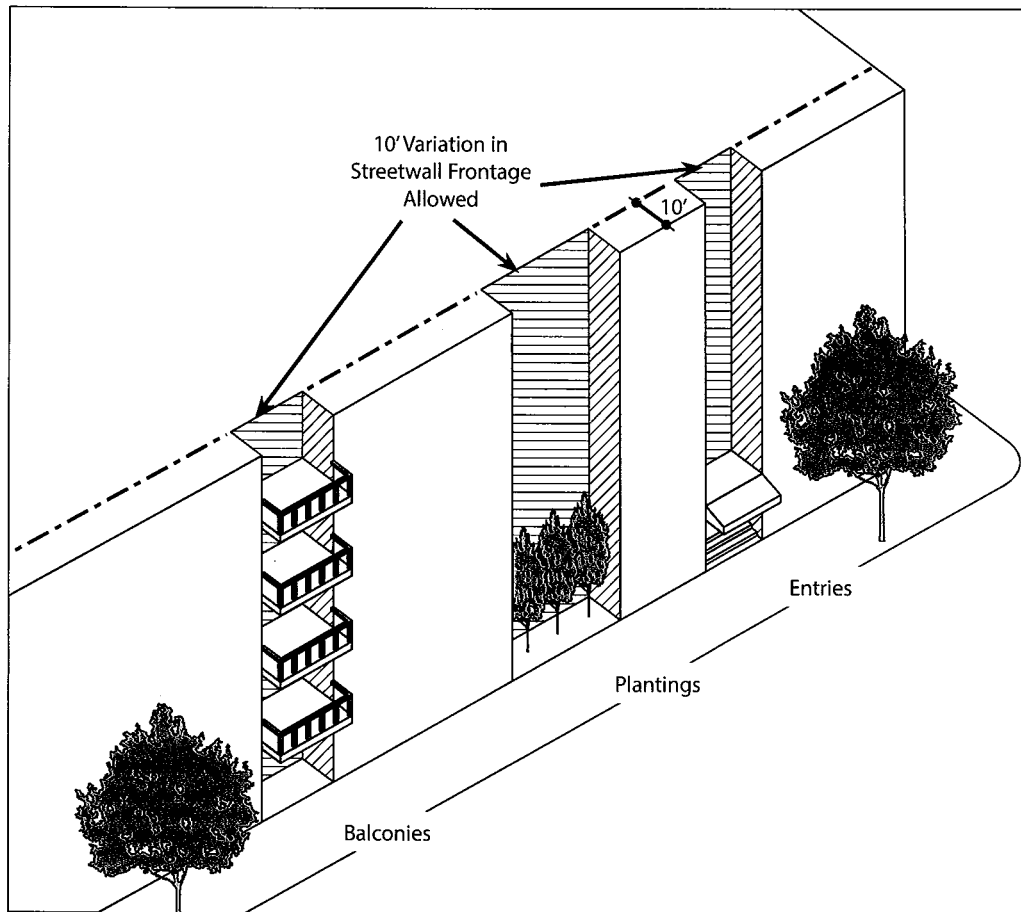


Fig. 12 Streetwall Variation Examples

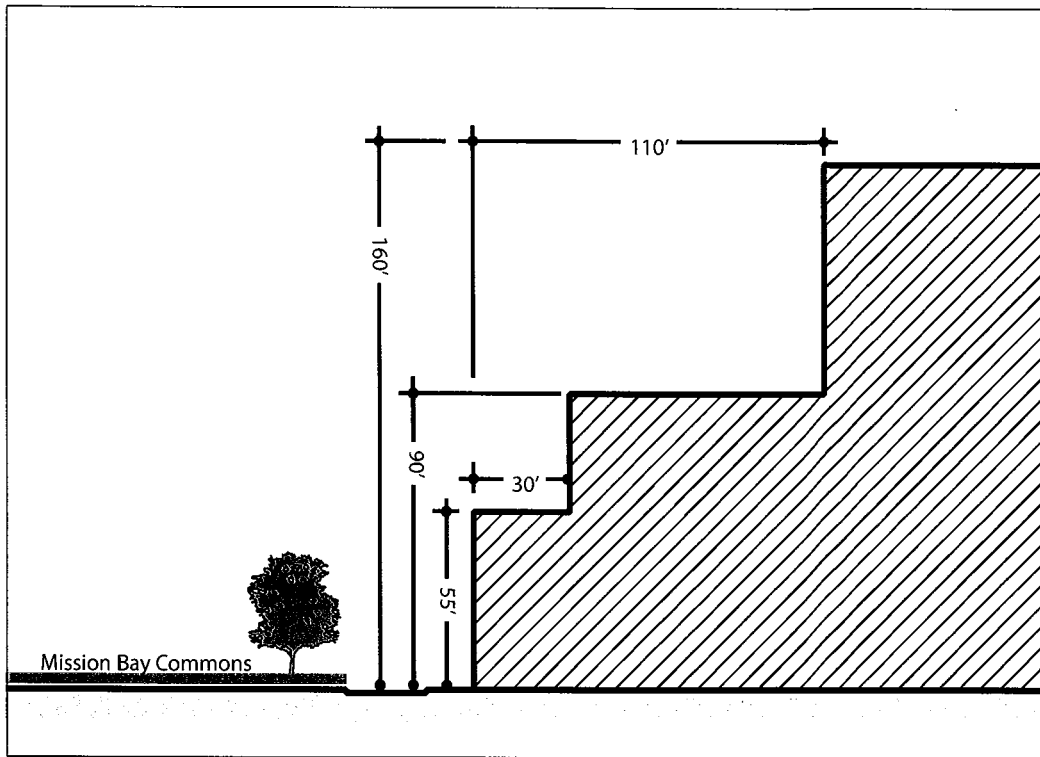


Fig. 13 Required Stepbacks in HZ5 for Blocks 26 & 26A

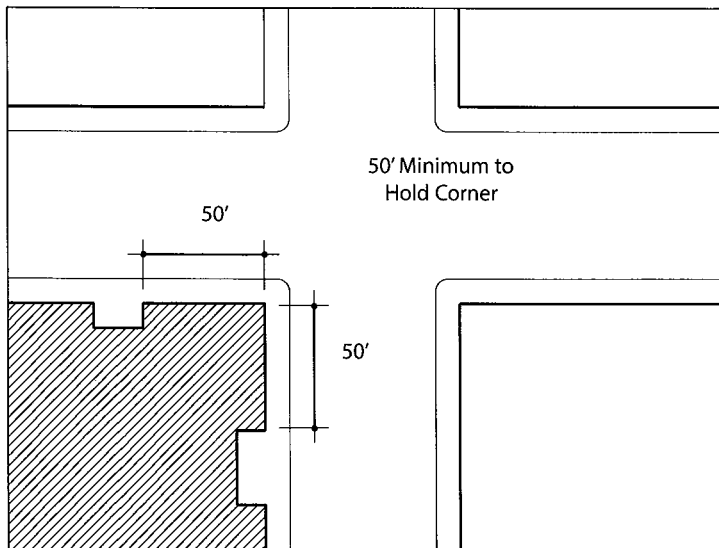


Fig. 14 Corner Zone Conditions

Open Space (Public)

At full buildout, the Plan Area shall include approximately 41 acres of publicly accessible open space, including a minimum of 8 acres of publicly accessible open space within the UCSF campus (see Map 8). Connectors and setbacks, while they will be publicly accessible, are not included in the 41 acres of public open space noted above.

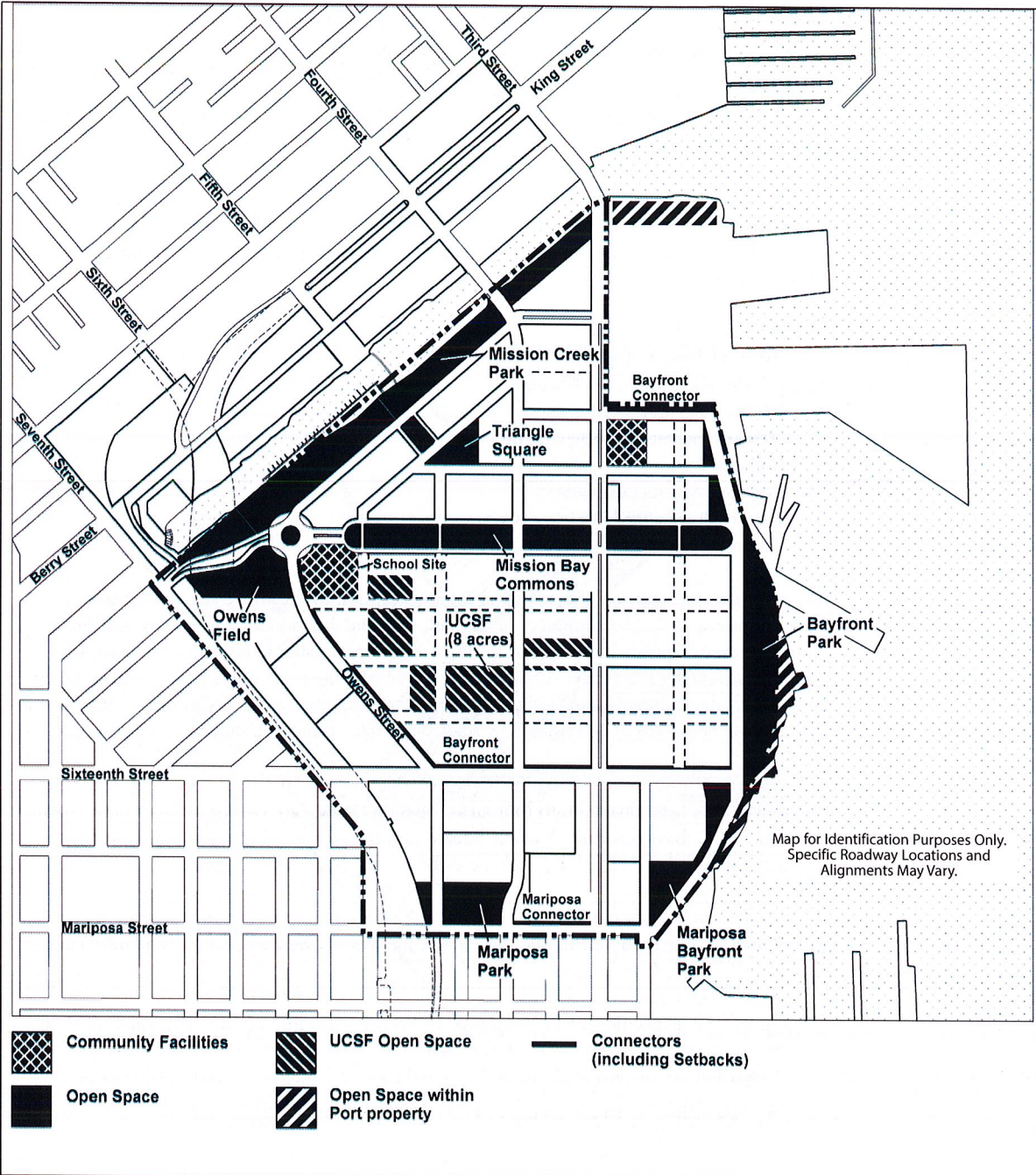
Open Space (Private)

Private open space shall be provided for each dwelling unit in the amount of 70 square feet.

Private residential open space may consist of open space for an individual unit or common usable open space shared by all residents. The requirements can be satisfied in a number of ways and in a variety of areas such as:

- Individual unit open space: patios, terraces, or balconies adjacent to the unit. For individual unit open space to be counted towards the private open space requirement, the minimum horizontal dimension shall be 6 feet.
- Common open space: mid-block lanes (provide they do not permit through traffic other than emergency vehicles), gardens, building courtyards at grade level, rooftop and parking podium level gardens, decks, solaria, and atria open to sun and air, open terraces or recreational facilities for use by residents.
- Sufficient soil depth shall be provided to ensure adequate growth and health for planting within open space on roof decks. The minimum size of trees at installation should be 24" box, and irrigation and under-drainage should be provided for all planting.

Open Space



Map 8

Sunlight Access to Open Space

Design Standards outlined in this document have been prepared with the objective of encouraging new developments to ensure sunlight access to public open spaces and limit the area and duration under shadow. Shadow studies have determined that development complying with the Design Standards will reasonably limit areas of shadow on public open spaces during the active months of the year and during the most active times of the day.

Additional shadow analysis will not be required unless, as a part of a specific project application, the project applicant seeks a variance from the Design Standards herein that establish the shape and location of buildings. Standards determining the shape and location of buildings include:

1. Height
 - Base, Midrise, & Tower Heights
 - Maximum Number of Towers
 - Height Location
 - Tower Orientation, & Separation
2. Bulk
3. Coverage & Streetwall
 - Streetwall Heights
 - Required Stepbacks

If a project applicant requests approval for an exception to the above standards shadow analysis is required. The amount of area shadowed, the duration of the shadow, and the importance of sunlight to the use patterns of open spaces should be taken into account when determining the impact of shadows from development. A project for which an exception is sought shall not create additional areas of public open space in continuous shadow for periods of one hour, as determined by shadow analysis using the following methodology:

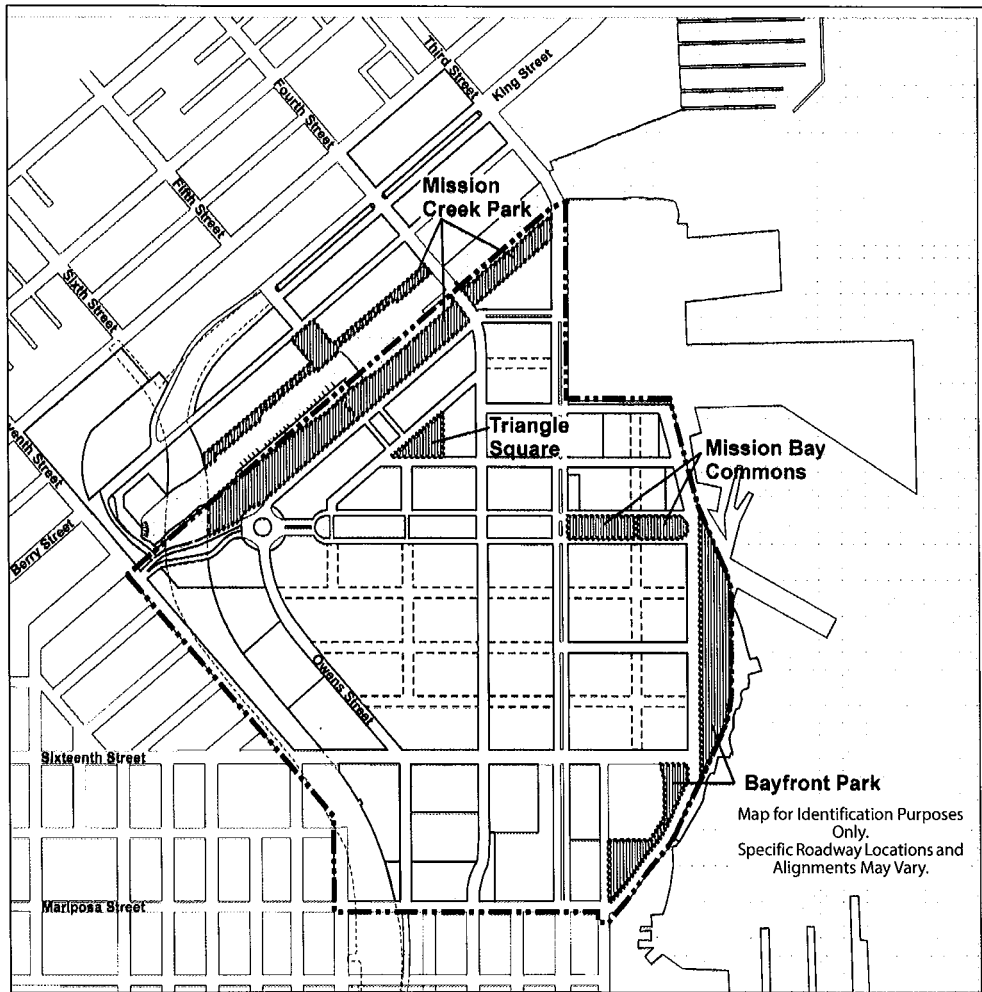
1. For the purposes of assessing the impact of shadows on Mission Bay open spaces, open spaces have been divided into four areas: Mission Creek Park (which includes both North and South), Bayfront Park, Triangle Square, and the section of Mission Bay Commons, between Third Street and Terry Francois Boulevard (see Map 9 on page 37)
2. Shadow analysis should study the area of public open space in continuous shadow for periods of one hour, during the most active months of the year (March-September) and during the most active times of the day (10am-4pm).
3. Analysis for a specific development proposal should take into account aggregate shadow impacts from all buildings over 40 feet in height adjacent to the public open space. For the purpose of shadow analysis, undeveloped parcels should be analyzed using either approved plans for future development or a plan that resembles the maximum allowable building envelope for that parcel.

III. DESIGN STANDARDS

4. The total area of each of the described public open spaces should be the basis for shadow calculation. To reasonably limit areas of open space in continuous shadow for extended periods of time, the area of public open space in continuous shadow for a period of one hour from March to September between 10am and 4pm should not exceed the following percentages:

Mission Creek Park		13%
Bayfront Park	20%	
Triangle Square		17%
Mission Bay Commons		11%

Shadow Analysis:
Open Space



Wind Analysis

Standard:

Wind review will be required for all projects that include buildings over 100 feet in height. Wind tunnel testing may also be required for these buildings unless, upon review by a qualified wind consultant, and with concurrence by the Agency, it is determined that the exposure, massing, and orientation of the building are such that adverse wind impacts will not occur. Wind analysis shall be conducted to assess wind conditions for the project in conjunction with the anticipated pattern of development on surrounding blocks. The objective shall be to use all feasible means to eliminate wind hazards and to reduce adverse wind impacts, including uncomfortable wind conditions, if predicted.

Guidelines:

For blocks that are exposed to winds from the west or north-west, particularly if they front open space, attention should be paid to wind-conscious design. The following guidelines are examples of methods that can be used to eliminate wind hazards and/or to address adverse wind impacts:

- Western facades can be modulated through the use of architectural devices such as surface articulation, variation of planes, wall surfaces, and heights, as well as the placement of stepbacks, courtyards, plazas, and other features.
- Landscaping in appropriate locations, can be used to mitigate wind. Porous materials (vegetation, hedges, screens, latticework, perforated or expanded metal) offer superior wind shelter as compared to a solid surface. Such wind sheltering elements should be located west of the area being protected, and should be of sufficient height. Wind shadows behind porous wind screens provide shelter for a distance downwind equivalent to 3-5 times the height of the wind screen.
- “Breezeways” or notches at the upwind corners of the building should be avoided.
- Building stepbacks can be used to ameliorate ground level wind accelerations. If these stepback areas are used as terraces, they are likely to need properly designed wind screening elements or even partial enclosure to ensure usability. Any wind sheltering strategy should address the likely significant downward component of these winds, particularly below west facing building elements

View Corridors

View corridors follow street alignments and are defined by the Mission Bay South Project Boundary, Development Block and Street Grid Map 3 on page 21.

View corridors are based on the following principles: to preserve the orientation and visual linkages to the Bay and Channel; as well as vistas to hills, the Bay Bridge and the downtown skyline; to preserve orientation and visual linkages that provide a sense of place within Mission Bay.

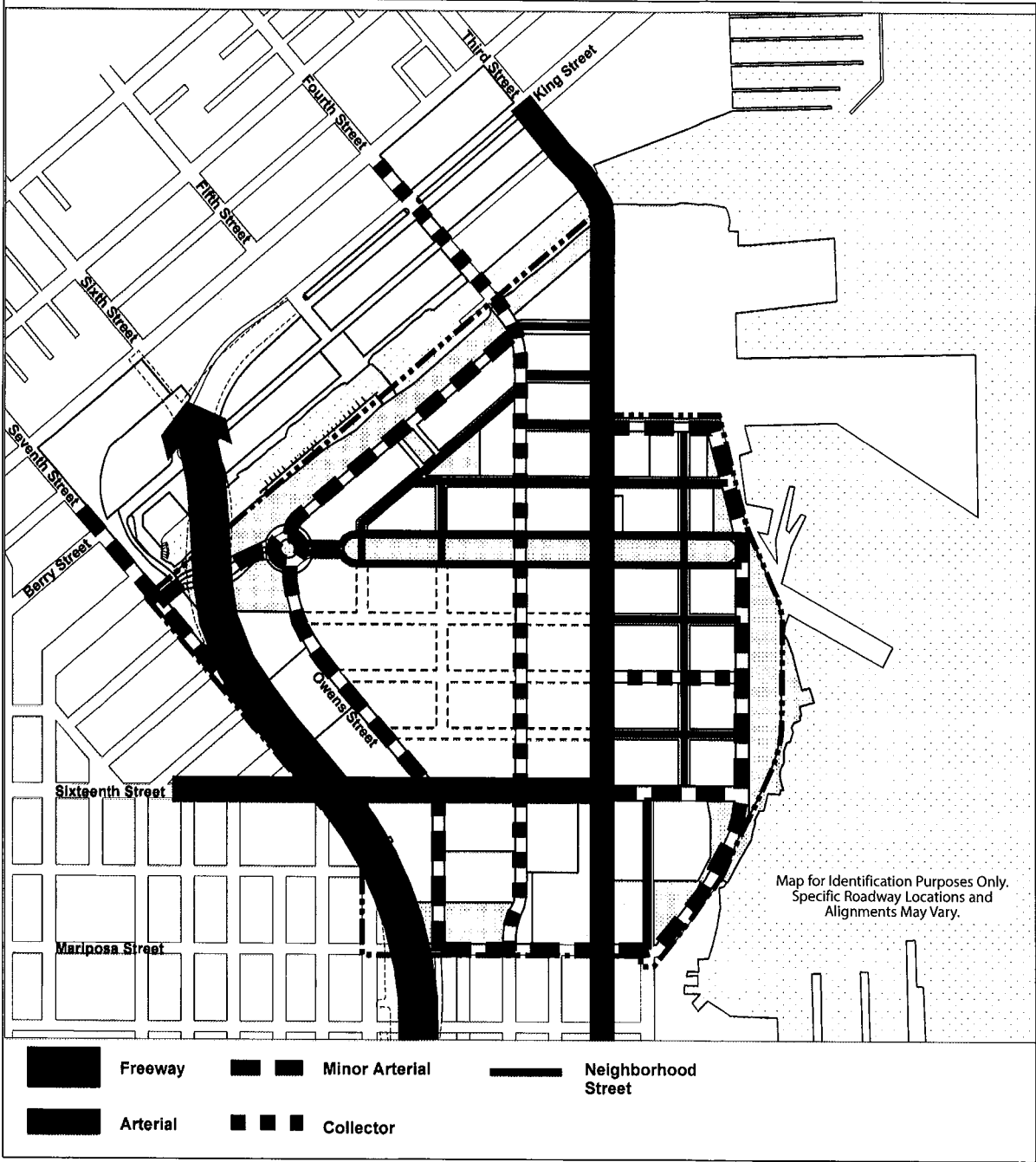
- No building or portion thereof shall block a view corridor, **provided, however, that a view corridor on Blocks 29-32 may terminate in an Event Center that provides an important architectural statement as recommended in the Commercial Industrial Guidelines.**
- The street grid is an extension of San Francisco's historic urban pattern of Spanish measure Vara blocks.

Street System

The Mission Bay South Street Grid system shall be generally as described and illustrated in the Mission Bay Street Grid Diagram provided herein.

Street	Description
Arterial Streets	
Third Street	Existing arterial connecting to the South of Market and Bayview Districts. Bus and Light Rail.
Sixteenth Street	Major east-west arterial. Main link to Potrero Hill under I-280.
Minor Arterial Streets	
Mariposa Street	Minor arterial linking Potrero Hill to the Bayfront and providing Freeway access.
Owens Street	Minor north-south arterial. UCSF campus service street. Link to I-280 exit south of Mariposa.
Seventh Street (& Seventh Street Connection)	Minor arterial linking Mission Bay to South of Market and downtown.
Terry Francois Boulevard	Bayfront scenic boulevard providing access to water-edge uses, Bayfront Open Space, and the Bay Trail.
Collector Streets	
Fourth Street	Local collector and bicycle commute street that serves as a connector to the South of Market District, UCSF, and the core of the Mission Bay South Neighborhood Commercial District
Illinois Street	Local collector south from Sixteenth Street.
South Street	Local collector south from Third Street to Terry Francois Boulevard.
Neighborhood Streets	
Fifth Street	Minor residential/neighborhood street with open space and segments for pedestrian use.
Mission Bay Commons	Couplet of neighborhood streets running east-west along the Mission Bay Commons from Owens Street to Terry Francois Boulevard.
Residential Streets	Minor streets in the residential district designed to be pedestrian-friendly and discourage through traffic.

Street Hierarchy



Map 10

P a r k i n g

The number of off-street parking spaces required and/or allowed for uses within Mission Bay South shall be as prescribed in the table included herein. Parking calculations shall be based on the total aggregate anticipated square footage by structure (and in the case of the Event Center, total number of seats) rather than applied to any single tenant. When the calculation of off-street parking spaces results in a fractional number, it must be adjusted to the closest whole number of spaces.

- Parking for residential and retail uses shall be screened from view of pedestrians. (See guidelines for recommended methods).
- One secure bicycle parking space must be provided for every 20 vehicular parking spaces or fraction thereof.
- The entrance to any offsite parking facility shall not be more than 600' from the entrance to the building in which units are located. The existence of offsite parking facilities may be used to satisfy some portion of the parking requirements for a project on Blocks 29-32 that is approved to include an Event Center, provided that the entrance to any such offsite parking facility is located within 300' of an Event Center Project building entrance.
- Parking spaces provided for a project on Blocks 29-32 that is approved to include an Event Center may be shared among various users of Blocks 29-32 as determined by such users (for example, without limitation, parking spaces provided for daytime office use may be used by the Event Center on nights and weekends).
- Rooftop parking in residential and mixed-use areas shall be screened from views of above utilizing such methods as landscaping, trellises or structures.
- The required ratio of compact spaces to standard size spaces is 50%.
- The minimum size requirement for parking spaces is: compact = 127.5 s.f.; standard = 160s.f.

III. DESIGN STANDARDS

Use	Number of Parking Spaces
Residential	Maximum of one space for each dwelling unit
Retail (Excepting specific uses addressed below)	<p>Maximum of one space for each 500 square feet of gross floor area up to 20,000 square feet, plus one space for each 250 square feet in excess of 20,000 square feet.</p> <p>For retail greater than 20,000 square feet, the minimum amount of parking required is 75% of the maximum number of parking spaces allowed.</p> <p>For retail greater than 50,000 gross square feet, a ratio could be established by the Redevelopment Agency based on development specific parking demand and not to exceed 10% greater than the limit stated herein.</p>
Restaurants, bars, clubs, pool hall, dance hall, or similar enterprise.	<p>Maximum of one space for each 200 square feet of gross floor area, where the occupied floor area exceeds 5,000 square feet.</p> <p>For these uses greater than 20,000 square feet, the minimum amount of parking required is 75% of the maximum number of parking spaces allowed.</p>
Commercial Industrial	One space for each 1,000 square feet of gross floor area shall be provided (maximum and minimum); except that two spaces for each 1,000 square feet of gross floor area shall be permitted for up to 1,734,000 feet of gross floor area of life sciences, biotechnology, biomedical, or similar research facility uses.*
Commercial Industrial Retail	Commercial Industrial uses subject to Commercial Industrial standards. Retail subject to applicable Retail standards.
Theater	Maximum of one space for each eight seats up to 1,000 seats where the number of seats exceeds 50 seats, plus one for each 10 seats in excess of 1,000 seats. The minimum amount of parking required is 75% of the maximum number of parking spaces allowed.
Hotel	Maximum of one space per 16 guest bedrooms.
Event Center	1 space per 50 seats

* For purposes of this parking provision only, "life sciences, biotechnology, biomedical or similar research facility uses" shall refer to any structure occupied primarily for such use or uses, provided, however, that any structure occupied primarily for administrative functions shall be subject to the one space per 1,000 square feet of floor area standard.

Loading

Off-street loading spaces shall be provided per gross square feet of floor area as indicated in the following chart. Service and loading docks shall be screened from streets and adjacent uses. For multi-parcel developments, loading spaces can be aggregated. A lower ratio may be established by the Redevelopment Agency based on a development-specific loading study.

- The dimensions of loading spaces shall be at least 10' wide by 35' long by 14' high.
- Loading areas and all refuse storage and dumpsters shall be enclosed within structures and out of view from pedestrians areas.

Use	Spaces	Gross Floor Area
Commercial	0	0 to 100,000
	1	100,001 to 200,000
	2	200,001 to 500,000
	3	Over 500,000 plus 1 for each additional 400,000
Retail*	0	0 to 10,000
	1	10,001 to 60,000
	2	60,001 to 100,000
	3	Over 100,000 plus 1 for each additional 80,000
Residential	0	0 to 100,000
	1	100,001 to 200,000
	2	200,001 to 500,000
	3	Over 500,000 plus 1 for each additional 400,000

Off-street tour bus loading for the Hotel shall be provided as follows:

Number of Hotel Rooms	Number of Loading Spaces
0 -200	0
201 - 350	1
351-500	2

The dimensions of each space shall be a minimum of 45 feet by 9 feet with a minimum clearance of 14 feet. Spaces for tour bus loading can be provided at adjacent curbs or immediate vicinity provided that they do not cause substantial adverse effects on pedestrian circulation, transit operations, or general traffic circulation.

Signage

The following are general signage standards that apply to all development within the Plan Area. The Agency may require the submission of a uniform signage program in connection with an owner participation agreement. Signage will be reviewed by the Agency as part of the design review process.

- No billboards are permitted.
- No general advertising signs are permitted in the public right-of-way except as integrated in MUNI or DPW street furnishings.

Residential Land Use District:

- Flashing signs, moving signs and roof signs are not permitted.
- Business signs are allowed for retail uses.
- No business signs are permitted above 1/2 of the base height of the building.

Hotel Land Use District (Block 1):

- The hotel parcel is a triangle bounded by the Channel, Third Street and a new street linking Third Street to Fourth Street. Flashing signs, moving signs, and roof signs should not be directed towards the channel edge or the new street at the southern edge of the block.

Commercial Industrial and Commercial Industrial/Retail Land Use Districts:

- Flashing signs, moving signs and roof signs are not permitted.
- Business signs are allowed.
- No business signs are permitted above 1/2 of the base height of the building, except in the following cases:
 - For signs placed along the western facade of buildings located west of Owens Street:
 - Signs may be placed up to a maximum of 80 feet in height of the building;
 - Signs are limited to 200 square feet in size per parcel; and
 - Signs placed above 1/2 of the base height of the building must be lowered to no more than 1/2 of the base height of the building within one year of the I-280 free-way being removed from its current location.
- The Agency will require the submission of a comprehensive signage program for an Event Center Project for Agency discretionary approval, through an amendment to the Mission Bay South Signage Master Plan, which may include flashing signs, moving signs, and roof signs, and business signs above 1/2 of the base height of the building.

I V . D e s i g n G u i d e l i n e s

Introduction

The Design Guidelines contained in this document provide design recommendations for both private and public design and construction consistent with the Redevelopment Plan.

A few key urban design concepts work together to provide a framework for all elements of future design and construction in the Plan Area. These concepts are reflected to the extent feasible in this Design for Development. First is an urban street grid which builds off of the primary existing streets and a traditional San Francisco pattern of Vara blocks, to allow for the transformation of an industrial pattern to one which welcomes the buildings and open spaces of a living/working/shopping neighborhood. In the tradition of cities by the water, this same framework of streets serves as view corridors that visually connect Mission Bay to the Bay and the City's downtown. A network of varied open spaces located to take advantage of the area's distinctive natural features, sized to serve area needs, and linked visually and physically to invite intensive use is a third key urban design feature. Finally, the concept of interesting, urban scale buildings which establish a clear and consistent building edge along primary streets in both residential and commercial areas will complete a flexible urban design framework within which incremental development can occur to create a new City district.

Taken together, and as illustrated on the attached Urban Design Framework diagram, the pattern of streets, open space and buildings will bring an awareness of the Channel and the Bay front into all subdistricts of Mission Bay. It will open vistas to the City and region -- the downtown skyline, Twin Peaks, Buena Vista Park, Potrero Hill, the Embarcadero and the East Bay. And, it will showcase Mission Bay's own distinctive open spaces and new residential and commercial structures.

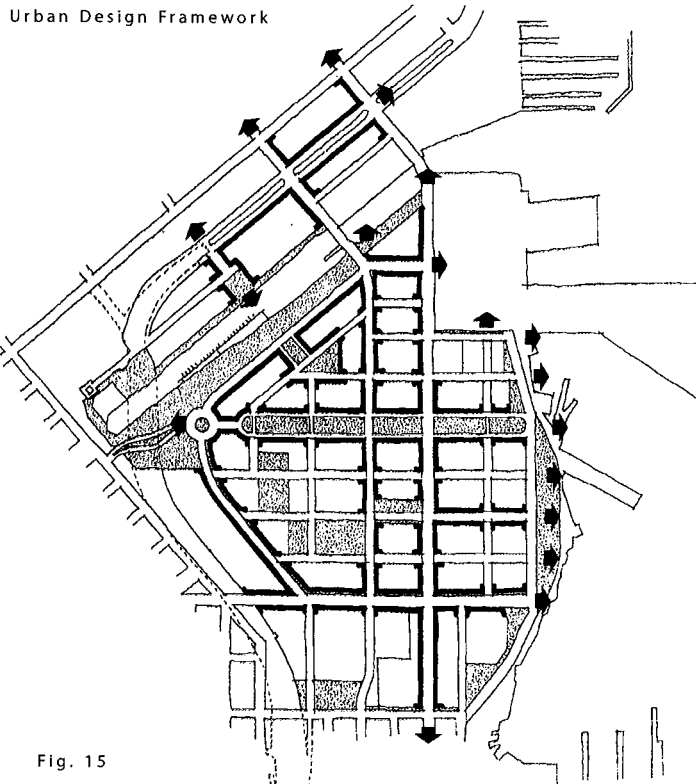


Fig. 15

A . O p e n S p a c e G u i d e l i n e s

A. OPEN SPACE GUIDELINES

Mission Bay South Open Space

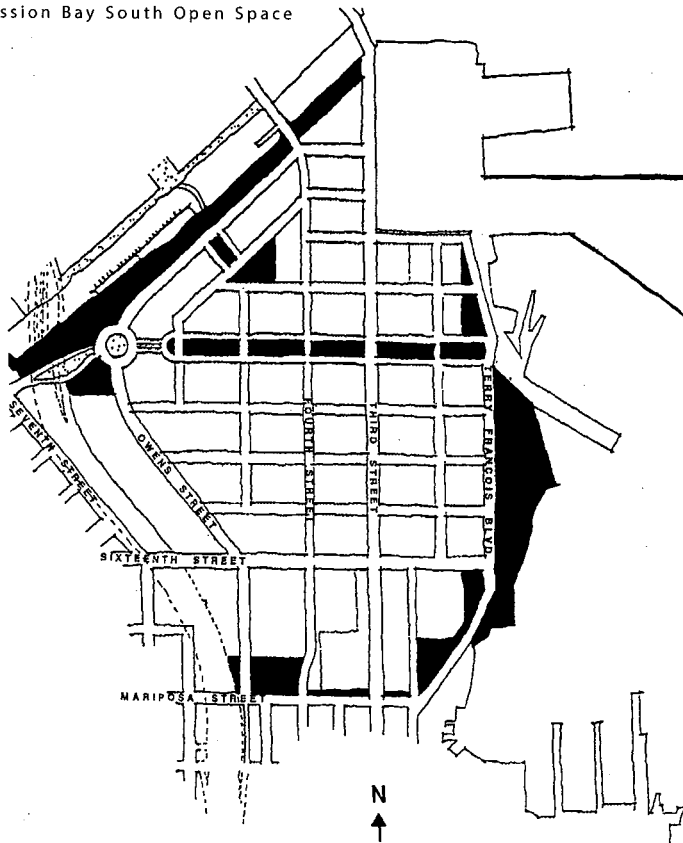


Fig. 16

The Mission Bay South open space system creates a linked system of parks, plazas, and play areas providing a variety of public amenities and spaces for passive and active recreation which are appropriate in their location and respond to adjacent uses.

The system is reinforced by its visual and physical connections to features and activities within Mission Bay South, ties into the minimum 8 acres of publicly accessible open space provided by UCSF within its campus, and integrates into the citywide distribution of public open space existing and proposed. Existing and proposed bicycle and pedestrian pathways connect the Mission Bay South Open Space and Street System with adjacent uses, surrounding neighborhoods, and the citywide network of bicycle and pedestrian routes.

It is anticipated that Mission Bay South open spaces will serve a wide range of constituents with a variety of active and passive uses. Open spaces will be designed to include essential accessory facilities, where appropriate, including bicycle parking areas and adequate lighting.

Horticulture:

Existing soil and drainage conditions in Mission Bay are a result of the site's evolution from a bay marsh land to its present form over a period of more than fifty years and may affect successful development of proposed plant material. It is important that each parcel, as it is developed, be carefully evaluated for soil fertility and subsurface drainage quality and that the program of soil preparation, drainage and plant selection be adapted to these specific environmental conditions.

Mission Creek Park - South Channel:

Develop the south side of the Channel (P1, P2, & P3), consistent with regulatory requirements, as a primarily green space with pedestrian pathways, children's play area, gardens, and water-oriented viewing and seating areas.

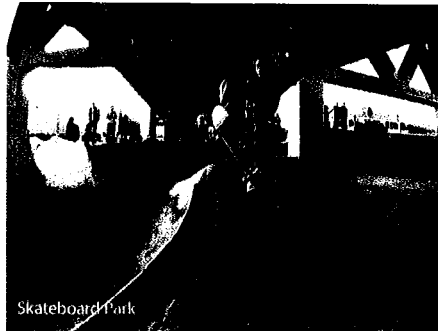
- Provide planting along Channel edge to elevation of mean low tide with vegetation compatible with each tidal zone.
- Provide reinforcement as required for bank stability and to prevent erosion, using natural materials and including vegetation where feasible.
- Remove existing concrete rip-rap and replace it with plantings from the top of bank to the water, consistent with stabilization requirements.
- Establish shoreline island and/or perch piling to support intertidal bird activity.
- Integrate design with existing Mission Creek Harbor Association, Inc. (MCHA) Park and required MCHA leasehold access and amenities.
- Continue public park between Fourth and Third Streets along the Channel, and include intertidal habitat where viable, recognizing intensive use from hotel patrons in character of landscape and use of paving materials.
- Incorporate boat storage and parking for Mission Creek Harbor.
- Integrate bike path for recreational uses.
- Develop majority of park as lawn to encourage informal recreation.
- Explore, as feasible, the development of a fresh water pond as a passive recreational opportunity and as a component of wildlife habitat, using storm/reclaimed water.

Mission Creek Park - Bank Treatment

- If pilings must be removed, they will be replaced, if permitted by regulatory agencies, in locations acceptable to the Mission Creek Conservancy. Alternative perching opportunities may be provided acceptable to all parties.
- Consider provision of additional piling and/or floats for roosting habitat.
- Develop an appropriate vegetation program for Mission Creek that recognizes the tidal vegetation ranges: low marsh, high marsh, transition zone, and upland vegetation.
- Pickleweed will be retained to the extent possible. If existing pickleweed is disturbed, it will be replaced from existing stock as feasible.
- Maintain and expand gently sloping banks in the intertidal area to encourage foraging shore birds.
- Design storm water outfalls to minimize scouring and erosion of mudflats.

Owens Field:

Develop Owens Field (P7, P8, P9) to accommodate a variety of zones for active recreation such as a softball field, and in areas under the freeway, compatible recreation such as skateboarding, rollerblading and basketball.



Triangle Square:

Develop the Triangle Square (P6) as a symbolic center for the community (similar to Sidney Walton Park where a central green space accommodates flexibility in programming and use), including uses for children and families and that invite daily and active use.

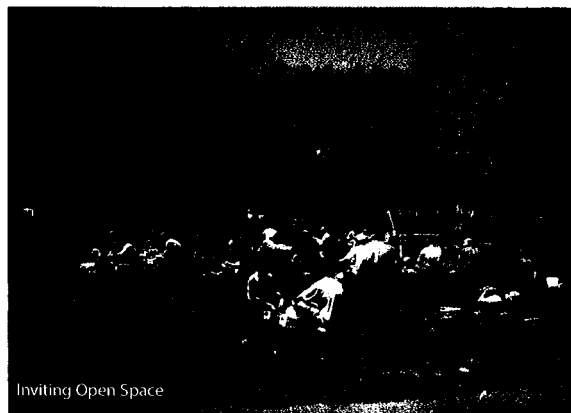
- Include features that symbolically establish a link to Mission Creek.



Mission Bay Commons:

Design the Commons (P11, P12, P13, P15, P16, P17) as a focal point of activity similar to South Park and as a meeting ground between UCSF and Mission Bay neighborhoods.

- Reinforce views to the Bay, Buena Vista Park, and Twin Peaks from the deepest location of the Commons.
- Encourage diversity in activities and respond to surrounding land uses while providing an overall unified character.
- Develop the Commons as an inviting urban open space. Maintain design continuity and spatial definition from east to west using durable and vegetative materials and by maintaining a continuous pedestrian pathway and built edge of appropriate scale and character along its length.
- Encourage retail development on the ground floor of buildings fronting the Mission Bay Commons, between Third and Fourth Streets. Integrate small accessory concessions uses to be located in the Commons as determined feasible and appropriate.
- Allow appropriate hardscape areas to accommodate a variety of uses.

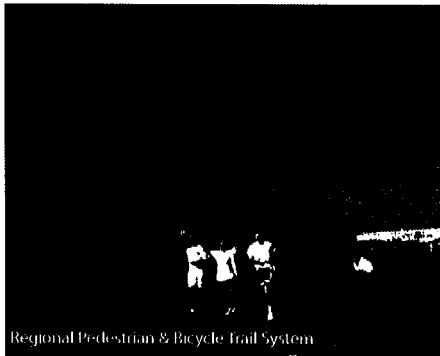


Inviting Open Space

Bayfront Park:

Develop the park along the Bayfront, both within and adjacent to the project area, with a character predominantly defined by water-oriented activities and open flexible-use lawn areas which can accommodate a variety of passive, active and major recreation uses, such as soccer or other field related sports or informal performance areas, similar to Marina Green.

- Provide a focal point or significant design feature at the end of the Commons and integrate Commons with the design of the boat launch.
- Work with the Port to maintain essential waterfront access and integrate with Port destinations adjacent to the project area such as the existing Agua Vista Park.
- Encourage an accessory use such as a restaurant or a pavilion in areas under Port ownership with a recognition of the potential visual impact that this structure could have in the Bayfront Park and from Mission Bay streets.
- Provide pathways that link to city and regional pedestrian and bicycle trail systems, such as the continuation of the Bay Trail along the length of the eastern edge.
- Incorporate boat trailer parking.



Mariposa Walk and Parks:

Design Mariposa Park (P26) and Mariposa Bayfront Park (P25) as green, active, flexible use parks connected by Mariposa Walk, providing an open space resource to surrounding neighborhoods including Potrero Hill and a landscaped connection to the Bay.

- Mariposa Park: Develop the Mariposa Park (P26) as a green flexible use community park, available as a junior soccer field.
- Mariposa Walk: Develop a 30' wide (20' publicly accessible building setback and 10' public sidewalk) pedestrian/bicycle connection from Potrero Hill to the Bayfront Park along the northern edge of Mariposa Street.
- Mariposa Bayfront Park: Provide a neighborhood open space at the waterfront edge of Mariposa Street for waterfront viewing, community activities, picnic benches and informal play areas.
- Design utility structures to include public amenities or public art to complement surrounding open space and to minimize impacts on waterfront areas.

Pedestrian Bridge Over Channel:

To create a pedestrian link between neighborhoods, provide a pedestrian bridge for neighborhood use across the Channel (subject to regulatory approval and designed to ensure reasonable navigable access) in the vicinity of 5th Street effectively linking North and South of Channel and creating a pedestrian route from Fifth Street Square to Mission Creek Park, and on to Triangle Square, the Commons, and the Bay.

Special Landscape Linkages:

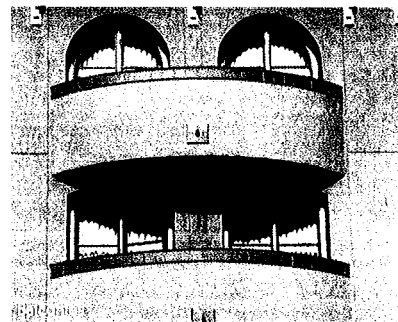
Where specific sidewalks form essential linkages between and along public open space areas, consideration should be given to special landscape treatment to encourage use of these sidewalks. This might involve tree selection, additional plantings or special paving, and might be considered for linkages such as the Fifth Street extension from King Street in Mission Bay North to Triangle Square and the Commons, or for Fourth Street as an important link from Mariposa Walk to Mission Creek Park.

D Private Open Space

Residential Open Space:

Private residential open space, as required by the Design Standards, may consist of open space for an individual unit or common usable open space shared by residents. The requirements can be satisfied in a number of ways and in a variety of areas such as:

- Individual unit open space: patios, terraces, or balconies adjacent to the unit.
- Common open space: mid-block lanes (provided they do not permit through traffic other than emergency vehicles), gardens, building courtyards at grade level, arcades, rooftop and parking podium level gardens, decks, solaria, and atria open to sun and air, open terraces or recreational facilities.
- Where feasible, the residential open space should maximize sunlight and be oriented to significant natural features such as the Channel and the Bay.
- Private open space, where feasible, should enhance public open space areas utilizing design features such as: views to private open space from sidewalks and parks, enhanced walkways and pedestrian linkages, and similar measures.



Rooftop Recreation/Community Structures:

For rooftop recreation/community structures as permitted in the design standards:

- The walls enclosing such structures are set back from the roof perimeter in such a way that they are not visible from the opposite sidewalk along the adjoining street.
- The walls enclosing such structures should be predominately transparent (clear glass or open).

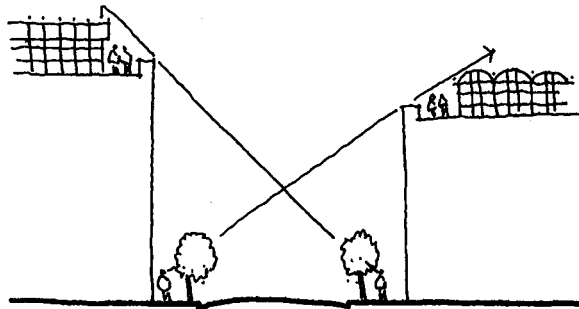
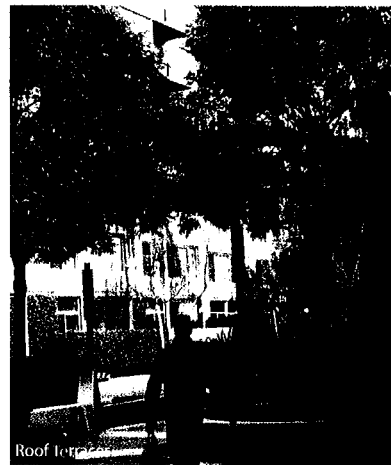


Fig. 17 Rooftop Community Structures



B . R e s i d e n t i a l G u i d e l i n e s

B. RESIDENTIAL GUIDELINES

The Mission Bay South Residential District, located in the northern portion of the Plan Area is a mix of market-rate and affordable family units, and neighborhood retail, forming a tightly knit urban community in the heart of an emerging, vibrant mixed use district in San Francisco.

Situated along major access routes, and bordered by UCSF to the south, and the Channel to the north, the District combines the excitement of living in a bustling city with the potential for respite through orientation towards the Channel, neighborhood parks, the Bayfront, and the life of mid block open spaces.

It is envisioned as a district of walkable streets with a network of private and public open spaces. It is a district that is built to the street edge with a lively pedestrian-friendly ground level of residential entries, neighborhood stores, and well designed sidewalks. It is a district of buildings that are sensitively scaled and that accommodate variations in design features and materials, providing interest and character in a way that is reminiscent of the best architecture of San Francisco.

Residential Guidelines, outlined and illustrated in the following pages provide recommendations for all new housing construction on blocks designated Mission Bay South Residential in the Land Use Plan on page 20.

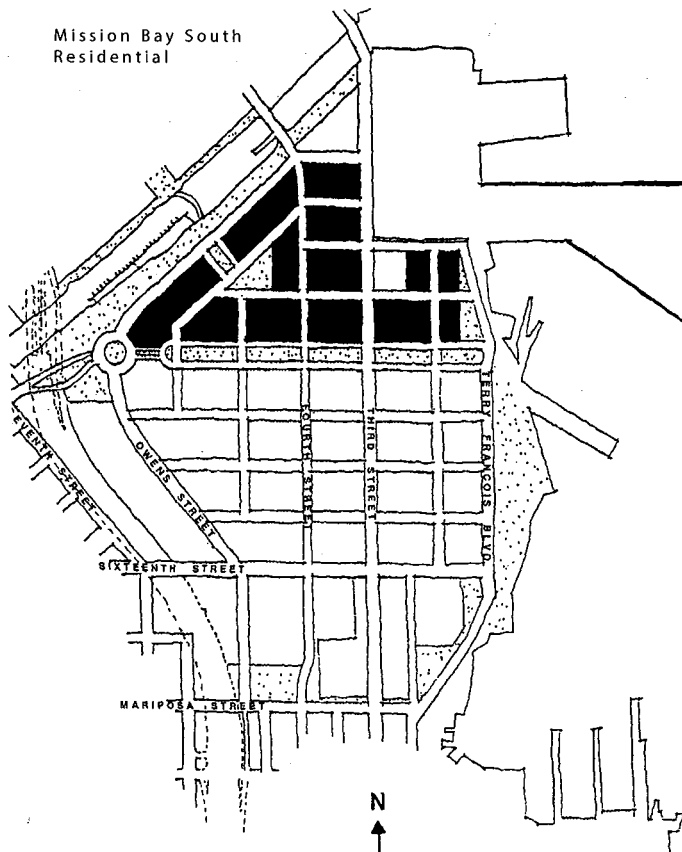


Fig. 18

Mid-Block Walkways:

- Mid-block lanes should complement the primary street system, and shall be publicly accessible during daylight hours.
- To promote better pedestrian access and modulate the scale of development, additional mid-block lanes may be provided (in addition to these required on Blocks 12 & 13 as outlined in the Design Standards). These mid-block lanes may be for pedestrians only or may also provide vehicular access, additional building frontage, and on-street parking.

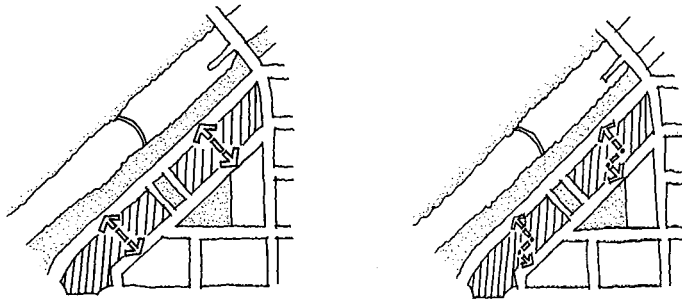


Fig. 19 Mid-Block Walkway Examples on Blocks 12 & 13



View Corridors:

In a few locations in Mission Bay, view corridors may terminate in buildings rather than in vistas. These visual termination points are important architectural opportunities and should be designed in a manner that reflects their importance.

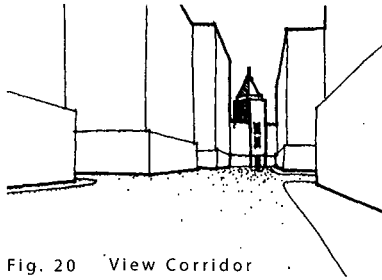


Fig. 20 View Corridor

Streetwall and Setbacks:

Residential buildings should be continuous at the property line on streets, except for occasional breaks in the streetwall for entry to a courtyard, building, or mid-block lanes.

- Other streets not specifically mentioned in the Design Standards are also encouraged to have continuous streetwalls.
- While mid-block lanes should also be designed to generally adhere to these guidelines, they may include more generous setbacks to create additional open space.
- Certain streets have mandatory setbacks from the property line and are identified in the section on Setbacks in the Design Standards. Streetwall guidelines should be observed at the boundary of these setbacks.

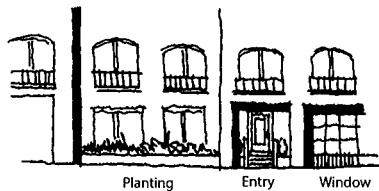


Fig. 21 Streetwall Setbacks

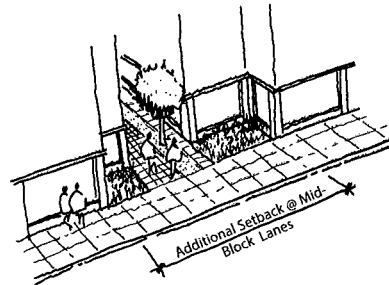


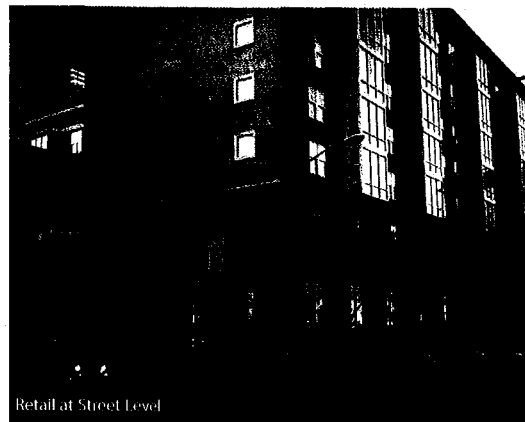
Fig. 22 Additional Setback for Mid-block Lanes



Pedestrian Scale:

At the ground level, the design and scale of building facades and sidewalks should enhance the pedestrian experience by being visually interesting, active, and comfortable.

- Neighborhood-serving retail, where feasible, is encouraged on the ground floor of residential buildings. Guidelines that specifically address neighborhood retail are discussed in the Retail Guidelines.
- Residential uses at or near street level enliven the pedestrian experience, as well as foster a sense of community and safety. Privacy issues for residents should be considered along with opportunities for direct access to the street.
- Buildings at street level should create pedestrian scale and interest by minimizing the use of blank walls and incorporating architectural and landscape features of interest and utility.
(See following sub-section on Architectural Details for suggested design character for building bases at the street level.)
- Attention should be given to the choice of trees, sidewalk details, and street furniture in order to maintain pedestrian scale.
(See section on Street Guidelines for specific recommendations on streetscape design.)



Entries:

Frequent residential entries are encouraged to create the fine-grained, pedestrian-oriented streets that are characteristic of San Francisco neighborhoods.

- For larger buildings with shared entries, entry should be through prominent entry lobbies or central courtyards facing the street. From the street, these entries and courtyards can provide visual interest, orientation, and a sense of invitation.
- Provide multiple entries at street level where appropriate, if consistent with security and other concerns.
- Ground floor residential units are encouraged to have their principal entrance from the neighborhood streets where feasible.

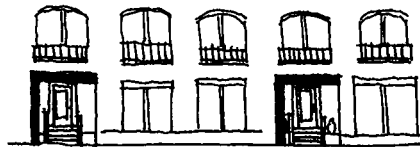


Fig. 23 Residential Entries

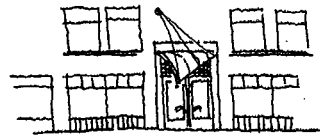
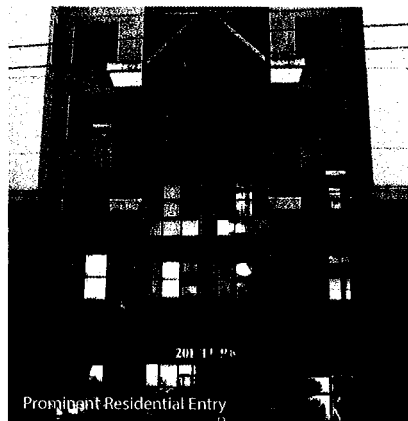


Fig. 24A Prominent Residential Entries



Fig. 24B Prominent Residential Entries



Prominent Residential Entry



Residential Entry from Street

Building Height & Form

Height Locations:

The predominant residential height zone in Mission Bay North allows buildings to a maximum of 65'. Mid-rise buildings up to 90' high and towers up to 160' may be constructed within a percentage of the developable area of each height zone as indicated in the Design Standards

- It is anticipated that within the residential areas of Mission Bay, there will be a range of building heights as is typical in high density San Francisco neighborhoods. Many of the developments will be around 50' tall, and developments along the Channel will have an average streetwall height of 50'. The height of residential buildings should generally step down to the Channel and the Bay.
- The placement of 160' tall buildings should mark significant areas and reinforce locations of more intense activity along King Street, Third Street, Fourth Street and Fifth Street (e.g. major intersections, transit stops, and gateways) and preserve, frame, and enhance views and view corridors. Their location should also be sensitive to the fact that seen together, these buildings will determine the skyline character of Mission Bay.
- Traditional development patterns in older San Francisco neighborhoods also provide a model for reference including three story buildings typically modulated at approximately 25' increments, four story buildings at 50'-100' increments, and taller buildings at approximately 100'.
- Towers directly along Channel Street should be oriented with the short facade facing the park.



Fig. 25 Vertical Articulation

Skyline Character:

Skyline character is a significant component of the overall urban composition that is San Francisco and the guidelines encourage developments which will complement the existing city pattern and result in a new, attractive view element as seen from nearby vantage points.

- Locate taller buildings in clusters so as to establish a distinctive and memorable skyline which reinforces activity and density patterns in Mission Bay.
- Reflecting their importance in the skyline and in deference to prevailing San Francisco patterns, tall buildings should avoid unusual shapes which detract from the clarity of urban form by competing for attention with buildings of greater public significance.
- Recognizing the views of the site from the north, variety in building heights, massing, and building articulation are recommended to promote visual variety and reduce the scale of development.
- Towers should be expressed as vertical elements. If a tower element is adjacent to a mid-rise element, the tower should be distinguished visually. Methods to consider for such tower articulation include stepbacks or other design treatments (such as a vertical “notch”) that set the tower apart visually.

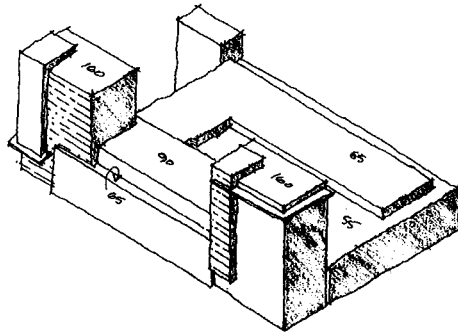


Fig. 26 Tower Articulation: stepback

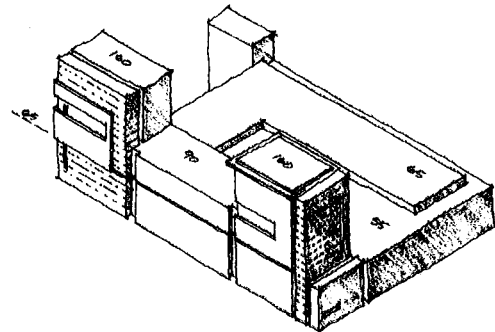


Fig. 27 Tower Articulation: “notch”

D Building Height & Form

Building Base:

For pedestrians, the character of the building base is particularly important in establishing a comfortable scale and environment.

- Variety at street level for pedestrian scale can be achieved through the use of design features such as stairs, stoops, porches, bay windows, rusticated materials and landscaping.

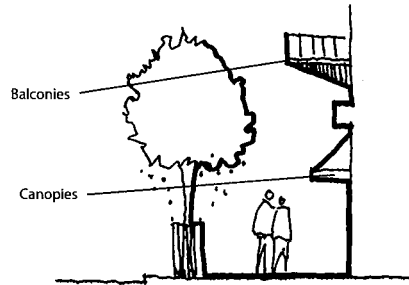
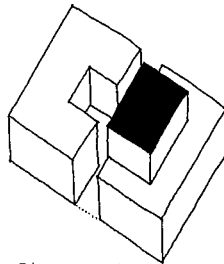


Fig. 28 Building Base



- In the case of taller buildings, setbacks above the tower base should not be so significant that towers have no presence at the ground level.
- Towers should be expressed as vertical elements and integrated into the overall design of the structure.

Not Recommended



Recommended

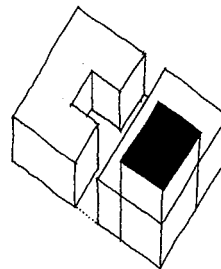
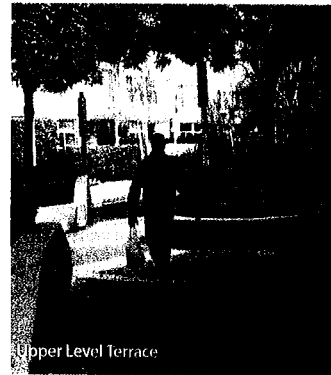


Fig. 29 Tower Placement

Roofscape:

Recognizing that Mission Bay South building roofs may be visible from higher surrounding locations, they should be designed consistent with the architecture of the building.

- Roofs should be visually interesting and should use non-reflective, low intensity colors.
- Mechanical equipment should be organized and designed as a component of the roofscape and not appear to be a leftover or add-on element. Mechanical equipment should be screened as provided in the Design Standards.
- Upper level terraces on residential buildings, particularly on the roof of parking podiums, are encouraged, and if improved, may qualify as required private open space.



Architectural Details

Visual Interest:

To mitigate the scale of development and create a pedestrian friendly environment, building massing should be modulated and articulated to create interest and visual variety.

- A selection of architectural details such as vertical and horizontal recesses and projections, changes in height, floor levels, roof forms, parapets, cornice treatments, window reveals and forms, color, and location of garage and residential entries, as appropriate to each site can create shadows and texture and add to the character of a building.

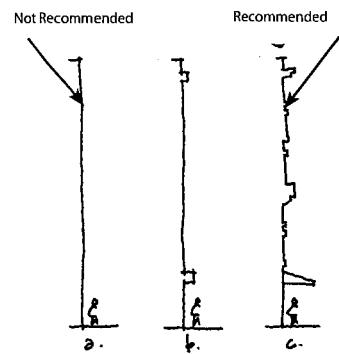
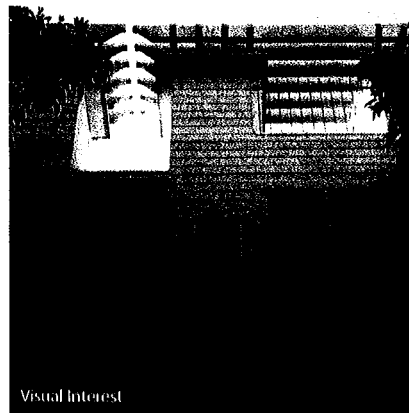
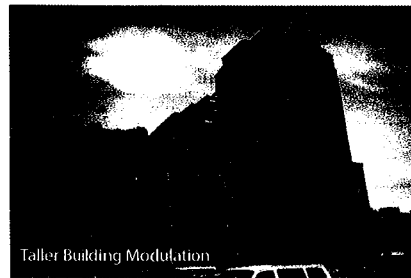


Fig. 30 Architectural Details Create Visual Interest



- As is common in San Francisco Neighborhoods, building variety on a block is desired while maintaining a consistent street frontage.
- Tall buildings should reflect the San Francisco building pattern of base, shaft, and capital separated by cornices, string courses, stepbacks, and other articulating features.

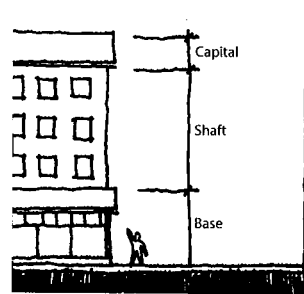


Fig. 31 Base, Shaft, Capital
- A Typical San Francisco Building Pattern



Color and Materials:

Extreme contrasts in materials, colors, shapes and other characteristics which will cause buildings to stand out in excess of their public importance should be avoided.

- Taller buildings should avoid dark tones thereby reinforcing the visual unity and special character of the City.

Corner Zone:

Each street corner site in the Plan Area offers an opportunity to maximize views and sunlight exposure. To realize this advantage and encourage architectural variety, each corner should hold the street wall by building to the street face for a minimum distance of 50' as outlined in the Design Standards.

- Corner buildings should be given special architectural treatment to make them stand out from the building pattern along the rest of the block.

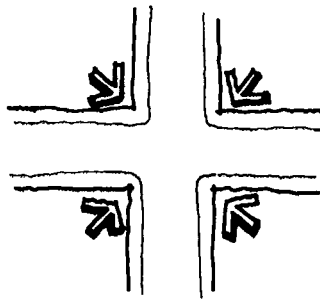


Fig. 32 Build to Corner

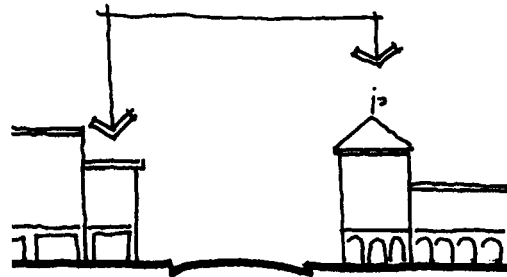


Fig. 33 Mark Corners

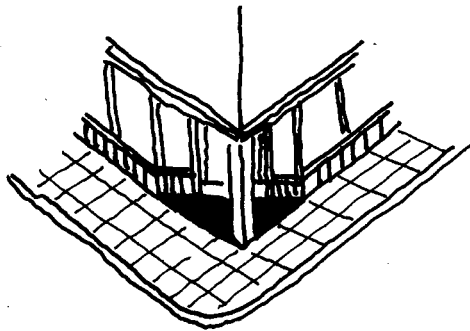


Fig. 34 Corner Pass Throughs



C. Commercial Industrial Guidelines

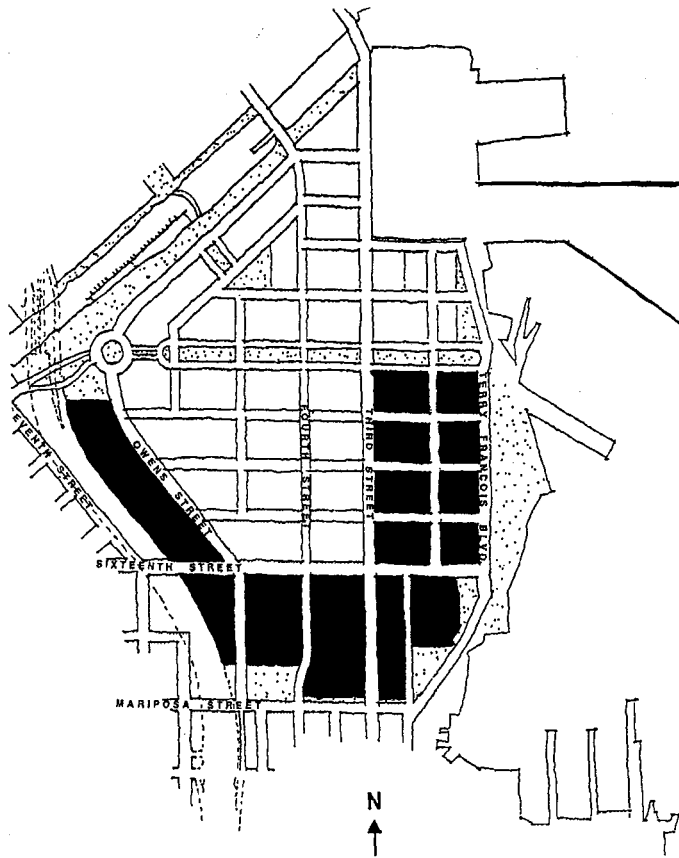


Fig. 35 Mission Bay South Commercial Industrial

The following guidelines refer to uses such as office, research and development, light industrial, general commercial and retail uses in areas designated Commercial Industrial and Commercial Industrial Retail in the Plan Area. It is anticipated that these commercial uses will complement the planned UCSF research campus and will contribute to the mixed-use vibrancy of the Mission Bay community. The guidelines encourage an active and visually interesting pedestrian environment and building placement and character that will give the commercial areas a distinctive identity and one that will complement the overall visual perception of Mission Bay.

View Corridors:

View corridors are defined by the Mission Bay street grid. No building, or portion thereof, shall block a view corridor established by that grid of streets and dedicated right-of-ways.

- The view corridors serve primarily to retain views to the Bay, the Channel, and the downtown skyline, and to reinforce visual linkages between the UCSF campus and surrounding development.
- In a few locations in Mission Bay (e.g. near the Freeway and on Blocks 29-32 to accommodate an Event Center Project), view corridors may terminate in buildings rather than in vistas. These visual termination points are important architectural opportunities and should be designed in a manner that reflects their importance. The building design of an Event Center and its accessory structures should terminate these vistas and internal circulation and complement publicly-accessible pedestrian routes with functional and attractive responses to the public realm. Transparent façades and/or layered views to development beyond the property line, and in particular to dramatic views of the Event Center Building and its accessory structures, should be prioritized.



Fig. 36 View to Bay



Fig. 37 View to City

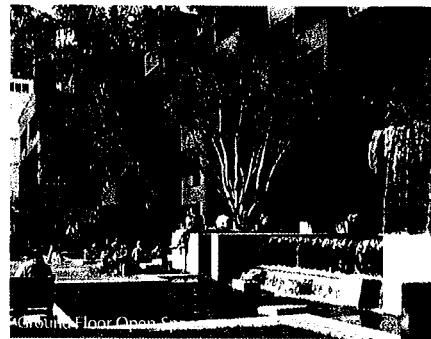
Open Spaces:

Encourage the development of publicly-accessible open spaces at ground level. Where feasible, design these open spaces in relation to local serving retail such as cafes and to the public open space network.

- Public right-of-ways in the Commercial Industrial area that are not needed for vehicular access should be considered for open space and pedestrian uses.



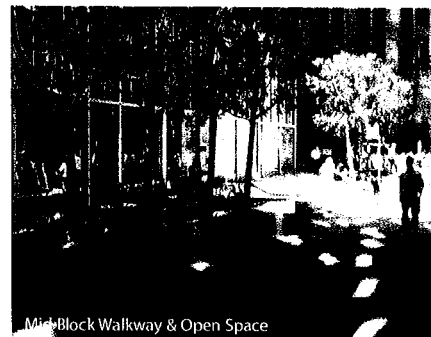
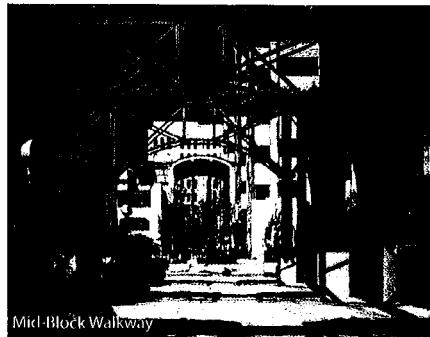
Fig. 38 Ground Floor Open Space



Pedestrian Walkways:

Walkways are encouraged to enhance the pedestrian experience in the Commercial Industrial area.

- Walkways to mid-block open spaces or courtyards are encouraged.
- In the large blocks between 16th and Mariposa Streets, and along the freeway, mid-block pedestrian and/or service-only or parking access lanes are encouraged in the east-west direction to provide needed access and reduce the scale of these blocks.



Streetwall:

Commercial areas in San Francisco are noted for streets with buildings at the property line where there is little or no space between buildings. This historical pattern of development gives San Francisco its intense urban quality and should be a model for Mission Bay development. Commercial Industrial buildings should be continuous at the property line on streets, except for occasional breaks in the streetwall.

- Setbacks up to 10' from the property line are allowed within a continuous streetwall.
- Variations from the streetwall are allowed to create open space, pedestrian circulation space, mid-block lanes, and landscaping areas. However, open spaces should not be so frequent or close together that they undermine the sense of a continuous streetwall.
- Other streets not specifically mentioned in the Design Standards are also encouraged to have continuous street walls.
- Buildings along Terry Francois Boulevard are encouraged to provide variety within the streetwall and visual relief for the Bayfront Park. This streetwall variety may include techniques such as surface articulation, variation of planes, wall surfaces, and heights, differences in materials and colors, as well as the placement of stepbacks, courtyards, plazas, and other features.

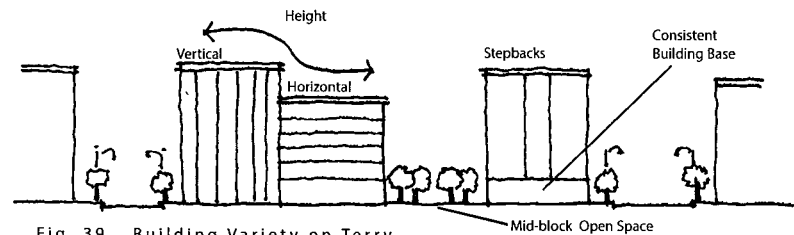


Fig. 39 Building Variety on Terry Francois Blvd.

Street Frontage

Streetwall Height:

Within high density commercial areas of San Francisco such as downtown and south of Market, a typical ratio of street width to streetwall height is approximately 1:1.25.

- The building-street relationship in Mission Bay Commercial Industrial areas should reflect this city pattern.

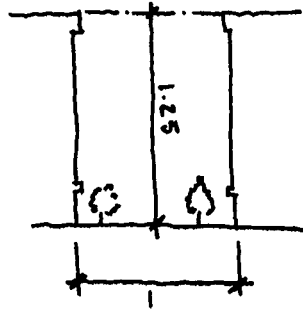


Fig. 40 Streetwall Height



San Francisco Streetwalls

Pedestrian Scale:

Office and other commercial buildings are encouraged to be active and to incorporate visually interesting details and/or decoration into the design of the building base.

(See subsection on Architectural Details for specific guidelines towards creating visual interest and variety.)

- Where a substantial length of windowless wall is found to be unavoidable, a contrast in wall treatment, outdoor seating and/or landscaping should be used to enhance visual interest and pedestrian area vitality, thereby eliminating blank walls.



Fig. 41 Pedestrian Scale on Blank Walls

Curb Cuts:

In order to preserve the continuity and quality of the pedestrian environment, curb cuts for parking and service uses are strongly discouraged along Third Street.

Height Locations:

The predominant commercial height zone in Mission Bay allows buildings to a maximum of 90' high. Buildings up to 160' high may be constructed within a percentage of the developable area of each height zone as indicated in the Design Standards.

- The placement of buildings up to 160' tall should mark significant areas along Third Street, Sixteenth Street, and the Freeway (e.g. major intersections, transit stops, and gateways), reinforce major destinations and elements within Mission Bay, and preserve, frame and enhance views and view corridors.

Skyline Character:

Skyline character is a significant component of the overall urban composition that is San Francisco and the guidelines encourage developments which will complement the existing city pattern and result in a new, attractive view element as seen from nearby vantage points.

- Tall building locations should also be selected with a recognition that taller buildings in particular, when seen together, will create the skyline character of Mission Bay South.
- Locate taller buildings in clusters so as to establish a distinctive and memorable skyline which reinforces activity and density patterns in Mission Bay South.
- Recognizing the views of Mission Bay from surrounding areas, variety in buildings heights, massing, and building articulation are recommended to promote visual variety and reduce the scale of development.
- Reflecting their importance in the skyline and in deference to prevailing San Francisco patterns, tall buildings should avoid unusual shapes which detract from the clarity of urban form by competing for attention with buildings of greater public significance.
- Where tall buildings are constructed as civic amenities and symbolic spaces, unusual shapes and iconic architecture are encouraged to emphasize public significance within the urban form of the existing skyline.

D Building Height & Form

Freeway Zone:

Mission Bay buildings near to the 280 Freeway (Height Zone HZ-7) should take into account their importance in establishing a design character for the area, as seen from surrounding neighborhoods and from a highly traveled regional access route, and in contributing to a dramatic and attractive arrival sequence for the City of San Francisco. Issues of building placement, massing, facade materials and height are all important in this consideration.

- Separation and Placement of Towers - Taller buildings, above the typical 90' base in this district, should be separated by a distance of 200' and should be oriented perpendicular to Owens Street wherever possible.
- Lower Elements at Freeway Frontage - Lower portions of the buildings on each parcel should be oriented to give variety to the area views and "breathing space" for motorists. Along 60% of the freeway frontage of each parcel and for a depth of 100' from the freeway, buildings should hold to a maximum height, including any projection above the building height, equal to the average height of that portion of the freeway adjacent to the parcel. The freeway height should be measured to the top of the edge barriers. Due to its unusual configuration and limited developable area, within parcel 40 the above guideline applies only to the special height area defined on the Height Zone Map.
- Open Space/Panorama - In the northern portion of Height Zone HZ-7, parcel 43 has particular restrictions designed to preserve a portion of the downtown panorama. On parcel 43, in addition to the freeway edge, all portions of buildings within the special height area adjacent to Owens Field, as defined on the Height Zone Map, are limited to a height, including any projection above the building height, equal to the average height of the freeway barriers adjacent to the parcel with the exception of a maximum 90' base building and/or tower located toward the southeast corner of the parcel, which is outside of the special height area.
- Any tower, i.e., portion of a building above 90 feet, to be constructed on Block 40 should be sited and shaped in a way to retain the broad view to downtown from the Interstate 280 freeway, to the greatest extent feasible. The viewpoint is defined as being from the north-bound lanes of the Interstate 280 freeway, extending north from the point where the freeway crosses under Eighteenth Street to a point 100 feet north of Mariposa Street.

- Building Design - Recognizing their prominent location, buildings along the freeway should be visually interesting, articulated, and generally light in tone, and should avoid the use of reflective glass. Careful consideration should be given to the visual experience of residents in surrounding areas and users of the adjacent freeway.

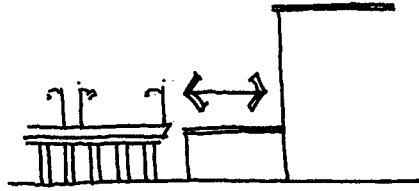


Fig. 42 Lower Elements at Building Frontage

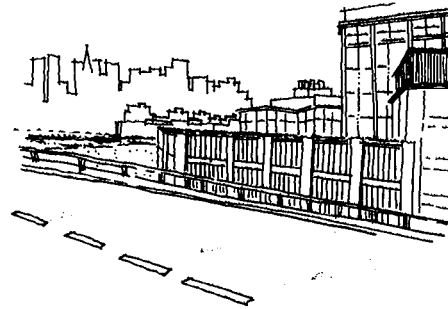


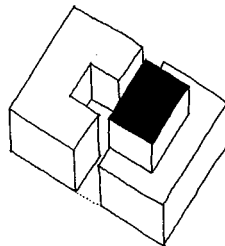
Fig. 43 Open Space/Panorama

Building Base:

For pedestrians, the character of the building base is important in establishing a comfortable scale and environment and should be designed to achieve this. (See the following sub-section on Architectural Details for specific recommendations.)

- Variety at street level for pedestrian scale can be achieved through the use of design features such as stairs, entries, expressed structural elements, arcades, projections, rusticated materials, and landscaping.
- In the case of taller buildings, setbacks above the tower base should not be so significant that towers have no presence at the ground level.
- Towers should be expressed as vertical elements and integrated into the overall design of the structure.

Not Recommended



Recommended

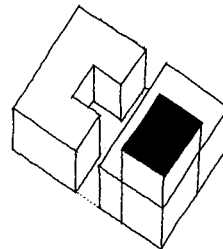


Fig. 44 Tower Placement

Roofscape:

Recognizing that Mission Bay building roofs may be visible from higher surrounding locations, they should be designed consistent with the distinctive architecture of the building.

- Roofs should use non-reflective, low intensity colors.
- Mechanical equipment should be organized and designed as a component of the roofscape and not appear to be a leftover or add-on element. Mechanical equipment should be screened as provided in the Design Standards.

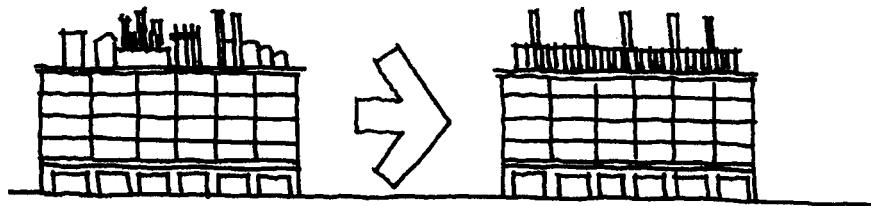
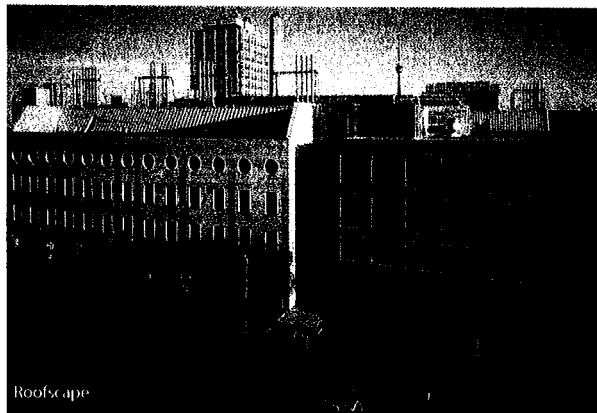


Fig. 45 Screen Mechanical Equipment



Visual Interest:

To mitigate the scale of development and create a pedestrian friendly environment, building massing should be modulated and articulated to create interest and visual variety.

- A selection of architectural details and devices such as vertical and horizontal recesses and projections, changes in height, floor levels, roof forms, parapets, cornice treatments, window forms, and location of garage entries, as appropriate to each site can create shadows and texture and add to the character of a building.

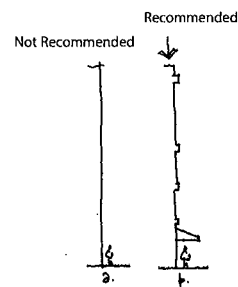


Fig. 46 Architectural Variety Creates Visual Interest



- Variety in building heights is encouraged to promote visual interest and modulate the scale of development, especially along the Bayfront. Strong horizontal and vertical elements also serve to modulate the scale of development and create interesting streetscapes for pedestrians.
- Tall buildings should reflect the San Francisco building pattern of base, shaft, and capital separated by cornices, string courses, stepbacks and other articulating design features.
- Buildings along the Bayfront Park should avoid homogeneous and unrelieved facades.

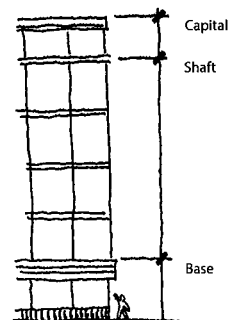
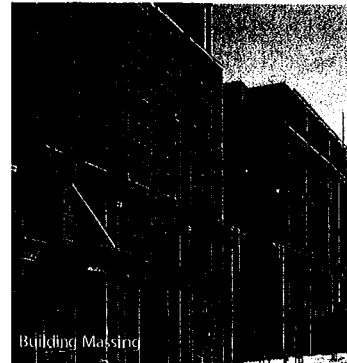
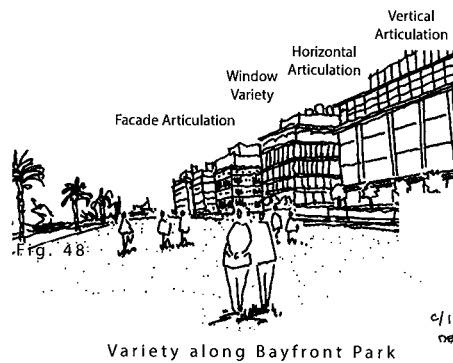


Fig. 47 Base, Shaft, Capital
- A Typical San Francisco Building Pattern

C. COMMERCIAL INDUSTRIAL GUIDELINES

D Architectural Details

Extreme bulk and massive appearance of facades should be reduced. These efforts may include variation of planes and wall surfaces, fenestration, height variation, and differences in materials or colors and surface articulations.



Color and Materials:

Extreme contrasts in materials, colors, shapes and other characteristics which will cause buildings to stand out in excess of their public importance should be avoided.

- As consistent with the general visual character of the City, buildings should be light in tone, particularly if they are highly visible on the skyline.

D . R e t a i l G u i d e l i n e s

D. RETAIL GUIDELINES

Retail guidelines refer to the range of retail and mixed-use development that is anticipated throughout the Plan Area development. Much like other neighborhoods in San Francisco, Mission Bay South will have a wide variety of retail services for its residents, workers, and visitors including shops that serve the needs of residents, stores that attract residents from throughout the City, and retail/entertainment that is a regional destination. The goal of the guidelines is to integrate the retail development with the anticipated residential and commercial uses making Mission Bay South a vibrant and inviting mixed-use neighborhood.

NEIGHBORHOOD-SERVING RETAIL*

The following guidelines refer to neighborhood retail uses in residential and commercial areas throughout the Mission Bay South area. The guidelines are directed at integrating neighborhood retail activities into neighborhoods as is typical throughout San Francisco.

* Referred to as “local-serving retail” in the Redevelopment Plan.

Street Frontage

Neighborhood Retail Locations:

Neighborhood retail uses are permitted throughout the Mission Bay South area, and are encouraged near major intersections, open spaces, and at transit stops.

- In the Plan Area, neighborhood retail uses are primarily encouraged on Third Street near light rail stops along 4th Street and along the Commons.

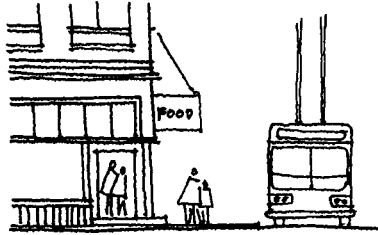


Fig. 49 Neighborhood Retail

Pedestrian Scale:

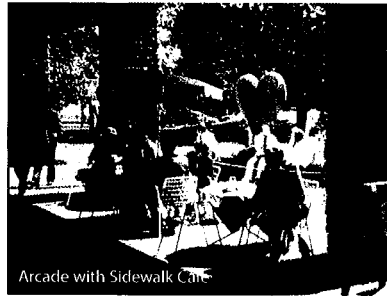
In neighborhood retail areas, street level frontage should be primarily devoted to entrances, shop windows, or other displays.

- Clear, untinted glass should be used at and near the street level to allow maximum visual interaction between sidewalk areas and the interior of buildings.
- Where a substantial length of windowless wall is found to be unavoidable, eye-level displays, a contrast in wall treatment, outdoor seating and/or landscaping should be used to enhance visual interest and pedestrian area vitality.
- Buildings at street level might also create pedestrian scale and interest by minimizing blank walls and incorporating architectural features of interest and utility. (See following sub-section on Architectural Details for suggested design character for building bases at the street level.)

Setbacks:

In order to maintain a continuous block facade line, building setbacks beyond the 5' allowed are discouraged for neighborhood retail.

- Outdoor features and activities such as arcades, sidewalk cafes and walk-up windows may be accommodated by recessing the ground story.



Arcade with Sidewalk Cafe



Continuous Sidewalk

Corner Stores:

The typical San Francisco pattern of corner store entrances and corner bay windows is encouraged in neighborhood retail districts.

- Other traditional elements of San Francisco corner stores, such as raised corner parapets and free-standing corner columns should also be considered.



Fig. 50 Corner Store

D Street Frontage

Curb Cuts:

In order to preserve the continuity and quality of the pedestrian environment, curb cuts for parking and service uses are strongly discouraged within neighborhood retail frontages.

Facades:

Neighborhood retail facades should be compatible with the proportions and design features of the residential and commercial facades above and the facades of adjacent buildings.

- Architectural detailing is encouraged to create visual variety and maintain pedestrian scale.

CITY-SERVING RETAIL USES WITHIN COMMERCIAL INDUSTRIAL LAND USE

The following guidelines refer to city-serving retail uses in commercial areas in parcels 29, 30, 31, 32, 36, 37, X3, and X4 in Mission Bay South. City-serving refers to retail uses offering goods and services to a population greater than the immediate neighborhood. The guidelines are directed at integrating such retail activities into the fabric of Mission Bay and minimizing impacts they have on the adjacent residential neighborhoods.

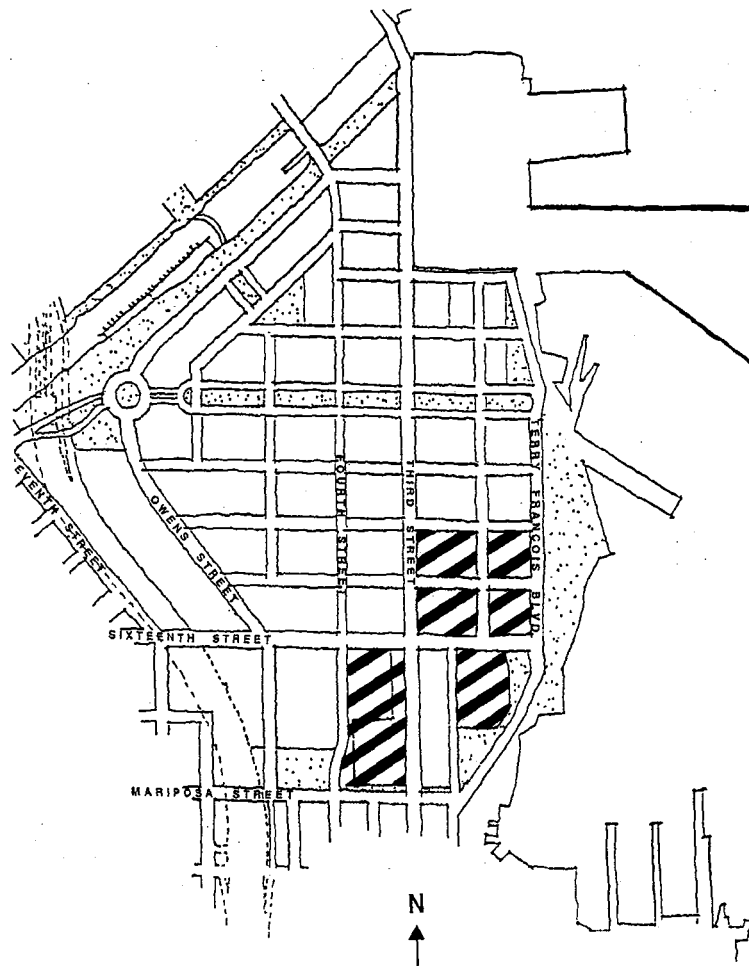


Fig. 51 City-Serving Retail Locations

Street Frontage

Pedestrian Scale:

Large-scale city-serving retail developments should attempt to maintain an inviting pedestrian experience on the street. Street level frontage, where feasible, should be primarily devoted to entrances, shop windows, displays, or other visually interesting features.

- Clear, untinted glass should be used at and near the street level to allow maximum visual interaction between sidewalk areas and the interior of buildings.
- Buildings at street level might also create pedestrian scale and interest by eliminating blank walls and incorporating architectural features of interest and utility such as a contrast in wall treatment and/or landscaping.
- In city-serving retail, streetscapes are particularly important in maintaining pedestrian scale. Attention should be given to elements that enhance the pedestrian experience such as landscaping, sidewalk details, hardscape areas, street furniture. (See section on Street Guidelines for specific recommendations on streetscape design.)

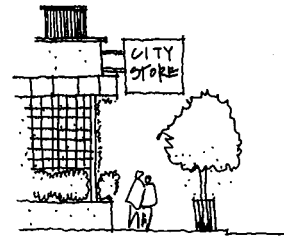
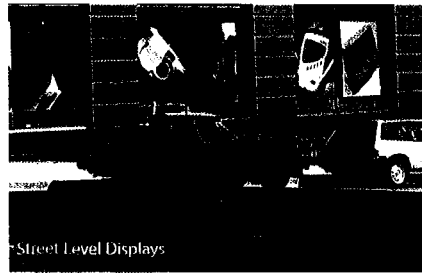


Fig. 52 Visually Interesting Pedestrian Scale

An attempt should be made to maintain a continuous block facade line consistent with block development throughout Mission Bay.

- Where feasible, the buildings should be sited at the property line on Third Street.
- On Mariposa Street, the required 20 feet setback from the property line will establish the Mariposa streetwall edge. Buildings should be sited at this streetwall line where ever feasible. Exceptions for outdoor activities such as arcades, sidewalk cafes and walk-up windows may be accommodated by recessing the ground story.
- An attempt should be made to orient parking areas away from Third and Mariposa Streets.

Curb Cuts:

In order to preserve the continuity and quality of the pedestrian environment in City-Serving Retail areas, curb cuts for parking and service uses are strongly discouraged along Third Street.

- One area where a curb cut or the addition of a mid-block access road or pedestrian Street may be considered is the long block from 16th Street south to Mariposa.

E . H o t e l G u i d e l i n e s

E. HOTEL GUIDELINES

The following guidelines are directed at integrating the planned hotel development on Block 1 in the Plan Area with the quality and character of the overall Mission Bay development. It is expected that this block will include a 500 room hotel with retail/entertainment, restaurants, and conferencing facilities.

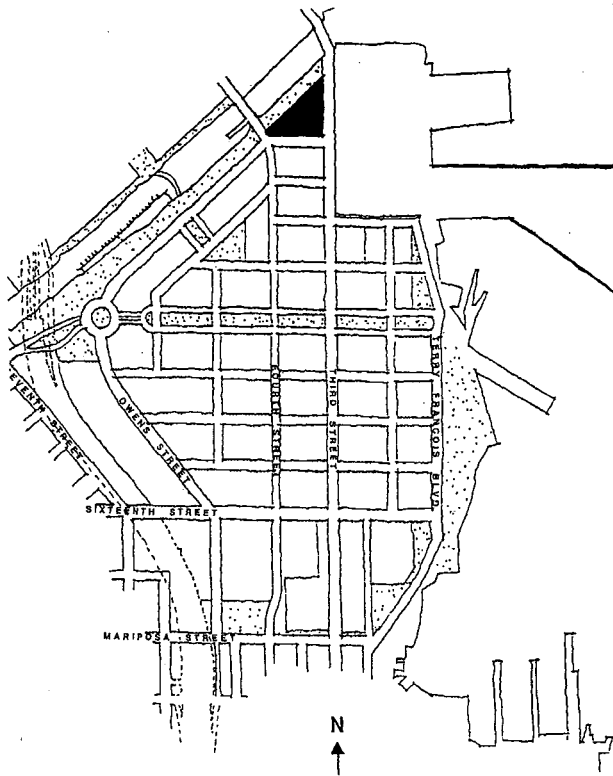


Fig. 53 Mission Bay South Hotel

Open Space:

Hotel development along Mission Creek Park should be sensitive in scale to the adjacent open space and should locate active uses along the Channel that complement the character and quality of the space.



Fig. 54 Open Space with Adjacent Active Uses

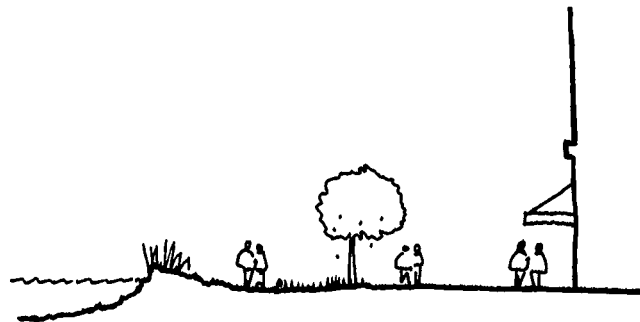


Fig. 55 Open Space with Adjacent Retail Frontage

D Street Frontage

Pedestrian Scale:

Buildings at the street level and along Mission Creek Park should be active, interesting, and pedestrian-friendly.

- Variety and interest may be achieved by using significant transparency of built forms, vertical modulations, and street level activities.
- Where feasible, orient public functions such as restaurants, retail, and lobby areas to public streets and public areas on Mission Creek.
- In retail areas, clear, untinted glass should be used at and near the street level to allow maximum visual interaction between sidewalk areas and the interior of buildings.
- Where a substantial length of windowless wall is found to be unavoidable, eye-level displays, a contrast in wall treatment, offset wall line, outdoor seating and/or landscaping should be used to enhance visual interest and pedestrian area vitality.

Streetwall:

In order to maintain a continuous block facade line, building setbacks are discouraged along principal streets, with the exception of drop-off areas.

Skyline Character:

Skyline character is a significant component of the overall urban composition that is San Francisco and the guidelines encourage developments which will complement the existing city pattern and result in a new, attractive view element as seen from nearby vantage points.

- Reflecting their importance in the skyline and in deference to prevailing San Francisco patterns, tall buildings should avoid unusual shapes which detract from the clarity of urban form by competing for attention with buildings of greater public significance.
- Recognizing the views of the site from the north, variety in building heights, massing, and building articulation are recommended to promote visual variety and reduce the scale of development.

Building Base:

For pedestrians, the character of the building base is important in establishing a comfortable scale and environment and should be designed to achieve this.

(See the following sub-section on Architectural Details for specific recommendations.)

- In the case of taller buildings, setbacks above the tower base should not be so significant that towers have no presence at the ground level.
- Towers should be expressed as vertical elements and integrated into the overall design of the structure.

Roofscape:

Recognizing that Mission Bay South building roofs may be visible from higher surrounding locations, they should be designed as an integral element of the building.

- Roofs should be visually interesting and should use non-reflective, low intensity colors.
- Mechanical equipment should be organized and designed as a component of the roofscape and not appear to be a leftover or add-on element. Mechanical equipment should be screened as provided in the Design Standards.
- Usable roof terraces on building bases should be considered for gardens, restaurants, pools and other such amenities.

Architectural Details

Visual Interest:

To mitigate the scale of development and create a pedestrian friendly environment, building massing should be modulated and articulated to create interest and visual variety.

- A selection of architectural details such as vertical and horizontal recesses and projections, changes in height, floor levels, roof forms, parapets, cornice treatments, window forms, and location of garage entries, as appropriate can create shadows and texture and add to the character of a building.
- Tall buildings should reflect the San Francisco building pattern of base, shaft, and capital separated by cornices, string courses, stepbacks and other articulating design features.

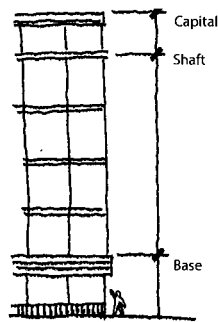


Fig. 56 Base, Shaft, Capital
- A Typical San Francisco Building Pattern

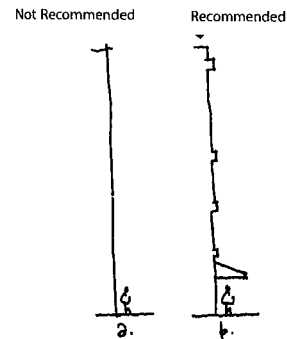


Fig. 57 Architectural Variety Creates Visual Interest

Color and Materials:

Consider materials that relate to surrounding existing buildings and the ballpark.

- Taller buildings should avoid dark tones thereby reinforcing the visual unity and special character of the City.

F . P a r k i n g G u i d e l i n e s

F. PARKING GUIDELINES

Parking guidelines are for parking facilities throughout the Plan Area, including integrated and free-standing structures. It is anticipated that a most all of the parking will be provided above grade. The guidelines are directed at ensuring that parking facilities are well integrated into the scale and character of Mission Bay neighborhoods.

Residential Sidewalk Edge:

Parking for residential uses may be buffered at grade by street-oriented uses such as housing units with street access, retail uses, residential entrance lobbies and foyers, parking podium access stairs and elevators, common areas, community facilities, or landscaping.

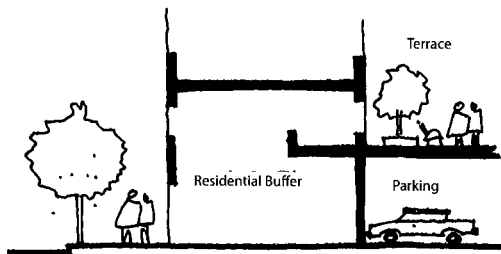


Fig. 58 Residential Buffer for Parking



- Parking frontage should be predominately an active use as described above.
- Where parking adjacent to the sidewalk cannot be avoided (e.g. where perimeter housing or retail are not feasible or desirable), the building base along the parking frontage should be designed with attention to detail compatible with adjacent buildings.
- Openings to parking areas other than garage doors should be limited to those required in the San Francisco Building Code for ventilation. Openings should be well above or below eye level and should be covered with visually attractive screening to minimize the parking and its lighting from being seen from the street.

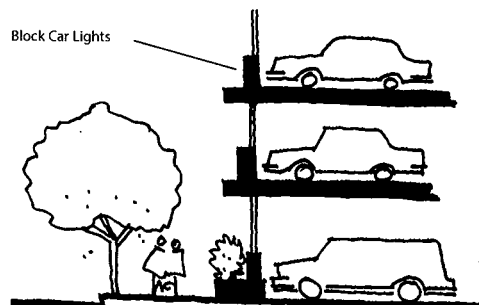


Fig. 59 Landscaping Buffer for Parking

D Street Frontage

- Residential garage entries should have doors that are visually opaque and attractively designed.
- Curb cuts should be spaced and arranged to maximize on-street parking and minimize sidewalk interruptions.

Commercial Industrial Sidewalk Edge:

Parking for commercial industrial uses may be buffered at grade by street oriented uses such as retail, building entrance lobbies, common areas such as cafeterias, business service uses, or landscaping with the objective of eliminating blank walls.

- Where parking adjacent to the sidewalk cannot be avoided (e.g. where entrance lobbies or retail are not feasible or desirable), the building base along the parking frontage should be designed with attention to detail compatible with adjacent buildings.
- Openings to parking areas other than garage doors should be limited to those required in the San Francisco Building Code for natural ventilation. Openings should be well above or below eye level and should be covered with visually attractive screening to minimize the parking and its lighting from being seen from the street.
- Curb cuts should be spaced and arranged to maximize on-street parking and minimize sidewalk interruptions.

Automobile Access to Parking:

Avoid breaking up the continuity of the retail frontage on streets throughout Mission Bay South. Access to parking for commercial and residential uses is discouraged on Third and Fourth Streets.

- Curb cuts should be spaced and arranged to maximize on-street parking and minimize sidewalk interruptions.
- On Third and Fourth Streets, south of 16th Street, a limited number of curb cuts for access to parking may be allowed.

Pedestrian Access:

Where feasible, the design of parking structures should promote the use of public side-walks and mid-block connections for access to dwelling units from parking structures.

- Pathways and stairways linking parking structures to buildings (in addition to public walkway areas) should be interesting, well-lighted and secure.
- Landscaping, enriched paving materials and trellises can be used to improve the pedestrian experience.
- Access directly from parking to lobby or residential units should be avoided.



Pathways



Landscaping

Parking Podium Roofs:

The roofs of residential parking podiums should be attractively finished in landscaping, walking surfaces, or recreational uses where feasible.

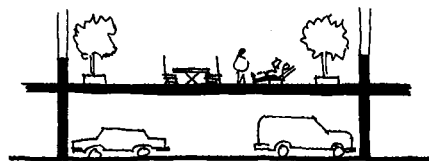


Fig.60 Roof Terraces



Podium Roof Terrace

Street Frontage

Lighting:

Design lighting for vehicular and personal safety. Minimize dark areas, nooks, and other areas without clear sightlines.

- Light spillage from fixtures should be controlled to avoid conflicts with surrounding uses.
- Control impacts from vehicle headlights in parking garages on surrounding areas..

Entries:

Both on-site and street-side entries for vehicles and pedestrians should receive careful design treatment in keeping with the image quality they convey and the intense level of use they will receive.

- Stairs and elevator lobbies should be conveniently located, visually accessible from the building entry, well lit, and secure.



Shared Parking:

Parking structures are allowed in all areas. Parking structures should be designed with a similar degree of care as the buildings they serve.

- Where feasible, include active uses or landscaping such as retail on the ground floor of satellite parking structures.



Architectural Character:

Parking garages should be compatible in color and materials with adjacent buildings and the development pattern in Mission Bay.

- For visual and security reasons, avoid solid wall surfaces at the street level where feasible. Where retail uses are not feasible, break up massing of large walls using design features such as changes of plane, textural changes, landscaping, and a visually pleasing pattern of solid and void.
- Setbacks from the property line are permitted to accommodate landscaping and other buffer features subject to design review. These features might include climbing vines, trellises, trees or similar landscape elements.



Fig. 61 Texture Solid Walls



Loading Access:

Loading facilities (and outdoor refuse storage and dumpsters) should be located away from major pedestrian routes and intersections and shared with residential parking entrances where feasible.

- Entrances to loading facilities should be minimized in size and be designed with visual buffers, where feasible.

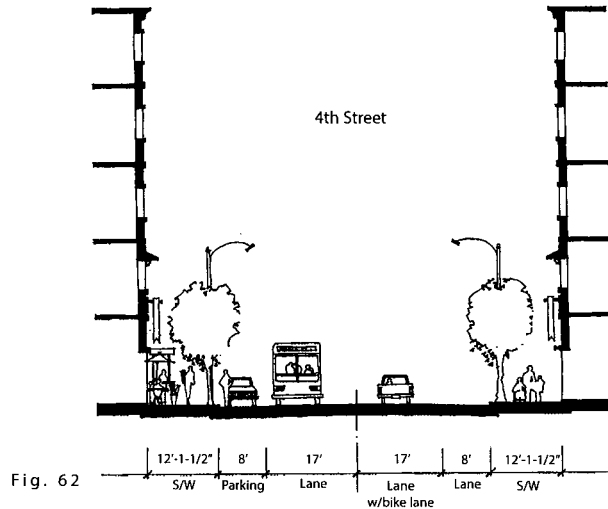
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G . S t r e e t G u i d e l i n e s

Key Streets

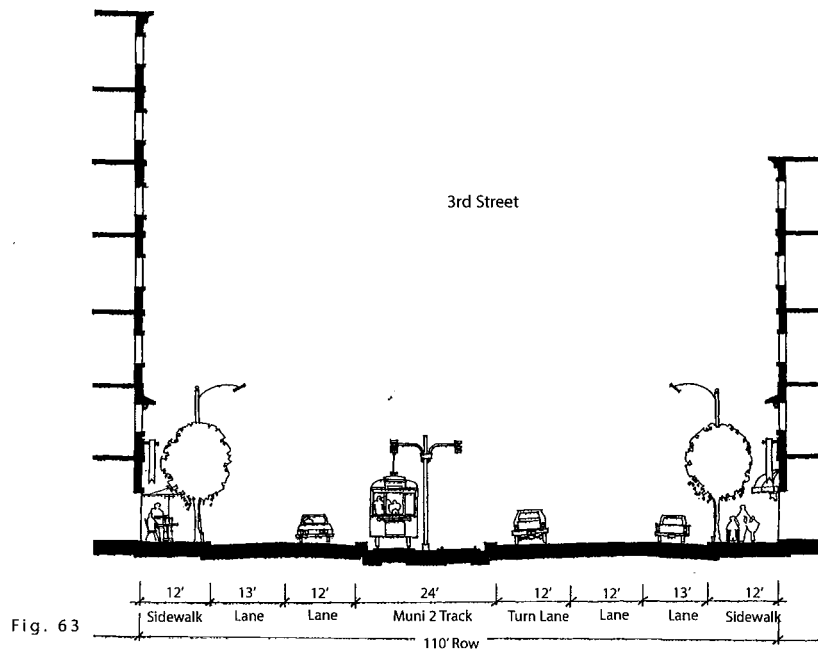
4th Street:

A neighborhood commercial street with consistent pedestrian-scale retail frontages and wider sidewalks, where feasible. The street should be designed as a bicycle and pedestrian connection through the area, including UCSF. Vehicular circulation south of Mariposa should be discouraged with traffic calming and other control devices that do not negatively impact pedestrian or bicycle connections.



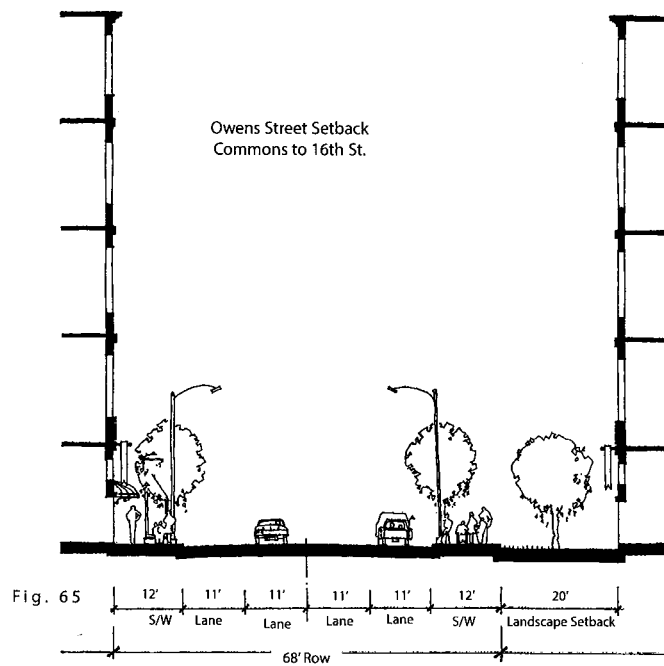
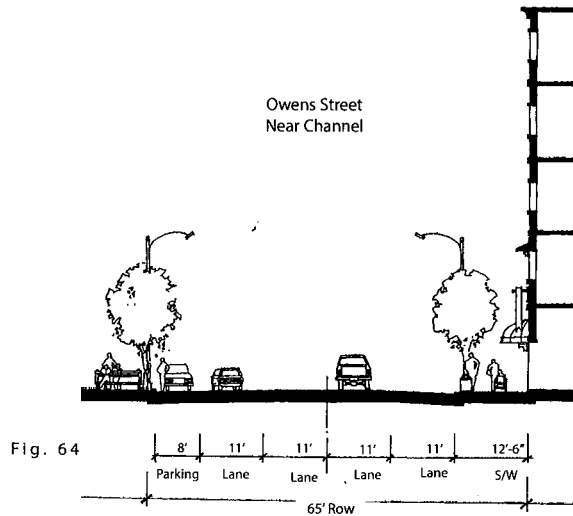
3rd Street:

A mixed-use transit street with a strong urban definition marked by concentrations of taller buildings and active uses at key locations.



Owens Street:

A boulevard street with landscaping and pedestrian paths, bikeways, adjacent and connected interior block open spaces, and an urban character defined by consistent building frontages and buildings. Owens Street will provide important access to the Commons and to the Seventh Street connector road.



D Key Streets

16th Street:

An important landscaped street linking Mission Bay to Potrero Hill and other areas in the City. The street should be designed to reinforce this linkage with bike lanes, preservation of the view corridor, and a built urban edge.

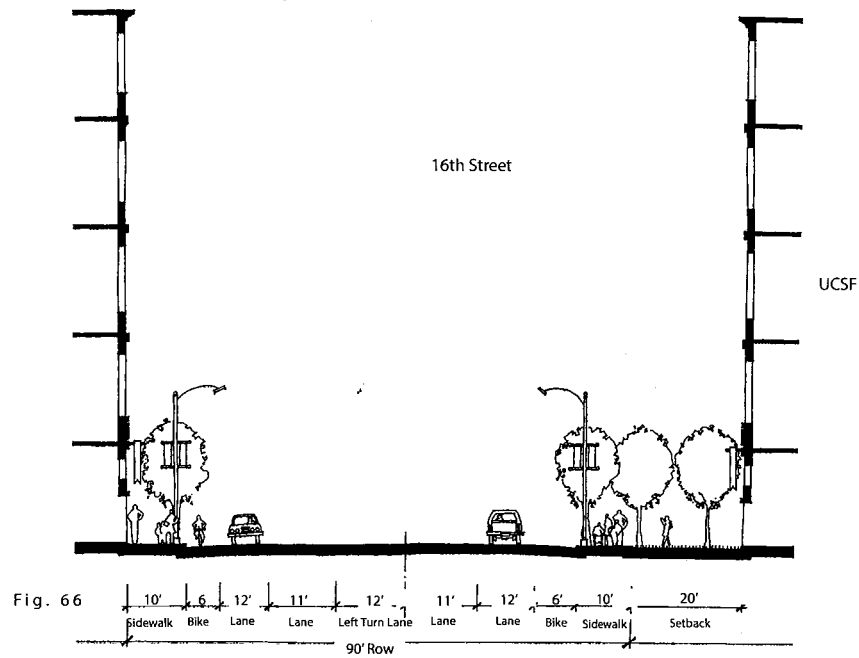


Fig. 66

Terry Francois Boulevard:

A waterfront boulevard linking Mission Bay to the Bayfront Park and the Port properties and encouraging regional use by bicyclists and pedestrians.

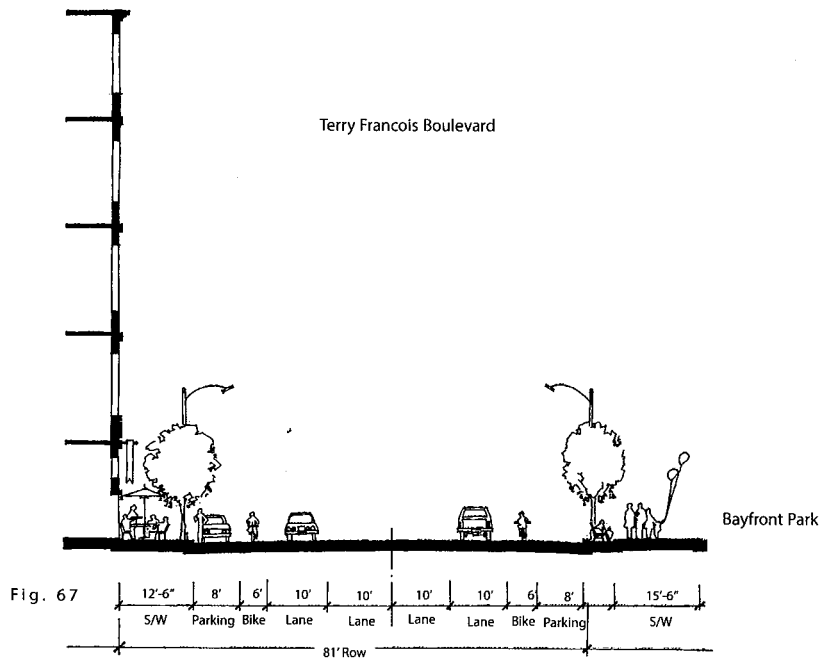


Fig. 67

Mariposa Street:

An important landscaped street between Potrero Hill and, Interstate 280 and the Bay. Includes pedestrian and bicycle paths.

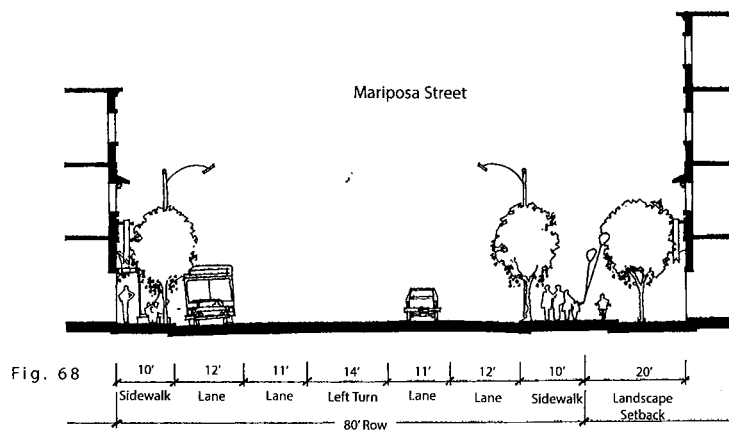
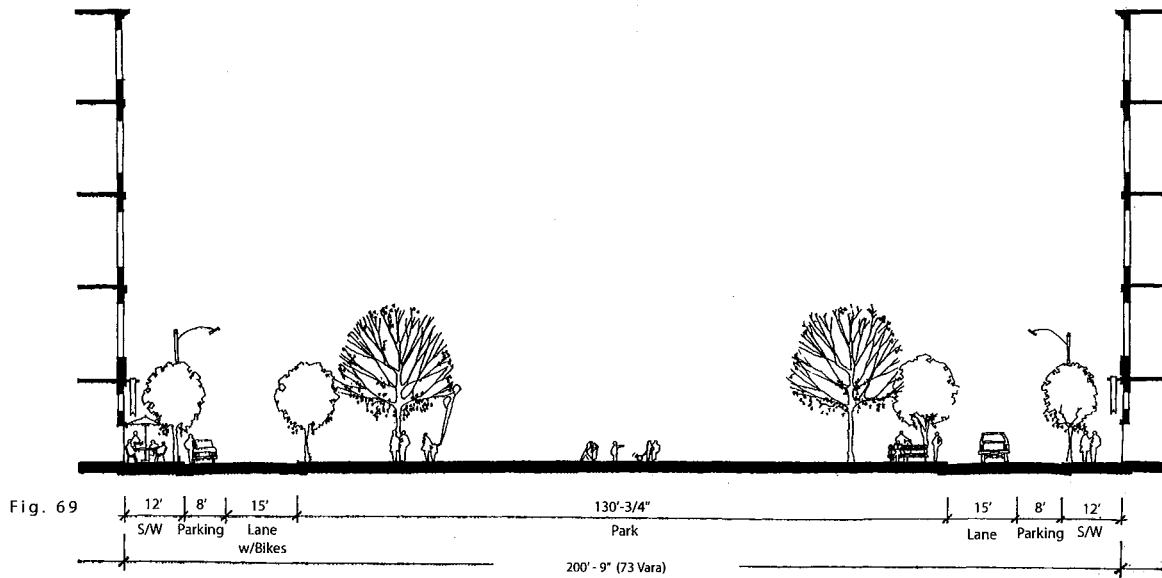


Fig. 68

Key Streets

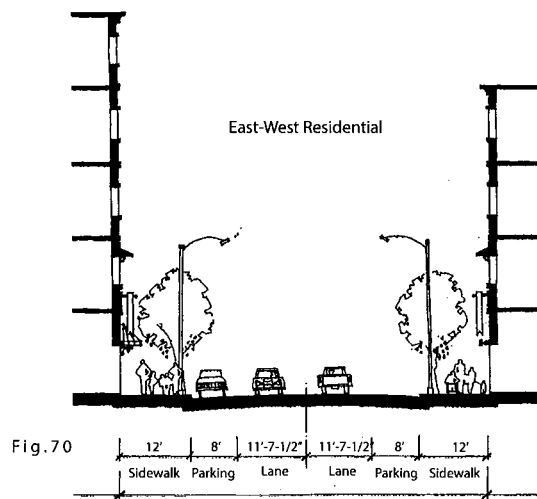
Mission Bay Boulevard:

Elegant Urban Boulevard with narrow street areas and grand central open space connecting the Bay with points west.



Neighborhood Streets

Narrower, more intimate streets in residential areas with reduced vehicular traffic and lower building heights.



The design of the streetscape is an essential element that will determine the public character and pedestrian quality of the Mission Bay neighborhood. Streetscapes should be designed to create an attractive and pleasant walking environment, minimize pedestrian obstructions, promote pedestrian safety, and unify sidewalk details. The Agency may require the submission of a uniform streetscape program in connection with an owner participation agreement. Streetscape design will be reviewed by the Agency as part of the design review process.

Sidewalk Furniture:

Seek to create a distinctive and consistent streetscape character for the Plan Area through the development of a cohesive design vocabulary for planting, paving, street furnishings, utilities, signage and lighting.

- Street furniture designs should address newsracks, trashcans, benches, light standards, utility covers, tree grates, kiosks, city bus shelters and bollards, as appropriate to special street character. Street furniture should be sited to ensure that a minimum of 6' clear through path of travel exists on the sidewalk at all times.

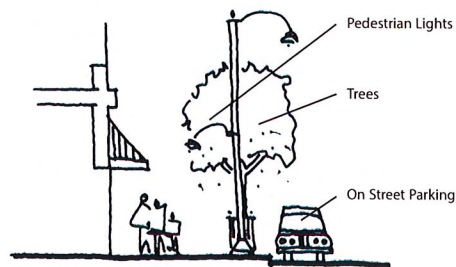


Fig. 71 Sidewalk Section

- Sidewalk cafes, planters, benches, public art and other pedestrian-oriented details installed by individual property owners are encouraged within the guidelines established by the Department of Public Works.
- Sidewalk utility boxes, such as transformer vaults, should be placed underground integrated into building walls, or integrated into the overall street furniture program. Free-standing utility boxes, independent of the comprehensive Mission Bay Street Infrastructure Plan are not permitted. Above-ground media boxes within the 16th Street sidewalk frontage of Blocks 29-32 shall be permitted, subject to obtaining City-required minor encroachment permits.

Corner Widenings on Residential Streets:

Wherever appropriate, sidewalks should be widened at corners to provide more space for pedestrians and reduce the crosswalk distance.

- Consistent with the Mission Bay South Infrastructure Plan, corner widenings are especially encouraged on the residential neighborhood streets as a means of creating slower, safer streets, and providing more landscaped public space for the community.

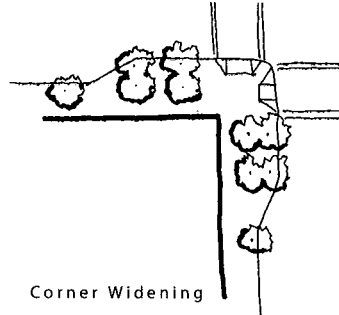


Fig. 72 Corner Widening

**On Street Parking:**

Parking is encouraged on Mission Bay streets, where appropriate, as a means of buffering pedestrians from vehicular traffic and for providing short term parking for adjacent retail and commercial uses.

Lighting:

Appropriate lighting is essential for maintaining pedestrian safety throughout Mission Bay.

- Pedestrian-oriented lighting attachments are encouraged on all lighting standards, especially residential and retail streets..
- Property owners should install sidewalk lighting as appropriate, consistent with overall streetscape design.

Horticulture:

Tree species should be selected which will perform well within the specific environmental conditions of each parcel including, but not limited to, wind exposure, soil and sub-surface drainage and solar orientation.

- Provide planting pockets with sufficient space and depth for the root ball (typically twice the size of the root ball). Backfill planting pockets with a good, horticultural quality soil.
- Ensure appropriate irrigation and underdrainage for each street tree.

Design:

Locate street trees at consistent intervals and at adequate spacing which responsibly address the issues of site context including, but not limited to, the dimensions of the roadway and parking lanes, the width of the sidewalk, and the heights of adjacent buildings.

- Consider and reflect the physical characteristics and growth habit of the tree species selected. It is recommended that trees be selected and maintained so that at maturity, they will be a dominant feature in the streetscape.
- Locate trees away from buildings to allow for full canopy development. Space and protect trees as necessary to prevent damage from parking cars. Investigate locating trees in the parking lanes by creating a widened sidewalk or using bollards.
- Street trees should be generally no further apart than 30', nor closer than 20' on center.
- Develop spatial continuity, define character and establish a locational identity for each street. It is recommended that one tree species be selected for planting along each street, thereby affording a visual identity and spatial coherence to each street.
- Recognize that planting of adjacent parks or open spaces may impact the configuration of street tree planting.

Infrastructure:

Placements of utilities shall be coordinated with proposed configurations and spacing of street trees to minimize any detrimental effects on street trees.

- Utility lines and conduits should be placed sufficiently inboard towards the street from the centerline of the trunks of trees.
- Lateral utility lines and conduits should be placed sufficiently distant from the centerline of the trunks of street trees.

V. C A C Design Objectives

The general objectives listing below were developed by the Mission Bay Citizens' Advisory Committee (CAC). These objectives were considered in the preparation of these Design Standards, the Redevelopment Plan objectives and policies, and in other documentation pertaining to the Project Area. They have been incorporated into the Design Standards to the extent feasible and are listed here for background and informational purposes only. Note that the entire list of objectives for Mission Bay are included here for reference but some may be applicable only to Mission Bay North.

Urban Design Vision

1. Work to create a design of merit, in the context of distinctive San Francisco neighborhoods, and as a national and international model for excellence. Respect and acknowledge San Francisco's unique architectural styles, history and standards. Create a distinctive neighborhood which reflects the natural and historic character of Mission Bay and forms a gateway experience into San Francisco.
2. Acknowledge the Giant's Stadium as a key neighbor - in terms of its level of activity, scale and architectural character.
3. Sensitively integrate height and bulk while respecting and maintaining a pedestrian scale at street level where appropriate.
4. Enhance the view potential to the City, Mission Creek and the Bay.
5. Incorporate design transitions (scale, character, physical and/or visual linkages) that interface with other nearby residential neighborhoods including transitions to single family residences on Potrero Hill, South Beach, the park along the creek and the Lefty O'Doul bridge.
6. Establish an urban fabric of buildings and spaces that respects Mission Creek and the Bay, considering sun exposure and wind characteristics. Work to establish a human scale along the creek.
7. Provide varying building heights generally transitioning to a lower scale adjacent to the channel. In the South of Channel area, establish a similar transition of varying heights to a lower scale adjacent to the Bay.
8. Encourage Mixed-Use within Mission Bay, enhancing and supporting the quality of life for area residents, workers, and visitors alike.
9. Create a sense of place with clearly defined street hierarchy and character. Reinforce streets as defined public open space by establishing build-to-edge, setback and street section guidelines.
10. Design with consideration of existing and future major utility easements and storm overflow requirements.
11. Create a design that allows and encourages the integration of UCSF with the rest of Mission Bay.
12. Acknowledge the Port as a significant neighbor and potential future amenity. Integrate its planning with Mission Bay.
13. Establish an Urban Design Framework that provides a graceful transition between North and South of Channel neighborhoods.
14. Seek design opportunities for concentrated mixed-use development at transit stops which will enhance both development and transit potential.

Transportation Infrastructure

1. Make Mission Bay a model San Francisco “Transit First” community, taking advantage of multi-modal transit opportunities, minimizing dependence on automobiles fostering a pedestrian environment, and working to avoid conflicts between different modes of transportation. Make real, attractive linkages to CalTrain, Muni light rail and bus service, a pedestrian and bicycle access network and potential water transportation services.
2. Address the physical and visual barriers created by infrastructure impediments. Consider elements such as linked uses (retail, residential, open space) that provide continuity through the neighborhood. Test whether there are locations that merit elevated access, to avoid barriers, ensure safety or to reinforce desired linkages.
3. Establish an efficient street network that allows for a seamless integration of Mission Bay with the existing city fabric.
4. Aesthetically integrate parking and automobile uses.
5. Provide usable, strategically located access linking north and south sides of the Channel.
6. Seek Muni light rail routing and stations that maximize service to Mission Bay.

Open Space

1. Create substantial dynamic, people friendly public open space by considering the following:
 - variety of usable public open space
 - semi-public and private open spaces that enhance the public open space
 - enliven the open space by considering elements such as provision of occasional recreational water access and water uses
 - utilize public open space as a focus for residential and appropriate retail development
 - provide views of private open space, where possible
2. Make the Channel and the Bay key focal points of the development.
 - create destination open space and park areas, with a sense of invitation and comfort for a diversity of people.
 - undertake both north and south of channel as a coordinated design of varying widths and dimensions appropriate to the uses beyond mere circulation.
 - work towards a balance of active and passive areas
 - respect and enhance the natural environment and wildlife potential of the area, both in the location and scale of open space areas and selection of landscape and channel edge materials
 - design for families, children and older people
 - develop opportunity to provide a greater variety of water edge related uses
 - create zones of transition from soft edges to hard edges that integrate public access.
3. Create a public open space concept that allows for variety in scale and uses, along with visibility and accessibility from public streets and walkways.
4. Acknowledge the street and view corridor network as part of the overall open space concept, and promote public access through vehicular, bicycle, and pedestrian connections where practical.

Livability and Constructibility

1. Create structurally efficient and cost effective designs.
2. Effectively integrate affordable housing sites into overall site plan.
3. Effectively integrate local serving retail, amenities, and open space throughout Mission Bay.
4. Address servicing requirements, and unique building features associated with R&D/ Biotech uses.

EXHIBIT 2

COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 72-2015

Adopted November 3, 2015

**CONDITIONALLY APPROVING THE MAJOR PHASE AND BASIC CONCEPT /
SCHEMATIC DESIGN APPLICATIONS FOR A GOLDEN STATE WARRIORS
EVENT CENTER AND MIXED-USE DEVELOPMENT ON BLOCKS 29-32 IN
MISSION BAY SOUTH, PURSUANT TO THE OWNER PARTICIPATION
AGREEMENT WITH FOCIL-MB, LLC; 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 (as subsequently amended, the "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 the Mission Bay South Project Area ("Project Area"). FOCIL-MB assumed all of Catellus's obligations under the South OPA, 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 the Successor Agency Commission, also known as the Commission on Community Investment and Infrastructure ("CCII" or "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; and,

WHEREAS, The Board of Supervisors' delegation to CCII includes the authority to grant approvals under the specified land use controls for the Project Area consistent with the approved Plan and enforceable obligations; and,

WHEREAS, The Plan and the Plan Documents include the Design Review and Document Approval Procedure, designated as Attachment G to the Mission Bay South OPA ("DRDAP"); the DRDAP provide that development proposals in the Project Area will be reviewed and processed in "Major Phases," as defined in and consistent with the Plan and the Plan Documents, and that individual projects will be reviewed and processed through a series of submissions, including Basic Concept Design, Schematic Design, Design Development Documents and Final Construction Documents; and,

WHEREAS, On September 20, 2011, by Resolution No. 97-2011, the Agency Commission approved a Major Phase Application for Blocks 26-34 submitted by salesforce.com (the "salesforce.com Major Phase"); and,

WHEREAS, On January 31, 2012, the Agency Commission approved Combined Basic Concept and Schematic Design applications for proposed commercial buildings located on Blocks 29-32 (the "salesforce.com BC/SD"); and,

WHEREAS, On October 9, 2015, salesforce.com transferred Project Area Blocks 29-32 to its current owner, 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, Pursuant to the Plan and Plan Documents, including the DRDAP, GSW submitted a Major Phase application (the "Blocks 29-32 Major Phase") dated December 10, 2014, attached hereto as Exhibit A, that supplants the salesforce.com Major Phase only as to Blocks 29-32. The Blocks 29-32 Major Phase allows the construction

of a project consisting of a multi-purpose Event Center with seating capacity of approximately 18,000, two mixed-use office/research and development (R&D) buildings each containing a 90' podium component and a 160' tower component, retail uses including but not limited to sit-down restaurants, casual food restaurants, food hall space, and soft goods retailers, multiple levels of enclosed on-site parking with approximately 950 parking stalls, located below the office buildings and plaza areas (at-grade and below-grade), and large open plazas, landscaped (green) space, elevated view points and a public promenade walkway throughout the site (the "Project"), all of which is consistent with the Plan and South OPA Amendments; and,

WHEREAS, Pursuant to the Plan and Plan Documents, including the DRDAP, GSW has also submitted a combined Basic Concept & Schematic Design Application for Blocks 29-32, dated as of November 3, 2015, in six volumes (collectively, the "Blocks 29-32 BC/SD", hereto attached as Exhibits B-G) that supplants the salesforce.com BC/SD with respect to Blocks 29-32. The Blocks 29/32 BCSD consists of Basic Concept and Schematic Design packages for the (1) Event Center; (2) the 16th Street Office/Retail tower; (3) the South Street Office/Retail tower; (4) Northeast Retail along South Street and Terry A Francois Boulevard; (5) Open Space, Gatehouse, and Parking and Loading facilities on-site, which includes landscaping information for the full Blocks 29-32 development (not further elaborated upon in other Blocks 29-32 BC/SD packages); and (6) a common book of Background Appendices for all of these submittals, including utility information, wind and shadow studies for the full development, vicinity plans, and site diagrams for additional reference; and,

WHEREAS, Certain refinements to the design of the Project were made by GSW between the submittal of the Blocks 29-32 Major Phase and the Blocks 29-32 BC/SD, including, without limitation: (i) further articulation of building façades and construction materials on Office buildings, Retail, and Event Center; (ii) removal of columns below reduced-sized Bayfront Terrace; (iii) relocation of 300-stall indoor bicycle valet; (iv) refinement of below-grade service loading area; (v) revisions to streetscape and infrastructure plans; (v) addition of arches and retail kiosks along pedestrian path extending around north side of Event Center; (vi) updated utility plans; (vii) refined driveway design; (viii) increased Plaza areas; (ix) updated landscape design; and (x) reduction of levels of Food Hall from three to two; and,

WHEREAS, In connection with the Project, GSW has also submitted requests to OCII for administrative variances to the Streetscape Plan and minor amendments to the Infrastructure Plan to permit development of the Project in accordance with the proposed Blocks 29-32 Major Phase and proposed Blocks 29-32 BC/SD, including, among other things, the location of tree wells, grade of the pedestrian sidewalk and location of new and/or relocated utility lines; and,

WHEREAS, In connection with the Project, GSW has also submitted requests to the Executive Director of OCII for a determination under Section 302 of the Redevelopment Plan that the Event Center is a permitted secondary use within the Commercial Industrial/Retail land use district under Section 302.4.B of the Plan; and,

WHEREAS, In connection with the Project, as of the date of this Resolution, the Commission adopted certain amendments to the Mission Bay South Design for Development that 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 as Exhibit A to Commission Resolution No. 71-2015 (“Amended D for D”); and,

WHEREAS, The Plan includes general limitations on overall development, such as the limitation of 5,000,000 leasable square feet within Zone A of the Mission Bay South Redevelopment area, which is the area where the Project is proposed. Further, the Design for Development provides that up to 942,200 square feet of net land area may be developed in Height Zone 5 (“HZ-5”). A staff review of leasable square footage authorized or built to date in Zone A and developable square footage authorized or built to date in HZ-5 shows that the Project does not exceed any of the square footage limitations in the Plan or the Design for Development. Memorandum, Sally Oerth, OCII, Deputy Director, to Tiffany Bohee, OCII, Executive Director, Re: “Review of square footage limitations applicable to the Golden State Warriors Event Center and Mixed-Use Project” (Oct. 27, 2015). (See also GSW DSEIR, pp. 4-5 to 4-6.) Therefore, the size of the Project is consistent with the Plan’s general limitation on the amount of overall Plan Area development.

WHEREAS, The Successor Agency is the lead agency that administers environmental review for 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 Blocks 29-32 Major Phase and BC/SD contemplated by this Resolution, this Commission adopted Resolution No.70-2015 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, GSW has assumed certain obligations under the South OPA and has agreed to comply with, among other things, the requirements of (i) the First Source Hiring Program, (ii) the Diversity Program, (iii) the CEQA Mitigation Measures, (iv) the

Transportation Management Plan, and (v) the Redevelopment Requirements applicable to the Transferred Property that relate to any new or increased Development Fee or Exaction, including but not limited to the Transportation Development Impact Fee ("TIDF"), to the extent required under Section 304.9C(ii) of the Plan; and,

WHEREAS, OCII staff has reviewed the Blocks 29-32 Major Phase and the Blocks 29-32 BC/SD submitted by GSW, finds that the Major Phase and the Blocks 29-32 BC/SD are, on balance, consistent with the Commercial Industrial Guidelines of the Mission Bay South Design for Development, by being consistent with the overall height limit of 160 feet, providing a termination of a view corridor with an important architectural opportunity, and reconfiguring roadway locations through and across Blocks 29-32 in a manner which provides an equivalent or greater amount of privately-owned and publicly accessible pedestrian access and open space; finds that the leasable square footage for both commercial and retail uses and the developable area square footage of the Project are within the allowable allocations under the Plan and Design for Development. The Blocks 29-32 Major Phase approval supersedes the salesforce.com Major Phase only as to Blocks 29-32; the salesforce.com Major Phase remains in places as it affects Block 26 (Parcel 1), Block 27 (Parcel 1), Block 33 and Block 34. The Blocks 29-32 BC/SD supersedes the salesforce.com BC/SD as it affects Blocks 29-32.

WHEREAS, OCII staff recommends that the Commission approve the Blocks 29-32 Major Phase and the Blocks 29-32 BC/SD submitted by GSW; now, therefore, be it

RESOLVED, That the Commission finds and determines that the Blocks 29-32 Major Phase and the Blocks 29-32 BC/SD are within the scope of the Project analyzed in the FSEIR; and be in further

RESOLVED, That the Commission hereby approves the BC/SD Findings Blocks 29-32 Major Phase and the Blocks 29-32 BC/SD pursuant to the South OPA subject to the following conditions:

1. The Project shall comply with the Mitigation Monitoring and Reporting Program, adopted by the Commission by Resolution No.70-2015.
2. The Project is subject to the Improvement Measures as identified in the Mitigation Monitoring and Reporting Program, adopted by the Commission by Resolution No.70-2015.
3. The Blocks 29-32 Major Phase approval is contingent on the Executive Director of OCII's finding that the Event Center use is a permitted secondary use for Blocks 29-32 under, and in accordance with, the Mission Bay South Redevelopment Plan.
4. Prior to approval of Design Development Documents, the Project shall obtain the approval of the Executive Director, or her designee, of administrative variances to the Streetscape Plan and the Infrastructure Plan to permit development of the Project in accordance with the proposed Blocks 29-32 Major Phase and proposed Blocks 29-32 BC/SD, including,

among other things, the location of tree wells, grade of the pedestrian sidewalk and location of new and/or relocated utility lines.

5. Prior to issuance of a Certificate of Occupancy for each of the Gatehouse, the Event Center, the South Street Tower, the 16th Street Tower, the Food Hall and the retail buildings along Terry A. Francois Blvd. and South Street, the applicable owner, GSW or its successors, shall record a notice of special restrictions in such form approved by the Executive Director and Agency counsel (the “NSRs”), restricting the use of certain personal services, retail and restaurant spaces that do not exceed 5,000 square feet and that are excluded from the definition of Gross Floor Area under the Plan and Amended D for D within each such building to personal services, restaurant or retail use for the life of the building shall provide that limiting this excluded space in total to not exceed 75% of the ground floor of the building plus the ground level, on-site open space where such spaces are located.
6. Prior to approval of Design Development Documents by the Executive Director or her designee, submit the following for the Executive Director’s review and approval (or here designee):
 - a. Design standards and guidelines for the retail components of the proposed development that will apply to future tenant improvements, including minimum depth and minimum and maximum frontages, transparency, textures, colors and such other relevant considerations as reasonably requested by OCII staff;
 - b. A lighting plan for the open spaces that includes specific consideration for: Third Street Gardens and Plazas, Main Plaza, Pedestrian Path, Bayfront Overlook, Southeast Plaza and the 16th Street setback and ramp.
 - c. A lighting plan for the Event Center building;
 - d. A procedures manual to protect and maintain the Media Pedestals along 16th Street and other furniture within publicly accessible areas within the Project site.
7. Submit for Commission review and approval a signage plan for the Project and related amendments to the Mission Bay South Signage Master Plan applicable to the Project, which shall include at a minimum the following: (1) Event Center and Project signage; (2) signage for the retail and restaurant frontages facing the publicly accessible private open spaces (consisting of the Plaza, Pedestrian Path, 16th Street ramp, Third Street gardens and the Bayfront Overlook); and (3) wayfinding signage plans for pedestrians and for vehicular movement within the parking garage and the periphery of the proposed development on Blocks 29-32.

8. Further develop and refine the design of the retail spaces fronting Terry A. Francois Blvd. for review and approval by the Executive Director, or her designee; special consideration shall be given to the treatment of the setback areas in order to facilitate successful business, including, but not limited to, frontages, awnings, pavement, furniture, wind screens, and plantings.
9. Prepare mock-ups displaying the proposed materials, colors and textures of exterior walls, visible structural elements, window systems (including mullions and glazing materials), louvers, doors, soffits and all visible elements of the different buildings comprising the proposed development for review and approval by the Executive Director, or her designee, prior to installation.
10. Payment of new or increase Development Fee of Exaction, including but not limited to the TIDF, to the extent required under Section 304.9C(ii) of the Plan and at the time required under the applicable City Regulation.

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



Commission Secretary

- Exhibit A: Blocks 29-32 Major Phase
- Exhibit B: Blocks 29-32 BC/SD – Event Center
- Exhibit C: Blocks 29-32 BC/SD – 16th Street Office/Retail Tower
- Exhibit D: Blocks 29-32 BC/SD – South Street Office/Retail Tower
- Exhibit E: Blocks 29-32 BC/SD – Northeast Retail along South Street and Terry A. Francois Boulevard
- Exhibit F: Blocks 29-32 BC/SD – Open Space
- Exhibit G: Blocks 29-32 BC/SD – Background Appendices

EXHIBIT 3

Office of Community Investment and Infrastructure

Secondary Use Determination

Date: November 3, 2015
Applicant: GSW Arena LLC
Site: Blocks 29-32, Mission Bay South Redevelopment Project Area

INTRODUCTION

GSW Arena LLC, an affiliate of the Golden State Warriors basketball team (“GSW”), has proposed to construct a multi-purpose event center (the “Event Center”), in addition to a variety of mixed uses, including office, retail, open space and structured parking (the “Project”), on an approximately 11-acre site on Blocks 29-32 (the “Property”) within the Mission Bay South Redevelopment Plan Area (the “Plan Area” or “Project Area”).

The Event Center would serve as the new venue for Golden State Warriors home games which, based on their current season schedule, would be anticipated to include 2-3 preseason games, 41 regular season games, and up to 16 post-season games, for up to approximately 60 total Golden State Warriors home games per year. In addition, to these games, the Event Center is anticipated to host approximately 160 other events per year including concerts, family shows, conventions, corporate events, and other sporting events. Anticipated attendance at events would range from 3,000 to 18,500. See Draft Subsequent Environmental Impact Report prepared for the Event Center Project (“GSW DSEIR”), page 3-39 [Table 3-3], for further information on event characteristics at the Event Center.

The Event Center would include a wide variety of uses, including spectator seating and suites, restaurants/bars and clubs, meeting rooms; spectator support facilities such as food service/kitchens, concessions, merchandising and restrooms; Golden State Warriors management offices, practice facility and locker rooms; command center and operations space for police/security, fire protection services and traffic control; media support facilities; and Event Center operation and maintenance areas. In addition to the Event Center, the Project includes two 11-story (160-foot tall) office and retail buildings; a 2-story (36-foot tall) commercial and retail building that also serves as the access way to parking facilities called the “gatehouse;” a 3-story (43-foot tall) “food hall” with stalls for vendors of food and artisanal goods; approximately 3.2 acres of open space, plazas and pedestrian pathways; and 3-levels (two below grade and one at street level) of enclosed on-site parking facilities and loading facilities. See GSW DSEIR, pages 3-15 to 3-20, for further discussion of the anticipated Project facilities and amenities.

Table 1 below identifies each of the above-described Project buildings and facilities and the use designations that cover each of the Project components, based on the Basic Concept/Schematic Design application for the Project, dated November 3, 2015. As demonstrated in Table 1, most Project buildings and facilities are principal permitted uses authorized on the Property pursuant to the Mission Bay South Redevelopment Plan (the “Plan”). Table 1 also identifies Project components that, as discussed further in these findings, are authorized secondary uses pursuant to the Plan.

TABLE 1

Project Component	Use Designation
Event Center*	<p>Principal Uses:</p> <ul style="list-style-type: none"> • Office Use (Golden State Warriors office space and meeting rooms) • Retail Sales and Services: <ul style="list-style-type: none"> - All retail sales and services including bars and aerobic studios (Event Center retail) • Restaurants (Event Center food services) - Arts Activities (Event Center dance, music, dramatic art, video, graphic art, and related crafts and performance events as well as conventions of an artistic and cultural nature) - Art Spaces (Event Center when used as an art space similar to a studio, workshop, gallery, museum, or archive for events in which liquor is not sold) - Other Uses: • Outdoor Activity Area (Bayfront terrace) <p>Secondary Uses:</p> <ul style="list-style-type: none"> • Assembly and Entertainment - Nighttime Entertainment (Event Center assembly and entertainment uses not otherwise meeting the definition of an arts activity or art space) - Recreation Building (Event Center assembly and entertainment uses not otherwise meeting the definition of an arts activity or art space) • Other Uses - Public Structure (Event Center generally when not otherwise meeting the definition of an arts activity or art space) - Use of Nonindustrial Character (Event Center generally when not otherwise meeting the definition of an arts activity or art space)
Office and Retail Buildings	<p>Principal Use:</p> <ul style="list-style-type: none"> • Office Use • Retail Sales and Services: <ul style="list-style-type: none"> - All retail sales and services, including bars and aerobic studios - Restaurants
Gatehouse & Food Hall Buildings	<p>Principal Uses:</p> <ul style="list-style-type: none"> • Office Use (Accessory) • Retail Sales and Services: <ul style="list-style-type: none"> - All retail sales and services, including bars and aerobic studios - Restaurants
Parking and Loading Facilities	<p>Principal Use:</p> <ul style="list-style-type: none"> • Other Uses: <ul style="list-style-type: none"> - Parking
Open Space Facilities	<p>Principal Uses:</p> <ul style="list-style-type: none"> • Other Uses: <ul style="list-style-type: none"> - Open Recreation - Outdoor Activity Area

* The Event Center includes a variety of supporting uses including Golden State Warriors practice facility, Golden State Warriors office space and meeting rooms, an outdoor activity area called "bayfront terrace," and Event Center food and retail space.

As set forth in the Plan, principal uses are permitted and do not require the Executive Director ("Director") to authorize those uses based on written findings. With respect to secondary uses, the Plan provides the Office of Community Investment and Infrastructure ("OCII") with the discretion to approve authorized secondary uses subject to the Director making a finding of consistency as required by Section 302 of the Plan. OCII's authority over these land use matters is an exercise of state authority under the Community Redevelopment Law, Cal. Health & Safety Code §§ 33000 et seq., as amended by the Redevelopment Dissolution Law, Cal. Health & Safety Code §§ 34161 et seq., which requires OCII to implement and complete agreements that the California Department of Finance ("DOF") has finally and conclusively determined to be enforceable obligations. See Letter, J. Howard, DOF, to T. Bohee, OCII (Jan. 24, 2014) (approving completion of the Mission Bay South Owner Participation Agreement between OCII and FOCIL-MB, LLC, as an enforceable obligation).

For the reasons set forth herein, as provided in Section 302 of the Plan, the Director hereby approves the Event Center as a secondary use as permitted under the Plan and finds the secondary use generally conforms with the redevelopment objectives and planning and design controls established under the Plan and is a use that, at the size and intensity contemplated and at the proposed location, will provide a development that is both necessary and desirable for, and compatible with, the neighborhood and the community.

BACKGROUND

Each of the land use districts included in the Plan sets forth general categories of secondary uses that may be permitted within the land use district. A secondary use allowed within a land use district may be developed subject to the conditions set forth Section 302 of the Plan. Specifically, Section 302 of the Plan provides as follows:

"Secondary uses shall be permitted in a particular land use district . . . provided that such use generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan and is determined by the Executive Director to make a positive contribution to the character of the Plan Area, based on a finding of consistency with the following criterion: the secondary use, at the size and intensity contemplated and at the proposed location, will provide a development that is necessary or desirable for, and compatible with, the neighborhood or the community."

The Director, in consultation with OCII staff and after reviewing the Final Subsequent Environmental Impact Report ("FSEIR"), and the Major Phase and Combined Basic Concept and Schematic Designs ("BC/SD") applications for the Project finds that the secondary uses included in the Project are both necessary and desirable for, and compatible with, the neighborhood or the community.¹ In reaching this determination, the Director adopts the findings set forth below confirming (1) the Project is located in the Commercial Industrial / Retail land use district, (2) the Project uses that are not principally permitted uses constitute secondary uses authorized in the Commercial Industrial / Retail land use district, (3) the secondary uses generally conform with redevelopment objectives and planning and design controls established pursuant to this Plan, and (4) the Project, including its secondary uses, makes a positive contribution to the character of the Plan Area because, at the size and intensity contemplated and at the proposed location, it will provide a development that is both necessary and desirable for, and compatible with, the neighborhood or the community.

¹ See Memorandum, S. Oerth, Deputy Director, to T.Bohee, Executive Director, re: "Applicability of Certain Redevelopment Plan Land Use Provisions to the Event Center Project." (Oct. 27, 2015).

ANALYSIS

- (1) The Project is located on Blocks 29-32 within the “Commercial Industrial / Retail” land use district, which permits a broad array of land uses under the Plan.**

The Plan describes seven land use districts in the 238 acres of Plan Area: (a) Mission Bay South Residential, (b) Hotel, (c) Commercial Industrial, (d) Commercial Industrial / Retail, (e) University of

California, San Francisco (“UCSF”), (f) Mission Bay South Public Facility, and (g) Mission Bay South Open Space. The “Commercial Industrial / Retail” land use district is located on the east side of Third Street and south of South Street. This district is described in Section 302.4 of the Plan and shown on Attachment 3 to the Plan. The district allows a large variety of uses. The “Commercial Industrial / Retail” land use district and the “Hotel” land use district are the only districts that permit “all retail sales and services” as opposed to “local-serving” retail sales and services (which is generally authorized in the Plan’s other land use districts). By authorizing “all retail sales and services” within the “Commercial Industrial / Retail” and the “Hotel” land use districts, OCII anticipated that these land use districts would include regional retail facilities and attractions. The “Commercial Industrial / Retail” land use district also includes an extensive list of general secondary uses to allow for broad flexibility of authorized land uses. This flexibility is warranted by the location of the “Commercial Industrial / Retail” land use district, which is situated along the southeast and southwest borders of the Plan area, and is adjacent to the Bay and to uses outside of the Plan area. Furthermore, the Commercial Industrial/ Retail land use district does not limit the size of any of the uses that are permitted as principal or secondary uses, subject to the overall development limitations of the Plan. Accordingly, the Plan provides for a wide array of potential uses to be permitted in this district to respond readily and appropriately to market conditions.

- (2) Most components of the Project, including some uses at the Event Center constitute principal permitted uses under the Plan; the other uses qualify as a secondary use under several of the secondary use categories included in the “Commercial Industrial / Retail” land use district.**

As illustrated above in Table 1, principal permitted uses included in the Project include office and retail uses that are located in the high-rise office and retail buildings, the gatehouse, food hall and Event Center; arts activities held at the Event Center such as dance, music, dramatic art, video, graphic art, and related performance events as well as convention events of a cultural nature; art spaces; open recreation and outdoor activity areas; and parking and loading facilities. In addition to these principal permitted uses, other Event Center uses are allowed as a secondary use as explained further below.

- a. Assembly and Entertainment Secondary Use:

Section 302.4(B) authorizes Assembly and Entertainment secondary uses within the “Commercial Industrial / Retail” land use district. The Plan does not describe or define “assembly and entertainment,” however this term is interpreted by OCII to mean a location where a group of people gather for entertainment purposes. Within the “Commercial Industrial / Retail” land use district, the Plan identifies two subcategories of “Assembly and Entertainment” uses: “Nighttime Entertainment” and “Recreation Building.” (Plan, § 302.4(B).) As discussed further below both categories of “Assembly and Entertainment” uses are broad categories which permit development and operation of Event Center activities.

i. Nighttime Entertainment:

The Plan (Attachment 5 – Definitions) defines Nighttime Entertainment as “[a]n assembly and entertainment use that includes dance halls, discotheques, nightclubs, private clubs, and other similar evening-oriented entertainment activities, excluding Adult Entertainment, which require dance hall keeper police permits or place of entertainment police permits which are not limited to non-amplified live entertainment, including Restaurants and Bars which present such activities, but shall not include any arts activities or spaces as defined by this Plan, any Theater performance space which does not serve alcoholic beverages during performances, or any temporary uses permitted by this Plan.” (*Ibid.*)

The Event Center is an “evening-oriented entertainment [use]... which requires... place of entertainment police permits which are not limited to non-amplified live entertainment...”² Though the definition set forth in the Plan identifies certain venue-types included in the Nighttime Entertainment use category, the list is illustrative and not all-inclusive. Furthermore, the Event Center is found to be a similar evening-oriented entertainment activity as a dance hall, discotheque, nightclub, private club, or bar because, like those uses, the Event Center will generally offer alcoholic beverages, provide amplified live entertainment, and serve as a venue for assembly and entertainment events usually occurring in the evening. As discussed further in Part (2)(c) below, the Plan includes no size limitation for Nighttime Entertainment Assembly and Entertainment secondary uses within the Commercial Industrial / Retail land use district. Moreover, as is evident throughout the City, dance halls, night clubs, and private clubs can be very large facilities or a complex of facilities. As such, OCII does not interpret the Plan as including a size limitation on nighttime entertainment uses.

Furthermore, the Nighttime Entertainment subcategory of Assembly and Entertainment does not prohibit a nighttime entertainment use from including daytime hours of operation. The Nighttime Entertainment subcategory of Assembly and Entertainment only requires the use be “evening-oriented.” As discussed in the GSW DSEIR, pp. 3-38 to 3-42, the majority of events anticipated at the Event Center would occur in the evening hours. Further, some events that would occur in the daytime, such as family shows, would be principally permitted as Arts Activities (such as Disney on Ice). For this reason, the Director finds the entertainment uses in the Event Center that seek a secondary use designation to be an “evening-oriented” use.

Accordingly, the Director finds that entertainment uses proposed at the Event Center that are not principal permitted art activity uses are Nighttime Entertainment uses and are therefore permitted secondary uses for the Property under the Plan as an Assembly and

² Under the Police Code, a Place of Entertainment Permit is required for premises to which patrons are admitted, which serves food and/or beverages for on-site consumption and where “Entertainment” is furnished or occurs upon the premises. As defined in Police Code Section 1060(g), “Entertainment” includes, among other things: (1) Any act, play, review, pantomime, scene, song, dance act, song and dance act, or poetry recitation, conducted in or upon any premises to which patrons or members are admitted; and (2) the playing or use of any instrument capable of producing or used to produce musical or percussion sounds, including but not limited to, reed, brass, percussion, or string-like instruments, or karaoke, or recorded music presented by a live disc jockey on the premises. Such activities are the hallmark of any concert or family show, are likely to occur at convention and corporate events and will also occur during Golden State Warriors games.

Entertainment Use, subject to the necessary findings required by Section 302 of the Plan (as set forth in Sections (3) through (4) below).

ii. Recreation Building:

The Event Center is a building proposed to offer entertainment for the enjoyment of audiences. The Plan does not contain a definition of the term "Recreation;" however, this term commonly refers to leisure and entertainment activities including, but not limited to, athletic leisure activities including both the participation in, and observation of, athletic events. (See, e.g., Merriam-Webster.com. Merriam-Webster, n.d. Web. 16 Sept. 2015. <<http://www.merriam-webster.com/dictionary/recreation>> [defining "recreation" as "something people do to relax or have fun: activities done for enjoyment"].) OCII interprets "Recreation Building" as used in the Plan consistent with the usual definition of "Recreation" and, therefore, the Director finds that a "Recreation Building" includes buildings, like the Event Center, that provide leisure and entertainment activities.

Additionally, "recreation facilities" are discussed in the 1998 Mission Bay FSEIR. As explained in the 1998 Mission Bay FSEIR, "taking advantage of relatively undeveloped but close-in locations and excellent freeway access, the large recreation facilities in the Project Area use almost one-quarter of the open land area used by businesses." (1998 Mission Bay FSEIR, p. V.C.4.) "[L]arge-scale recreation and retail activities" in the Plan area in 1998 included "[t]he Mission Bay Golf Center opened in 1992, using almost 300,000 square feet of land area (over 6 acres) for a driving range. A restaurant and retail shop have opened as sub-tenants of the center. An in-line hockey sports facility (Bladium) opened in 1995 west of Third Street just south of the Lefty O'Doul Bridge. Similar to the Esprit Outlet and the Golf Center, Bladium also offers retail and eating and drinking operations." (*Ibid.*) Bladium occupied a lot of 310, 943 square feet. San Francisco Redevelopment Agency, Report to the Board for the Mission Bay South Redevelopment Project, Appendix D (Building Inventory), p. 13 (Aug. 1998). OCII envisioned that the total acreage of land dedicated to recreational facilities within the Plan Area would decrease as redevelopment occurred. However, OCII anticipated that new recreation uses would continue to be developed within the Plan Area and, for that reason, the Plan authorizes both outdoor "Open Recreation" and indoor "Recreation Building" uses.

The Event Center is a large recreation facility that will provide patrons with the opportunity to watch professional basketball and other sports events, and will offer food concessions for audiences and other users of the facility. As noted above and discussed further in Part (2)(c) below, the Plan includes no size limitation for secondary uses within the Commercial Industrial / Retail land use district.

For these reasons, the Director finds that the Event Center is a Recreation Building use within the plain meaning of that term, and therefore is a permitted secondary use for the Property under the Plan, subject to the necessary findings under Section 302 of the Plan (see Sections (3) through (4) below).

b. Other Uses:

Section 302.4(B) authorizes other secondary uses within the “Commercial Industrial / Retail” land use district including “public structures or uses of a nonindustrial character.” The Plan does not define either of these subcategories of other secondary uses. However, as discussed in further detail below, the Director finds that the Event Center qualifies as a secondary use both as a Public Structure and a Use of a Nonindustrial Character.

i. Public Structure

The term “public structure” is not defined in the Plan. The Director finds that “public structure” should be interpreted to cover facilities that provide public services to the community whether publicly and privately owned. The size and design of the Event Center will allow it to host various events that, due to venue constraints, could not currently be hosted at any other public or private venue in the City. Notably, the City’s Office of Economic and Workforce Development (“OEWD”) reports that the space constraints of existing City convention and meeting venues result in a significant loss of employment and financial benefits to the City. OEWD, Moscone Expansion Project: Fiscal Responsibility and Feasibility Report (Jan. 2013). The Event Center will serve as a new, civic landmark that will host a variety of entertainment, convention, conference, cultural, and civic events. Like other Public Structures within the City, including the publicly-owned Moscone Center as well as public and private museums within the City, the Event Center will typically charge admission to members of the public. The Director finds that the assessment of an admission fee does not change the public nature of a public structure such as the Moscone Center, a museum, or the Event Center. This determination is consistent with OCII precedent; for example, in approving the UCSF Medical Center the Executive Director found that it constituted a secondary use as a public structure notwithstanding those members of the public generally pay for medical services provided at the center.

Furthermore, as noted above and in Part (2)(c) below, the Plan includes no size limitation for secondary uses within the Commercial Industrial / Retail land use district.

For the above reasons, the Director finds that the Event Center qualifies as a Public Structure secondary use and therefore is a permitted secondary use for the Property under the Plan, subject to the necessary findings under Section 302 of the Plan (see Sections (3) through (4) below).

ii. Use of a Nonindustrial Character

As a secondary use, the Plan authorizes “uses of a nonindustrial character” generally. The Plan does not define these uses. As described in the 1998 Mission Bay FSEIR, under the Plan “[t]he Project Area would change from an underdeveloped industrial area with large swaths of vacant land, to a fully developed mixed use urban area, with about 30,000 employees and about 11,000 residents.” (1998 Mission Bay FSEIR, p. II.6.) In order to facilitate this change from an underdeveloped industrial area to a mixed use urban area, the Plan broadly authorizes “uses of a nonindustrial character” within the Commercial Industrial / Retail land use district subject, as with all secondary uses, to the Director making necessary findings. The Event Center is not an industrial use and is consistent with the objective to transition Mission Bay from an underdeveloped industrial area with large swaths of vacant land to a fully developed mixed use urban area. The Project will also generate thousands of construction and permanent jobs that will make a substantial

contribution towards the Plan Area goal to provide employment opportunities for 30,000 people.

Furthermore, as noted above and in Part (2)(c) below, the Plan includes no size limitation for secondary uses, such as Uses of a Nonindustrial Character within the Commercial Industrial / Retail land use district.

For the above reasons, the Director finds that the Event Center qualifies as a Use of a Nonindustrial Character secondary use and therefore is a permitted secondary use for the Property under the Plan, subject to the necessary findings under Section 302 of the Plan (see Sections (3) through (4) below).

- c. The Commercial Industrial / Retail land use district does not restrict the size of an authorized principal or secondary use.

The Plan does not limit the permitted size of secondary uses authorized in the Commercial Industrial / Retail land use district. Where the Plan intends to limit the size of a use, the Plan expressly includes such a size limitation. For example, in the Mission Bay South Residential land use district only “small” residential care, social service / philanthropic, and vocational / job training facilities are permitted. (Plan, p. 9.) No such size limitations are included for any primary or secondary use permitted within the Commercial Industrial / Retail land use district. Additionally, as the Commercial Industrial / Retail land use district permits “all retail sales and services” and not just “local-serving retail,” the Plan contemplates that large regional facilities could be developed in this land use district.

The Plan includes general limitations on overall development, such as the limitation of 5,000,000 leasable square feet within Zone A of the Mission Bay South Redevelopment area, which is the area where the Project is proposed. A staff review of leasable square footage authorized or built to date in Zone A shows that the Project, if approved, will not exceed any of the development limitations in the Plan. Memorandum, Sally Oerth, OCII, Deputy Director, to Tiffany Bohee, OCII, Executive Director, Re: “Review of square footage limitations applicable to the Golden State Warriors Event Center and Mixed-Use Project ” (Oct. 27, 2015) (“Square Footage Memorandum”). (See also GSW DSEIR, pp. 4-5 to 4-6.) Therefore, the size of the Project is consistent with the Plan’s general limitation on the amount of overall Plan Area development.

(3) The Event Center generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan.

To authorize a secondary use, the Director must consider whether a proposed secondary use “generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan.” (Plan, § 302.) “General conformity” does not require a determination that a project is fully consistent with every redevelopment objective and planning and design control. (*Clover Valley Foundation v. City of Rocklin* (2011) 197 Cal. App. 4th 200, 238 [“A given project need not be in perfect conformity with each and every general plan policy.”].) The Plan requires the Director to consider redevelopment objectives and planning and design controls collectively to determine whether, on the whole, a secondary use “generally conforms.” (*Save Our Peninsula Committee v. Monterey County Bd. of Supervisors* (2001) 87 Cal.App.4th 99, 142 [“the governmental agency must be allowed to weigh and balance the plan’s policies when applying them, and it has broad discretion to construe its policies in light of the plan’s purposes”].) In undertaking this evaluation, OCII must consider whether the proposed project is “in agreement or harmony with’ the terms of the applicable plan, not in rigid conformity with every detail thereof.” (*San Franciscans Upholding Downtown Plan v. City and County of San Francisco* (2002) 102 Cal.App.4th 656, 678, quoting *Sequoiah Hills Homeowners Assn. v. City of Oakland* (1993) 23 Cal.App.4th 704, 718.)

The Director has undertaken this “general conformity” review for the Project and its secondary uses. The Director finds that, while the Project promotes some redevelopment objectives and planning and design controls more directly than others, the Project promotes critical redevelopment objectives relating to blight and economic development and, in consideration of all the benefits of the Project and its proposed secondary uses, concludes the Project generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan. The Director’s determination of general conformity with redevelopment objectives and planning and design controls is accorded “broad deference.” (*Ross v. California Coastal Com.* (2011) 199 Cal.App.4th 900, 930; see also *Building Industry Assn. of Central California v. County of Stanislaus* (2010) 190 Cal.App.4th 582, 591 [“A local entity’s land use determination is accorded substantial judicial deference.”]; *Citizens for Planning Responsibly v. County of San Luis Obispo* (2009) 176 Cal.App.4th 357, 373 [discussing the local agencies’ “‘wide-ranging discretion’ endowed by the Constitution with respect to formulating basic land use policy”].)

As discussed above, the Plan does not require the Director to individually evaluate each redevelopment objective listed in Section 103 and make a general conformity determination with respect to each individual objective. However, to further support the Director’s finding of general conformity, Section 3.1 below includes a brief analysis illustrating that the Project generally conforms with each redevelopment objective listed in Section 103 of the Plan. Sections 3.2 and 3.3, in turn, include additional analysis supporting the conclusion that the Project and its secondary uses also generally conform with planning objectives and policies included in Section 104 of the Plan as well as the Design for Development for the Mission Bay South Project Area (“D for D”).

- a. The Event Center generally conforms with the redevelopment objectives listed in Section 103 of the Plan as described below.
 - i. Eliminating blighting influences and correcting environmental deficiencies in the Plan Area, including, but not limited to, abnormally high vacancies, abandoned buildings, incompatible land uses, depreciated or stagnant property values, and inadequate or deteriorated public improvements, facilities and utilities.

The Director finds that the Event Center generally conforms to this Major Objective. The location of the Project on Blocks 29-32 has not been redeveloped since the adoption of the Plan in 1998. At that time, the Property was the site of a large concrete batching plant (Bode Gravel Co.) and several dilapidated industrial and garage buildings, which were incompatible land uses for the Commercial Industrial/ Retail land use district and were subsequently demolished. See San Francisco Redevelopment Agency, Report to the Board for the Mission Bay South Redevelopment Project, Appendix D (Building Inventory), pp. 48-52 (Aug. 1998). The Event Center will improve underutilized blocks within the Plan Area and will provide substantial economic benefits within the Plan Area.

The Event Center will provide San Francisco with a state-of-the-art and world-class multi-purpose event center that meets NBA requirements for sports facilities and can be used year-round for sporting events and entertainment and convention purposes with events ranging in capacity from approximately 3,000-18,500. The Event Center will thus attract those events which currently bypass San Francisco due to the current lack of a world class facility in the City. In addition to the Event Center, the Project includes a mix of office use, retail, and open space that will promote visitor activity and interest during times when the Event Center is not in use, and provide amenities to visitors of the Event Center as well as the surrounding neighborhood. The Project will provide

substantial tax revenue available for OCII to support the construction of affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure. The Project will generate thousands of jobs for residents of Mission Bay and the City of San Francisco area during both construction and operation.

The current undeveloped site is incompatible with the existing land uses in the area. Development of the Project will correct this deficiency and, as discussed further in Section (4) below, will be compatible with surrounding land uses. Furthermore, while development of the Project will result in some significant and unavoidable environmental impacts as addressed in the Project's FSEIR, the Director finds that development of the Project will correct environmental deficiencies in the Plan area. Specifically, through complying with the MMRP for the 1998 Mission Bay FSEIR and the MMRP for the Project, the Project will not only implement all feasible mitigation measures to address environmental impacts caused or contributed to by the Project but will also help to address existing environmental deficiencies in the Plan Area consistent with this Objective.

- ii. Retaining and promoting, within the City and County of San Francisco, academic and research activities associated with the University of California San Francisco ("UCSF"), which seeks to provide space for existing and new programs and consolidate academic and support units from many dispersed sites at a single major new site which can accommodate the 2,650,000 square foot program analyzed in the UCSF Long Range Development Plan.

The Director finds that the Event Center generally conforms to this Major Objective, which has been substantially fulfilled through the development of a 43 acre research campus for UCSF in the UCSF land use district under the Plan. The Property is not included in this district and was not contemplated to be developed as part of the UCSF Long Range Development Plan. The Project will not interfere with the objective to accommodate the 2,650,000 square feet academic and research activities associated with UCSF within the Plan Area. The Director also finds that the Project, including its retail uses, restaurants, and open space, would contribute vitality to Mission Bay's street life and activate its pedestrian realms, which the Director finds would generally benefit the employees, students, and visitors that use the UCSF campus.

- iii. Assembling land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation in the Plan Area.

The Director finds that the Project generally conforms to this Major Objective. The Project includes a state of the art sports and entertainment venue that will qualify for gold certification under the Leadership in Energy and Environmental Design ("LEED") standard and that meets, among other things, the criteria for an "environmental leadership development project" under the Jobs and Economic Improvement Through Environmental Leadership act of 2011. Additionally, the Project includes expanded Mission Bay TMA shuttle service to increase frequency of, and the number of stops offered by, the shuttle service in Mission Bay South. These additional shuttle services would be an integrated part of the Mission Bay TMA network and would continue to be free of charge for all residents and employees in Mission Bay, regardless of their origin or destination. (GSW DSEIR, p. 5.2-51.)

As discussed in the Project's FSEIR, the Project results in less than significant pedestrian impacts after implementation of Mitigation Measures M-TR-6, M-TR-8, and M-TR-22. While the Project would result in several significant and unavoidable vehicular transportation impacts, these impacts are not caused by the manner in which the parcels are assembled for the Project. Moreover, as discussed in the GSW DSEIR (pp. 3-36 to 3-38) the Project includes a number of off-site roadway network and curb regulations, transit network, pedestrian and bicycle network improvements in the project site vicinity, including, but not limited to, roadway restriping, intersection signalization, on-street parking, new perimeter sidewalks, bicycle lanes, signage and other improvements that will benefit the Plan Area.

- iv. Replanning, redesigning and developing undeveloped and underdeveloped areas which are improperly utilized.

The Director finds that the Event Center generally conforms to this Major Objective. As described in the GSW DSEIR (p. 3-10), the Property is currently undeveloped, a portion of it is used as a surface parking lot, and a chain link fence surrounds its perimeter. Therefore, the Director finds that the Property is underutilized and that the Project would replan, redesign, and redevelop the Property consistent with this objective.

- v. Providing flexibility in the development of the Plan Area to respond readily and appropriately to market conditions.

The Director finds that the Event Center generally conforms to this Major Objective. The Plan generally, and the Commercial Industrial / Retail land use district specifically, provides broad categories of uses that are intended to provide OCII with substantial flexibility in developing the Plan Area to respond readily and appropriately to market conditions. The Project is an example of the type of project that, although not specifically contemplated in 1998 when the Plan was enacted, is nevertheless consistent with the Plan's vision to create a vibrant and diverse mixed use urban area that includes among other uses office, retail, recreation, and assembly and entertainment uses. The Project constitutes an appropriate and important response to market conditions because the City currently lacks a venue, like the Event Center, capable of hosting a similar diverse array of sports, artistic, and other assembly and entertainment events. Notably, the City's Office of Economic and Workforce Development ("OEWD") reports that the space constraints of existing City convention and meeting venues result in a significant loss of employment and financial benefits to the City. OEWD, Moscone Expansion Project: Fiscal Responsibility and Feasibility Report (Jan. 2013). Significantly, the Project is privately-financed and will generate substantial amounts of property tax revenues that will be dedicated to public infrastructure and affordable housing costs. The successful completion of the Plan Area is dependent on these types of economically feasible land uses that will provide the revenues to repay the bonded indebtedness used to build the public infrastructure contemplated in the 1998 Mission Bay FSEIR for the area.

- vi. Providing opportunities for participation by owners in the redevelopment of their properties.

The Director finds that the Event Center generally conforms to this Major Objective. On October 9, 2015, GSW Arena LLC acquired the property from the prior owner, Bay Jacaranda 2932, LLC (an affiliate of salesforce.com). In accordance with terms of an Assignment, Assumption and Release agreement between GSW Arena LLC, Bay

Jacaranda 2932 and OCII, GSW Arena LLC assumed all applicable obligations under the Mission Bay South Owners Participation Agreement related to Blocks 29-32. Approval

of the Project would allow GSW Arena LLC the opportunity to participate in the development of its property through the ability to develop an economically feasible project that meets its mission and desires within the context of the overall Plan.

- vii. Strengthening the community's supply of housing by facilitating economically feasible, affordable housing through installation of needed site improvements and expansion and improvement of the housing supply by the construction of up to approximately 3,440 very low-, low- and moderate-income and market-rate units, including approximately 1,100 units of very low-, low- and moderate-income housing.

The Director finds that the Project generally conform to this Major Objective through their future generation of significant amounts of property tax revenues that are contractually obligated to pay for affordable housing under the Mission Bay South Owner Participation Agreement and the Mission Bay South Tax Increment Allocation Pledge Agreement between OCII and the City and County of San Francisco. OCII has a remaining financial obligation to develop over 500 units of affordable housing in Mission Bay South at several sites dedicated to affordable housing in the Plan Area. The Plan Area's property tax revenues are a significant source of funding. The Property itself is not one of the sites dedicated to housing because it is located within the Commercial Industrial / Retail land use district, where residential uses are not authorized. Therefore, development of the Project does not develop land within the Plan Area that may otherwise be available for residential uses and does not interfere with residential uses, which are located in other land use districts.

- viii. Strengthening the economic base of the Plan Area and the community by strengthening retail and other commercial functions in the Plan Area through the addition of up to approximately 335,000 Leasable square feet of retail space and a hotel of up to 500 rooms and associated uses, depending on the amount of residential uses constructed in the Hotel land use district, and about 5,953,600 Leasable square feet of mixed office, research and development and light manufacturing uses.

The Director finds that the Event Center generally conforms to this Major Objective. The Project includes retail and commercial uses that will strengthen the economic base in the Plan Area, as described in Section 3.1 (a) above. The Project is also consistent with the total leasable square footages anticipated within the Plan Area for the reasons set forth in the Square Footage Memorandum. (See also GSW DSEIR, pp. 4-5 to 4-6.)

- ix. Facilitating emerging commercial-industrial sectors including those expected to emerge or expand due to their proximity to the UCSF new site, such as research and development, bio-technical research, telecommunications, business service, multi-media services, and related light industrial, through improvement of transportation access to commercial and industrial areas, improvement of safety within the Plan Area, and the installation of needed site improvements to stimulate new commercial and industrial expansion, employment, and economic growth.

The Director finds that the Event Center generally conforms to this Major Objective through its transportation, safety, and site improvements. Specifically, as discussed more fully in Chapter 5.2 of the GSW DSEIR, as part of the Project, and through implementation of mitigation measures and improvement measures described in the FSEIR, the Project will improve physical transportation infrastructure adjacent to the

project site - including travel lanes, sidewalks, bicycle lanes, traffic signals, and light rail platform. The Project will also improve transit services through expansion of the Mission Bay TMA shuttle system, provision of the Muni Special Event Transit Service Plan, and implementation of a Transportation Management Plan (TMP). The TMP provides for, among other things, pre-event and post-event operation of the curbs adjacent to the project site to accommodate shuttles stops, and taxi zone, and private vehicle and TNC passenger loading/unloading zones. The TMP also includes Transportation Demand Management (TDM) strategies designed to reduce use of single-occupant vehicles and to increase the use of rideshare, transit, bicycle, and walk modes for trips by employees and visitors to and from the project site. The TMP is summarized on GSW DSEIR pp. 5.2-55 – 5.2-69, and the entire document is included as GSW DSEIR Appendix TMP. As described on GSW DSEIR p. 5.2-55, the TMP is a working document that would be expanded and refined over time by the project sponsor and City agencies involved in implementing the plan.

As discussed in the Project's GSW FSEIR, with limited exceptions, the majority of traffic associated with the Project will occur in the evening or on weekends and, therefore, the Director finds the Project generally will not interfere with transportation access to commercial and industrial uses within the Plan Area during regular business hours. Moreover, the area surrounding the Project has already been substantially built out with commercial industrial and other uses. Construction of the Project would develop one of the few remaining vacant and underutilized parcels in this area. In doing so, the Project would secure the Property, increase the diversity of uses in the area, contribute towards creating an attractive and interesting urban environment, and reduce the need for Plan Area residents and employees to drive to reach retail, food, and recreation resources. For these reasons, the Director finds that the Project complements the existing commercial-industrial sectors and residential areas that have developed under the Plan's mixed-use objectives. The Director further finds that the continued development of the mixed-use nature of the Plan Area will enhance the areas desirability as an area for City residents to both live and work.

- x. Facilitating public transit opportunities to and within the Plan Area to the extent feasible.

The Director finds that the Event Center generally conforms to this Major Objective. Development of the Project includes implementation of several improvements to the existing public transit network near the Property. Furthermore, the Project requires implementation of a Transportation Management Plan that is designed to increase the use of rideshare, transit, bicycle, and walk modes for trips to and from the Project. As discussed in Chapter 5.2 of the GSW DSEIR, the Project would result in transit demand exceeding existing capacity during some large weekday evening events at the Event Center and days in which events overlap with San Francisco Giants games at AT&T Park. However, the Director finds that with the exception of days with large or overlapping events, demand will generally not exceed capacity after development of the Project. The Director finds further that the Project generally conforms with this objective by encouraging and facilitating the use of public transit to travel to and within the Plan Area. The Project also facilitates public transit opportunities by providing expanded Mission Bay TMA shuttle service to increase frequency of, and the number of stops offered by, the shuttle service in Mission Bay South.

- xi. Providing land in an amount of approximately 41 acres for a variety of publicly accessible open spaces.

The Director finds that the Event Center generally conforms to this Major Objective. The Event Center will not impede the development of the 41 acres of publicly accessible open space required under the Plan. In fact, the Event Center will enhance this objective by providing additional open space of approximately 3.2 acres on the Property, including a proposed Third Street Plaza on the west side of the project site between the Event Center and Third Street, and a proposed ground-level Southeast Plaza in the southeastern corner of the site. These plazas would be connected by a pedestrian ramp wrapping around the exterior of the north and eastern sides of the Event Center. On the east side of the Event Center, the pedestrian path would offer a "bayfront overlook" to provide eastward views across the Bay. Another pedestrian path would wrap around the southwest portion of the Event Center.

- xii. Achieving the objectives described above in the most expeditious manner feasible.

The Director finds that the Event Center generally conforms to this Major Objective. OCII did not envision that Blocks 29-32 would remain underutilized (and in its current state) nearly two decades after the Plan was adopted. Indeed, previous proposals to develop the Property have not succeeded. See Redevelopment Agency Commission Resolution No. 97-2011 (Sep. 9, 2011) and Nos. 10-2012, 11-2012, 12-2012, 13-2012, and 14-2012 (Jan. 31, 2012) (approving major phase application and design documents for Salesforce.com campus on Property). The Director finds that the Project proposes an expeditious construction schedule and will assist in achieving Plan objectives in an efficient manner.

Furthermore, San Francisco Ordinance No. 215-12 (Oct. 4, 2012) delegates to OCII and the OCII Commission the authority to act in place of the former redevelopment agency to implement, modify, enforce and complete surviving redevelopment projects including the Mission Bay South Redevelopment Project. Redevelopment Dissolution Law requires OCII to fulfill its enforceable obligations, such as the Mission Bay South OPA, and "expeditiously wind down the affairs of the redevelopment agency." Cal Health & Safety Code § 34177 (h). To implement Redevelopment Dissolution Law, Ordinance No. 215-12 authorizes the OCII Commission to "take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that the Commission deems appropriate consistent with the Redevelopment Dissolution Law to comply with such obligations." Approval of the Project is consistent with the Redevelopment Dissolution Law and Ordinance No. 215-12 and will facilitate the wind down of the Mission Bay South Redevelopment Project.

- b. The Event Center generally conforms with the planning objectives and policies in Section 104 of the Plan.

Section 302 of the Plan requires the Director's finding of consistency to consider general conformity with redevelopment objectives and planning and design controls. Section 103 of the Plan sets forth the "redevelopment plan objectives." Section 104 of the Plan includes planning objectives and policies that are separate from the Plan's redevelopment objectives. Section 104 planning objectives and policies are intended to provide further guidance for development within the Plan Area. Section 302 of the Plan does not require the Director to consider general conformity with these Section 104 planning objectives and policies as part of the Director's secondary use findings. Moreover, unlike Section 103 redevelopment objectives, Section 104 provides that the Plan should implement the planning objectives and policies only to the extent feasible.

Nevertheless, the Director finds that, in addition to meeting the redevelopment objectives under Section 103 of the Plan, the Project generally conforms to the planning objectives and policies in Section 104 of the Plan.³ Some Section 104 planning objectives and policies are not directly applicable to the Project such as neighborhood environment planning objectives and policies which address the development of new residential neighborhoods within the Plan Area and not non-residential developments such as the Project. With respect to Section 104 planning objectives and policies that are not directly applicable to the Project, the Director finds that the Project does not interfere with OCII's ability to generally conform with those objectives and policies. With respect to Section 104 planning objectives and policies that are relevant to the Project, the Director finds that the Project generally conforms to planning objectives and policies included in Section 104. A brief discussion of the Project's general conformity with land use, urban design, recreation and open space, commerce and industry, and transportation planning objectives and policies is set forth below.

i. The Event Center generally conforms with land use planning objectives.

The Director finds that the Project, including the Event Center, provides a diverse array of uses including office, retail, entertainment, recreation and community facilities. The Director finds these uses will complement the existing business, institution and residential uses within the Plan Area and assist in achieving the Plan's objective to create a vibrant mixed-use urban community. The Director finds further that while the Project is easily accessible from surrounding residences and businesses, the Property's location is well suited for the Project because it is located on the east side of 3rd Street which provides a reasonable buffer between the Project and the Mission Bay Residential and UCSF land use districts.

ii. The Event Center generally conforms with the urban design planning objectives.

The Director finds one important characteristic of San Francisco's development pattern is that a substantial portion of the waterfront is developed with community oriented civic, entertainment, and open space uses that draw residents and visitors to waterfront areas of the City. The Project, including the Event Center, is consistent with this development pattern and will create an iconic Mission Bay attraction near the waterfront. The Director finds further that, in consideration of surrounding development, including the 8-story UCSF parking structure and 14-story UCSF Hearst Tower, the Project's scale is appropriate and compatible with adjacent development. Finally, the Director finds that the Project's tallest buildings are located on the west side of the Property furthest from the Bay and that heights appropriately step down towards Bayfront Park and the Bay.

iii. The Event Center generally conforms with recreation and open space planning objectives.

The Director finds the Project makes a positive and significant contribution toward recreation and open space opportunities within the Plan Area. The Project includes approximately 3.2 acres of open space and provides public views looking toward the Bay and Downtown San Francisco. Additionally, as discussed in Section 2(a)(ii) above, the Event Center constitutes a Recreation Building and, therefore, the Project will offer significant indoor recreation opportunities to patrons in addition to the 3.2 acres of open space providing outdoor activity and open recreation amenities.

³ See also Memorandum, S. Oerth, Deputy Director, to T.Bohee, Executive Director, re: "Applicability of Certain Redevelopment Plan Land Use Provisions to the Event Center Project." (Oct. 27, 2015).

- iv. The Event Center generally conforms with commerce and industry planning objectives.

The Director finds the Project will enhance and diversify the economic base in the Mission Bay South, substantially expand employment opportunities within the Plan Area, and provide an important resource for the City by developing a multi-purpose Event Center capable of hosting a variety of events, some of which could not be hosted at other existing venue within the City due to size or logistical constraints.

- v. The Event Center generally conforms with transportation planning objectives.

While many of the Section 104 transportation planning objectives and policies concern development of the street system within the Plan Area and not the subsequent development of land use projects within the Plan Area, the Director finds that the Project generally conforms with relevant transportation planning objectives and policies in Section 104. As is common with development within San Francisco, and urbanized areas generally, the FSEIR acknowledges that the Project will result in project-specific and cumulative transportation impacts particularly during days in which large events and events that overlap with San Francisco Giants games at AT&T Park are held. However, such impacts do not require the Director to find that the Project does not generally conform with transportation planning objectives and policies in Section 104 of the Plan. The Plan, and 1998 Mission Bay FSEIR, allows for and includes a redevelopment objective to promote the development of 5,000,000 leasable square feet within Zone A of the Mission Bay South Redevelopment area. Providing for this development will necessarily result in traffic increases and additional demand for transit resources.

The Director finds that the Project generally conforms with transportation planning objectives and policies in Section 104 because it is designed and proposed in a manner that makes efficient use of the Plan Area's street system and transit resources, and provides for various improvements to the street and transit network in the Plan Area. The majority of events at the Event Center will be held in the evening or on weekends and, as a result, the Project will generate the greatest traffic impacts after business hours, which reduces potential conflicts with commercial, industrial, and institutional operations in the Plan Area. Furthermore, OCII, the City, and the project sponsor have been working with UCSF and neighbors to develop a Local / Hospital Access Plan in order to further address concerns related to local access in the Mission Bay area. In addition, the Project will facilitate public transit opportunities by providing expanded Mission Bay TMA shuttle service to increase frequency of, and the number of stops offered by, the shuttle service in Mission Bay South.

- c. The Event Center generally conforms to the planning and design controls established pursuant to the Plan.

- i. The Event Center conforms with the Redevelopment Plan's land use standards.

The Plan establishes the "basic land use controls within which specific redevelopment activities in the Plan Area will be pursued." (Plan, § 101) The Plan's land use controls govern all other planning and design controls, including the Design for Development for the Mission Bay South Project Area ("D for D").

Section 302 of the Plan requires that a secondary use generally conform with the Plan's planning and design controls. The Event Center conforms with these planning and design controls, which are primarily set forth in Section 304 of the Plan, the Land Use Map (Attachment 3 to the Plan), and the Zone Map (Attachment 3a to the Plan). The Land Use Map provides the location of Plan Area boundaries and land use districts. Section 304 (General Controls and Limitations) of the Plan establishes, among other things, the number of permitted buildings and dwelling units, open space requirements, and limitations on type, size and height of buildings. In particular, Section 304.5 establishes the overall amount of leasable square footage that can be developed in each of several land use districts, floor area ratios, and a maximum height of 160 feet; it also provides that "[t]he type of buildings may be as permitted in the Building Code as in effect from time to time." The Zone Map, in conjunction with Section 304 of the Plan, allocates the amount of square footage that may be developed by zone.

The Event Center is within the maximum development program outlined in the Plan. Consisting of a single building of approximately 487,939 leasable square feet and not more than 135 feet at its highest point, the Event Center conforms to the Plan's size and height limitations, including the maximum 5,000,000 square feet of leasable space permitted in the aggregate in "Zone A" of the Plan Area,⁴ the maximum floor area ratio of 2.9:1 permitted in the aggregate for blocks designated Commercial Industrial/Retail, and the 160 feet height limitation.

ii. The Event Center generally conforms with the D for D Design Standards and Guidelines.

In addition to its conformity with the Plan, the Event Center also generally conforms⁵ to the planning and design controls in the D for D, which provide ancillary design standards and guidelines that must be consistent with the Plan and the objectives described above.⁶

The D for D guidelines emphasize four key concepts that work together to provide a "flexible urban design framework" for all elements of design and construction in the Plan Area. These concepts are: 1) an urban street grid to allow for the transformation of an industrial district; 2) view corridors to connect Mission Bay to the Bay and downtown; 3) an open space network linked visually and physically to invite intensive use; and 4) interesting urban scale buildings to establish a building edge along primary streets. (D for D, p. 47.) As will be discussed below, the Event Center generally conforms to these concepts and to the more specific objectives of the Commercial Industrial Design Guidelines, which provide that the commercial uses within the Commercial Industrial Retail zone are intended to complement the planned UCSF research campus and contribute to the mixed-use vibrancy of the Mission Bay community. "The guidelines encourage an active and visually interesting pedestrian environment and building placement and character that will give the commercial areas a distinctive identity and one that will complement the overall visual perception of Mission Bay." (D for D, p. 73.)

The Event Center fits within the D for D's urban design framework because its design features include the following: 1) The Event Center's location will respect the

⁴ See Square Footage Memorandum.

⁵ As explained above at pp. 8-9, "general conformity" does not require strict compliance with all of the specific standards in the D for D, but rather consistency with the purposes and objectives underlying those standards.

⁶ The D for D states: "In the event of any conflict between this Design for Development and the Redevelopment Plan, the Redevelopment Plan provisions shall control." (D for D, p. 7.)

established Mission Bay street grid,⁷ as it will be placed between South Street and 16th Street, and along Terry Francois Boulevard, immediately across from the proposed Bayfront Park. Public access through the Project will be provided from each surrounding intersection and from each frontage, with continuous pedestrian thoroughways encircling the entire Event Center. 2) Pedestrian rights-of-way will provide view corridors, will be incorporated on all four sides of the Project, and will be aligned with the existing north-south axis formed by Bridgeview and Illinois Streets, and with the existing east-west axis across Third Street. The Event Center and its gatehouse structure will be centered at the terminus of the east-west view corridor along Campus Way, which originates on the UCSF campus. As a view-corridor terminus, the Event Center will serve as a district landmark and City-wide reference. 3) The Event Center's location on the site and its circular shape will result in enhanced, publicly-accessible open spaces on the land surrounding it, from which expanded views from Mission Bay to the waterfront will be offered. These open spaces will build on the Mission Bay open space network by integrating and expanding the parks that will be constructed along the waterfront. 4) Finally, the Event Center's unique, rounded shape in the context of other structures on the northern, southern and western frontages will create a strong, interesting and legible city-edge near the waterfront.

Besides addressing the D for D's overall goals, the Event Center also generally conforms with many of the specific design standards and guidelines.

- a. The Event Center generally conforms with the D for D's Maximum Development standards.

The Event Center is proposed for Blocks 29-32 and is located in the Commercial Industrial/ Retail District, as shown on Map 2 of the D for D,⁸ and in Height Zone 5 ("HZ-5"), as shown on Map 4 of the D for D. In the HZ-5 area, the D for D provides that a maximum of 942,200 square feet of net area of land may be developed.⁹ This standard for maximum development is distinct from the Plan's limits on the amount of leasable floor area that is allocated to various areas in the Plan Area and that, as noted above, the Event Center satisfies. The Event Center will use approximately 129,026 square feet of Developable Area and the entire Project will use 228,917 square feet of Developable Area, leaving approximately 713,283 square feet for other projects in HZ-5.¹⁰

The standards for HZ-5 also provide controls for the amount of Developable Area at base height, midrise height and tower height (as a percentage of Developable Area), bulk standards and the number, location, and separation of towers. Of the total of 942,200 square feet of Developable Area in HZ-5, 93 percent of the area may be developed

⁷ Notably, the Mission Bay street grid illustrated in the Plan and D for D is not exact and may vary. See Notes (Attachment 3, Redevelopment Land Use Map) and D for D (Map 3) (Plan Boundary, Development Block and Street Grid Map). See also Section 3.c.ii.hh, below (The Event Center conforms with the D for D's standards for Street System).

⁸ Map 2 (Land Use Plan) of the D for D and Attachment 3 (Redevelopment Land Use Map) of the Plan are identical.

⁹ In general, Developable Area refers to the footprint of buildings and Leasable Floor Area refers to building space occupied by and benefiting occupants.

¹⁰ See Square Footage Memorandum.

with buildings at the base height of 90 feet; 7 percent of the area may be developed with buildings at the tower height of 160 feet. With a height of 135 feet and a maximum diagonal plan dimension of 600 feet, the Event Center does not meet D for D standards but nonetheless satisfies the Design Guidelines describing the standards.

The D for D establishes 90 feet as the predominant height of commercial buildings, but also encourages taller buildings to “mark significant areas along Third Street, Sixteenth Street, and the Freeway (e.g. major intersections, transit stops, and gateways), reinforce major destinations and elements within Mission Bay, and preserve, frame and enhance views and view corridors.” (D for D, p. 78.) In addition the D for D objectives call for buildings that “result in a new, attractive view element as seen from nearby vantage points,” the clustering of taller buildings “to establish a distinctive and memorable skyline which reinforces activity and density patterns,” and a “variety in buildings heights, massing, and building articulation . . . to promote visual variety and reduce the scale of development.” (D for D, p. 78.) In particular, building heights should “promote visual interest and modulate the scale of development, especially along the Bayfront. Strong horizontal and vertical elements also serve to modulate the scale of development and create interesting streetscapes for pedestrians.” (D for D, p. 82.) The Event Center conforms with all of these Design Guidelines.

The Event Center building will contribute toward the variety of building heights, massing and building articulation for the site and will provide a new, attractive view element as seen from nearby vantage points. The frontage along Bayfront Park will be open and inviting and will avoid the homogenous and unrelieved facades that are discouraged in the Architectural Details Design Guidelines. Other characteristics of the building design are discussed in the View Corridors (and Building Architecture) section below.

In addition to the open space provided on-site, the Event Center would encourage public engagement with off-site open space in the Plan Area by drawing patrons and visitors to Mission Bay for basketball games and other events, and by creating a view terrace overlooking the proposed Bayfront Park and the Bay beyond, which terrace would be open to the public.

The proposed development pattern remains consistent with the general intent of the D for D that locates the Project’s tallest buildings on the west side of the Property furthest from the Bay and appropriately steps the building height on the site as toward Bayfront Park and the Bay. In addition, the proposed heights, in consideration of surrounding development, including the 8-story UCSF parking structure and 14-story UCSF Hearst Tower, are appropriate and compatible with adjacent development.

In certain limited instances, the OCII Commission will consider approval of amendments to the D for D where needed to achieve the above-described objectives for a unique building, such as the Event

Center.¹¹ The proposed D for D amendments define the Event Center's height as part of the developable area for base height buildings, amend bulk limitations to allow a diagonal plan dimension of 600 feet for an Event Center and amend tower separation requirements to provide a minimum of 40 feet between a tower and an Event Center. These amendments, however, remain consistent with the Plan and the overall redevelopment objectives and planning and design controls established pursuant to this Plan. By defining the Event Center as a base height building, a more interesting variety of heights can be achieved within the Project site and even within the Event Center building itself, which fronts several raised open spaces or adjacent retail areas of varying elevations and only reads uninterrupted from grade to roof along its 16th Street frontage. The Event Center height and bulk as implemented through the Project design contributes to the mixed-use vibrancy of the Mission Bay Community, encourages an active and visually interesting pedestrian environment and building placement and character that will give the area a distinctive identity, all in conformance with the Design Guidelines.

- b. The Event Center generally conforms with the D for D's Setback standards.

Under the D for D, the Commercial/Industrial districts, including Blocks 29 and 31, has the following applicable setback requirements:

- 5' setback on east side from Mission Rock to Mariposa Street.
- 20' setback on north side of 16th Street from Terry Francois to Owens.

The Event Center is generally consistent with the D for D standards for setbacks. While the proposed D for D amendments would permit minor encroachments within this setback in a few places along the north side of 16th Street between Terry Francois Blvd. and Third Street in order to accommodate the curved façade of the event center and master planning of Blocks 29-32, the amendments require that a minimum average of 20' be provided along that frontage, which is generally consistent with this standard. The resulting location and form for the Event Center building benefits the project and neighborhood in several key ways: first, by adding variety and visual interest along 16th Street where the Event Center meets grade closer to the property line; second, by enabling construction of a below-grade loading dock to preserve pleasant streetside visuals and absorb regular noise-generating activities; and third, by maintaining room on the northeast side of the

¹¹ OCII will consider other amendments to the D for D that do not relate to this Secondary Use Determination, but rather that relate to principal uses. For example, a proposed D for D amendments reallocates one of the 25 towers authorized under the existing D for D from HZ-2 to HZ-5, but does not increase the D for D authorization for total number of towers within the Plan Area. This reallocation does exceed the maximum development standards for leasable square footage. See Memorandum, S. Oerth, Deputy Director, to T.Bohee, Executive Director, re: "Applicability of Certain Redevelopment Plan Land Use Provisions to the Event Center Project." (Oct. 27, 2015).

property for a generously sized Food Hall to serve the neighborhood's shopping and entertainment needs. The curvature of the Event Center form, which necessitates the minor encroachment into the 16th Street setback, also allows a net increase in the amount of open space for pedestrian circulation and queuing along the 16th Street property line as the curve pulls further from the street.

The Event Center generally conforms with the D for D's Lot Coverage and Streetwall standards.

- c. Under the D for D, the Commercial/Industrial districts has no maximum lot coverage requirement, but is subject to the following applicable streetwall requirements:

- Minimum length: 70% of block length frontage required for streetwalls along primary streets (including 3rd and 16th).
- Minimum height: 15 feet
- Maximum height: Not to exceed 90' except for mid-rise and towers
- Corner Zone conditions: At all intersections along primary streets (including the intersection of 3rd and 16th), buildings must be built to streetwall at all corners for a distance of 50'. Corner entries are exempted. The height of buildings at corner may be no less than 15 feet.
- Projections: Architectural projections over a street, alley, park, or plaza shall provide a minimum of 8 feet of vertical clearance from the sidewalk or other surface above which it is situated.

The diverse urban character achieved in the Plan Area as a result of the D for D setback and streetwall requirements would be maintained by the Event Center, which meets grade in a strong architectural statement along one portion of 16th Street and steps down to the more pedestrian-friendly scale of the bike valet entry along another portion of the same frontage. The pedestrian pathway entry and retail terrace located at the intersection of 16th Street and Illinois Street support the sense of mixed scale and activities, assisted by the activation of the property line through the Food Hall located in the northeast portion of the site and dynamic, pedestrian oriented open spaces and passageways surrounding, and leading from the public street to, the Event Center. The Event Center would meet the Street Frontage Commercial Industrial Design Guidelines by encouraging variety within the streetwall and visual relief for Bayfront Park along Terry Francois Boulevard, and create variations from the streetwall to create open space, pedestrian circulation space and landscaping areas.

- d. The Event Center generally conforms with the D for D's Open Space standards.

The Design Guidelines encourage the development of publicly-accessible open spaces at ground level and pedestrian walkways within commercial development. The Design Guidelines also encourage walkways to mid-block open spaces or courtyards and, where feasible, walkways designed in relation to local serving retail such as cafes and to the public open space network. (D for D, p. 75.) The Event Center conforms to these Design Guidelines.

The Project will include approximately 3.2 acres of publicly accessible open space areas that will be comprised of two primary plazas (one along Third Street and one at the southeast corner of the site) and additional paved and/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). 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 various types of events.

The smaller 25,000-square foot Southeast Plaza at the corner of Terry A. Francois Boulevard and 16th Street leads into the secondary entrance to the Event Center. 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 larger events.

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. 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 Third 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.

- e. The Event Center generally conforms to the D for D's standards for Sunlight Access to Open Space.

Additional shadow analysis pursuant to the D for D is not required unless, as a part of the specific project application, the applicant seeks a

variance from the D for D's Design Standards establishing the shape and location of buildings. A project for which an exception is sought may not create additional areas of public open space, including Bayfront Park, which is adjacent to the Blocks 29-32, in continuous shadow for periods of one hour, using the methodology described in the D for D.

Sunlight access and shadow analysis of the Project was prepared for, and discussed in, Appendix WS of the GSW DSEIR. The GSW FSEIR concluded that if the Project were completed, the area of Bayfront Park that would be in continuous shadow for a period of one hour from March to September between 10am and 4pm would be "well under 20 percent," the threshold established by the D for D. The GSW FSEIR concluded that the entire Project, including the Event Center building itself, would be in conformance with the sunlight and shadow requirements of the D for D.

- f. The Event Center generally conforms with the D for D's standards for Wind Analysis.

The D for D requires wind review for all projects that include buildings over 100 feet in height. Wind tunnel testing may also be required for these buildings unless a qualified wind consultant, with concurrence by OCII, determines that the exposure, massing, and orientation of the building are such that adverse wind impacts will not occur. Wind analysis is conducted to assess wind conditions for projects in conjunction with the anticipated pattern of development on surrounding blocks.

The Buildings would exceed 100' in height, and therefore wind tunnel testing and wind analysis would be required under the D for D. Two wind analyses were performed for the entire Project in connection with, and discussed in, the DSEIR (the "DSEIR Wind Analysis") and the Responses to Comments to the DSEIR (the "RTC Wind Analysis"). The RTC Wind Analysis considered the Project as developed with the proposed mitigation measures, including design measures to reduce or avoid wind impacts, incorporated into the FSEIR. The RTC Wind Analysis also found that the number of off-site study points at which wind speed would exceed the wind hazard criterion would be reduced. The DSEIR Wind Analysis also found that the Project would result in a reduction of so-called "wind comfort" criteria, including the average of wind speeds exceeded 10 percent of the time, the average percentage of time the wind speed would exceed the pedestrian comfort criterion, and the number of exceedances of the pedestrian comfort criterion at off-site public areas.

The GSW FSEIR concluded that the design modifications to the Project would reduce wind impacts to less than significant, as verified by wind tunnel testing. The Event Center fully conforms with the D for D Standards for wind.

- g. The Event Center generally conforms with the D for D's standards for View Corridors (and Building Architecture).

The D for D Design Guidelines generally provide that no building or portion thereof may block a view corridor (which follow street alignments and are defined by Map 3 of the D for D), but allow for view corridors, in a few locations, to terminate in buildings where the “termination points are important architectural opportunities and . . . designed in a [manner] that reflects their importance.” (D for D, p. 74.) The Event Center represents an “important architectural opportunity” that conforms to this Design Guideline.

The view corridors established by the Mission Bay street grid (Campus Lane to the west, Bridgeview Way to the north) would terminate at the Event Center. These view corridors will provide the public with a visual termination point of the Event Center that will be an iconic and architecturally significant public landmark. As a terminus of the view corridor, the Event Center would provide a dramatic and visually interesting focal point and furthers many of the Commercial Industrial Guidelines regarding Architectural Detail.

The Event Center would be a unique circular shape that stands apart from the traditional building forms in the Plan Area. Further, the Event Center would maximize visual contrast within the building form by utilizing at least four primary building materials (glass, metal, wood, concrete) on the facade and locating entrances and visual points of interest and landscaping at varied intervals around the Event Center exterior. A dramatic proscenium archway at the southeast corner entry, an activated pedestrian pathway adjacent to the Food Hall proposed as part of the larger mixed-use development, and small retail kiosks and seating terraces below the cantilevered Bayfront Terrace would provide additional visual variety to the drum shaped curves that characterize the Event Center. Finally, the Event Center would incorporate multi-layered open space of varied elevations (including street level, plaza level and grand connecting stairways), an iconic public forecourt and activated pedestrian walkways that are visually interesting and achieve on-site circulation and porosity, all as required by the amended Commercial Industrial Guidelines.

As an architecturally significant building with an array of inviting open spaces, the Event Center will serve to draw visitors and residents toward the site and would honor the spirit of the Mission Bay street grid system by providing opportunities to view the Bay that are unparalleled in the Plan Area, including the elevated view terrace located on the cantilevered Bayfront Terrace and overlooking the Bayfront Park and the Bay beyond. Further, the Event Center would draw many more members of the public to the Plan Area, allowing a greater number of people to experience and enjoy the Bay, the shoreline parks and the Mission Bay open space, contributing to an ultimate objective of the Mission Bay view corridors system.

- h. The Event Center generally conforms with the D for D’s standards for Street System.

Both the Plan (Attachment 3, Redevelopment Land Use Map) and the D for D (Map 3, Plan Boundary, Development Block and Street Grid Map) illustrate the Mission Bay South street grid system, but both documents provide flexibility regarding specific street alignments. The Plan states that “[s]treet alignments . . . are not exact and are indicated for illustrative purposes.” (Plan, Attachment 3, p. 41.) The D for D states: “Specific roadway locations and alignments may vary.” Significantly, the D for D Design Guidelines encourage the development of publicly-accessible open space and walkways to enhance the pedestrian experience in the Commercial Industrial area. (D for D, p. 75.)

To accommodate the Event Center building within the varas located on Blocks 29-32, proposed D for D Amendments permit the reconfiguration of the on-site vara so long as the overall site design provides roughly equivalent privately-owned, publically accessible pedestrian access and open space.

The Event Center will reconfigure the on-site varas that are illustrated in the Plan and D for D to provide roughly equivalent privately-owned but publically accessible pedestrian access and open space. The Project will provide approximately 139,000 gross square footage of open space on-site, compared to the approximately 102,000 gross square footage that would have been occupied by the vara streets. With this reconfiguration and the resulting increase in the amount of on-site open space and pedestrian access, the Event Center generally conforms to the intent of the existing D for D.

iii. The Event Center generally conforms with the D for D's Parking standards.

The D for D parking standards provide a maximum/minimum of 1 space per 1,000 square feet for commercial industrial use. The proposed Project will meet all applicable parking requirements under the existing D for D except that the Event Center will provide 1 space for each 50 seats, or 360 parking spaces (approximately 1 space per 1,500 square feet).¹² In addition, a proposed amendment to the D for D establishes that offsite parking facilities may be used to satisfy some portion of the parking requirements for the Project, provided that the entrances to the offsite parking facilities are located within 300 feet of the Project entrance. Because the Event Center will be used most frequently for nighttime use, the proposed D for D amendments also

¹² The other D for D parking requirements with which the Project complies include: parking for retail uses must be screened from view of pedestrians; the ratio of compact spaces to standard size spaces is 50%; minimum size requirements for parking spaces are 127.5 square feet for compact and 160 square feet for standard size cars; retail uses have a maximum of one space for each 500 square feet of gross floor area up to 20,000 square feet; and restaurant uses (exceeding 5000 square feet of occupied floor area) have a maximum of one space for each 200 square feet of gross floor area; and one secure bicycle parking space must be provided for every 20 vehicular parking spaces.

allow on-site parking to be shared among on-site uses (for example, without limitation, parking spaces provided for daytime office use may be used by the Event Center on nights and weekends). Together with the implementation of the Transportation Management Plan that is proposed as part of the project operations to reduce use of single-occupant vehicles accessing the site, the proposed parking ratio for the Event Center at 1 space per 50 seats is appropriate and generally conforms with the intent of the existing D for D and fully complies with the D for D as amended.

iv. The Event Center generally conforms with the D for D's Loading standards.

- The D for D permits multi-parcel developments to aggregate the number of loading spaces, does not set a maximum number of loading spaces, and includes the following off-street loading space requirements:
- Commercial uses with a gross floor area above 500,000 square feet have three spaces, plus one for each additional 400,000 square feet.
- Retail uses with a gross floor area over 100,000 square feet have three spaces, plus one for each additional 80,000 square feet.
- Service and loading docks must be screened from streets and adjacent uses. Loading spaces may be aggregated for multi-parcel developments. The dimensions of loading spaces must be at least 10' wide by 35' long by 14' high, and loading areas and all refuse storage and dumpsters must be enclosed within structures and out of view from pedestrian areas.
- The Event Center's seven loading spaces conform with the D for D.

v. The Event Center generally conforms with the D for D's Signage standards.

The D for D provides that OCII may require submission of a uniform signage program that it will consider as part of the design review process. OCII will require the Event Center developer to submit a comprehensive signage program for (1) Event Center signage; (2) signage for the retail and restaurant frontages facing the publicly accessible private open spaces (consisting of the Plaza, Pedestrian Path, 16th Street ramp and the Bayfront Overlook); and (3) wayfinding signage plans for pedestrians and for vehicular movement within the parking garage and the periphery of the proposed development on Blocks 29 through 32. OCII will review the signage program as part of the ongoing design review process that will include review and approval of Design Development documents and final construction drawings. This process for review of signage generally conforms with the D for D. The proposed D for D amendments will allow OCII, in its discretion, to consider flashing signs, moving signs, roof signs, and business signs above ½ of the base height of the building.

(4) The Project, including the Event Center, will make a positive contribution to the character of the Plan Area because, at the size and intensity contemplated and at the proposed location, will provide a development that is both necessary and desirable for, and compatible with, the neighborhood or the community.

a. The Event Center will make a positive contribution to the character of the Plan Area.

The Director hereby finds that development of the Event Center on the Property, as a secondary use, will make a positive contribution to the character of the Plan Area. The Event Center will be

a lively and vibrant use of a currently vacant, in-fill site, building upon and greatly enhancing the urban character of and diversity of uses in the burgeoning Mission Bay neighborhood. The Event Center would constitute a unique amenity in the Mission Bay neighborhood as the City's first ever multi-purpose indoor event center, attracting a rich diversity of live events including sporting events, concerts, family shows, cultural events, conferences and conventions. Furthermore, through the creation of a substantial public plaza and the maintenance of sweeping view corridors, the Event Center would enhance the existing open space system within Mission Bay.

- b. The size of the Event Center is appropriate for the Property and Mission Bay.

As discussed above, where the Plan intended to limit the size of an authorized use, the Plan does so. (See, e.g., Plan, p. 9 [authorizing "Small social service" facilities in the Mission Bay South Residential land use district].) The Plan does not limit the size of any of the uses included in the Project. The Property is located in the Commercial Industrial / Retail land use district, which is one of the Plan's most diverse and intense land use districts. The Director finds that the location of the Property on the east side of 3rd Street creates a natural buffer between the Project and the majority of the Plan Area's residential uses, which makes it an ideal location within the Plan Area for a project of this size. Finally, the Project is consistent with the overall development size limitations within the Plan Area. (See Square Footage Memorandum.) For these reasons, the Director finds that the Project is consistent with development square footage limitations set forth in the Plan and that the size of the Project is appropriate for the Property.

- c. The intensity of the Event Center use is appropriate for Property and Mission Bay.

The Director hereby finds that the intensity of the Event Center is appropriate for the Property and the Mission Bay. Current uses within the Plan Area are heavily focused on employment-generating uses that generally operate during normal business hours. As a result, the Plan Area is highly active during business hours but due to the limited amount of existing housing in the Plan Area and limited existing retail, cultural, and entertainment amenities, the intensity of uses within the Plan Area outside of normal business hours is minimal. With a majority of events anticipated to be held during evening and weekend hours, the Event Center would contribute vitality to Mission Bay's street life and activate its pedestrian realms particularly during nighttime hours. Therefore, the Project would bring an intensity of nighttime uses to the Plan Area that is commensurate with the existing intensity during business hours and, as such, makes the Plan Area a more desirable area in which to live and work.

- d. The Event Center is both necessary and desirable to achieve the Plan's goals and objectives for the Mission Bay community and the neighborhood surrounding the Property.

The Director hereby finds that the development of the Event Center on the Property, as a secondary use, is necessary and desirable for the neighborhood and the community. The Director finds the Event Center is necessary in that it will provide significant economic benefits to the Plan Area. By creating thousands of construction and permanent jobs that will pay prevailing and living wages, the Event Center will provide significant economic opportunities to the residents of Mission Bay and the greater San Francisco community. The Project facilitates the buildout of the Plan Area as a diverse and economically prosperous mixed-use area consistent with the objectives of the Plan. Additionally, the Director finds the Event Center is desirable because it will provide a venue for events (many of which must be held outside the City limits currently due to the absence of a suitable site) and expands entertainment and leisure opportunities for the residents of both Mission Bay and the City as a whole. As a destination for both residents and visitors, the Event Center would also draw patrons to the existing and future retail establishments and open space amenities in Mission Bay.

- e. The Event Center is compatible with the Mission Bay community and the neighborhood surrounding the Property.

The Director also finds that development of the Event Center on the Property is compatible with the neighborhood and the community. The Property is an urban in-fill site in the Plan's diverse and intense Commercial Industrial / Retail land use district. Mission Bay is, by design, home to a wide variety of uses, making it an accommodating location for an Event Center. Among the wide variety of existing and currently proposed uses that are permitted in the immediate area are public open space to the east, office space and parking to the north, office and parking to the west, hospital to the southwest and office (including medical and scientific offices) to the south. Nearly all of the surrounding uses are day-time oriented, whereas the Event Center would be used for events most often during the evening hours. The Event Center would help to activate the site and the greater Plan Area during currently under-utilized times of day, complementing the existing uses in the area.

Most events at the Event Center would be held during nighttime and evening hours, when other uses in the vicinity of the Property are less intensive, including the adjacent commercial uses, medical offices, and the UCSF Medical Center. Use of the Event Center would not preclude operation of the adjacent uses. Mission Bay is also well served by public transportation, including access to Caltrans, Muni, and several bus lines.

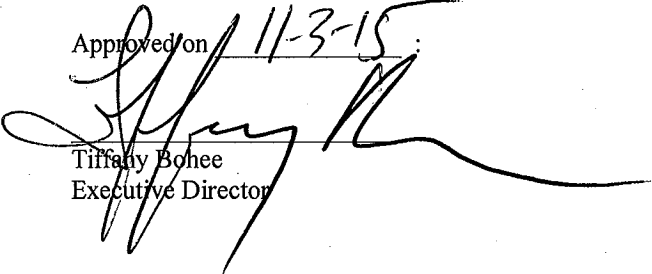
A number of commenters have expressed concern that the Event Center is not compatible with the UCSF Medical Center. The UCSF Medical Center was approved as a secondary use under the "other uses" category of secondary uses because the Director determined it constituted a "public structure" (as a hospital operated by the University of California) and a "non-industrial use" (as a hospital that does not include manufacturing, warehousing, or distribution of goods). As discussed above, Plan objectives include "[c]reat[ing] a vibrant urban community in Mission Bay South which incorporates a variety of uses including medical research, office, business services, retail, entertainment, hotel, light industrial, education, utility, housing, recreation and open space, and community facilities." (Plan, p. 3 [Land Use Objective 1].) Consistent with this objective, the Director believe the Plan's use compatibility criteria must be interpreted in a manner that promotes the development of a variety of uses within the Plan Area. OCII understands that views differ on issues of compatibility. However, if a more narrow interpretation of compatibility was endorsed by OCII, then the goals to create a diverse mixed-use community would be hindered. The Director believes a narrow interpretation of compatibility is particularly inappropriate where the question before OCII is whether one secondary use (UCSF Medical Center) is inconsistent with another secondary use (the Event Center).

Finally, the Director finds that the FSEIR demonstrates the UCSF Medical Center and Event Center can operate successfully and safely together. The FSEIR includes a number of measures to ensure compatibility with the neighborhood and community. These measures include the adoption of a Transportation Management Plan, a copy of which is incorporated herein by reference, and adoption of site management practices, as further described in Section 3.6.2 of the FSEIR. These practices are designed to minimize effects from the Event Center and associated event patrons on surrounding land uses, including noise impacts. Furthermore, on October 7, 2015, a memorandum of understanding was entered between GSW and UCSF relating to the Project. In consideration of various commitments made by GSW to address certain traffic concerns, UCSF agreed to "actively and publicly support... the entitlement and construction of the Project." (See October 7, 2015 MOU between GSW and UCSF, pp. 2-3.) For all of these reasons, the Director finds that the Event Center is compatible with the UCSF Medical Center as well as other existing residences and businesses in the Plan area.

APPROVAL

For the reasons set forth above, the Executive Director determines that the Event Center is a permitted secondary use under Section 302 and 302.4 of the Plan. In making this Secondary Use Determination, the Executive Director: 1) has considered Commission Resolution No. 70-2015, making certain CEQA findings and adopting a statement of overriding considerations, mitigation measures and a mitigation monitoring and reporting program, which resolution is incorporated herein by this reference; 2) finds and determines that the Secondary Use Determination is within the scope of the Project analyzed in the FSEIR; and 3) conditions this Secondary Use Determination on (a) compliance with conditions adopted in the OCII resolution approving the major phase and basic concept/ schematic design applications for the GSW Event Center and Project; and (b) compliance with the Mitigation Monitoring and Reporting Program, including Improvement Measurements, adopted in connection with the Final Subsequent EIR, a copy of which is attached hereto as Exhibit A.

Approved on 11-3-15


Tiffany Bonee
Executive Director

Mitigation Monitoring and Reporting Program

SECTION 1: AUTHORITY

This Mitigation Monitoring and Reporting Program (MMRP) has been prepared pursuant to Section 21081.6 of the *California Environmental Quality Act*, known as CEQA (Public Resources Code Section 21000 et seq.), to provide for the monitoring of mitigation measures required for the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 (Project), as set forth in the Final Subsequent Environmental Impact Report (Final SEIR) prepared for the Project. This report will be kept on file at the Office of Community Investment and Infrastructure (OCII), One South Van Ness Avenue, Fifth Floor, San Francisco, CA, 94103 and at the City Planning Department (City), 1650 Mission Street, Fourth Floor, San Francisco, CA, 94103.

As described in Section 15097 of the *CEQA Guidelines*, "[r]eporting' generally consists of a written compliance review that is presented to a decision-making body or authorized staff person. A report may be required at various stages during project implementation or upon completion of the mitigation measure. 'Monitoring' is generally an ongoing or periodic process of project oversight." This MMRP includes both reporting and monitoring elements, as appropriate for implementation of each mitigation or improvement measure.

SECTION 2: CONTENT OF MMRP MATRIX

The MMRP matrix consists of four separate tables:

- Table A, Mitigation Measures
- Table B, Improvement Measures
- Table C, Applicable Regulations
- Table D, Summary of Transportation Management Plan

Table A, Mitigation Measures, and Table B, Improvement Measures, identify the environmental issue areas for which actions/measures are identified; the required actions/measures; the timeframe for implementing, monitoring, and reporting on these measures; the responsible implementing, monitoring and reporting parties; and action needed to verify compliance/completion of the measures. Table C lists applicable regulations that were identified in the Initial Study and the Final SEIR that were relied upon to reduce or avoid significant impacts and the associated environmental issue areas. Table D summarizes the Transportation Management Plan (TMP) that is included as part of the proposed project, but will be monitored as part of the MMRP, and includes the same types of information as Tables A and B.

SECTION 3: IMPLEMENTATION AND ENFORCEMENT OF MEASURES

This MMRP includes all mitigation measures that are applicable to the project. The intent of the MMRP is to ensure the effective implementation and enforcement of adopted mitigation measures. In addition to listing mitigation measures, for the purposes of public disclosure and to assist in

implementation and enforcement, the MMRP also lists “improvement measures”, “applicable regulations”, and the Project TMP.

Mitigation measures are contained in **Table A**. As discussed in the Initial Study and the Final SEIR, the mitigation measures included in the MMRP are measures required to avoid or lessen significant impacts of the project.

Improvement measures are contained in **Table B**. CEQA does not require mitigation measures to be adopted to address impacts that are determined to be less than significant. (*Cal. Oak Foundation v. Regents of U. of Cal.* (2010) 188 Cal.App.4th 227, 282.) Nevertheless, OCII has exercised its discretion to require implementation of various “improvement measures” to further reduce or avoid impacts that the Final SEIR determined to be less than significant without mitigation.

Applicable regulations are contained in **Table C**. A lead agency may rely on compliance with applicable laws and regulations in determining that a proposed project will result in a less-than-significant impact. (See *San Francisco Tomorrow v. City and County of San Francisco* (2014) 229 Cal.App.4th 49, 525 [holding the city properly relied on compliance with building codes and related regulations in determining the proposed project would not result in potential safety hazards].) Applicable regulations are legally binding and enforceable laws or adopted regulations that OCII has determined are legally applicable to the project and will ensure an impact is less than significant.

A summary of the project’s Transportation Management Plan (TMP) is included as **Table D**. The TMP is a management and operating plan included as part of the project to facilitate multimodal access to the project site. The TMP includes various management strategies to reduce use of single-occupant vehicles and to increase the use of ridershare, transit, bicycle, and walk modes for trips to and from the project site. The TMP program was developed by the project sponsor in consultation with the San Francisco Municipal Transportation Agency (SFMTA), OCII, and the Planning Department. The TMP outlines the process to monitor and refine the strategies in the TMP in conjunction with the City throughout the life of the project. Thus, the TMP is a working document that will be adjusted and refined over time by the project sponsor and City agencies involved in implementing the plan. Monitoring methods include field surveys of operations of the event center during the first four years, and an annual survey and reporting program for the life of the project. Under the annual survey and reporting program, the project sponsor shall conduct annual surveys of: (1) event center employee, (2) event center attendees, (3) UCSF employees and patients, (4) emergency service providers, and (5) visitors of Mission Bay neighborhoods to evaluate the effectiveness of the management strategies. The TMP includes annual reporting of the TMP measures to OCII, referred to in this MMRP as the TMP monitoring surveys and reports. The TMP monitoring surveys and reports may be included as part of the MMRP Annual Report described in Section 4 below.

The MMRP matrix identifies the mitigation schedule and the parties responsible for implementing, monitoring and reporting on the implementation of the measures listed in Tables A, B, and D. As the CEQA lead agency for the Project, OCII is principally responsible for MMRP monitoring and enforcement. In addition, as provided in CEQA Guidelines Section 15097(a), OCII may delegate MMRP monitoring responsibilities to other public agencies, either working with City or other local

governments through their permitting or regulatory authorities, or through memoranda of understanding that OCII enters into with other entities. Accordingly, the MMRP identifies other public agencies, including SFMTA, the San Francisco Public Utilities Commission (SFPUC), the San Francisco Department of Building Inspection (DBI), the San Francisco Department of Public Works (DPW), the San Francisco Planning Department, the San Francisco Entertainment Commission, the San Francisco Bay Regional Water Quality Control Board (RWQCB) and the Bay Area Air Quality Management District (BAAQMD) where such delegation is known or anticipated.

If any mitigation and improvement measures are not implemented as required, OCII may, in conjunction with other entities listed above, pursue corrective actions including, but not limited to, the following: (1) a written notification and request for compliance; (2) withholding of permits; (3) administrative fines; (4) a stop-work order; (5) criminal prosecution and/or administrative fines; (6) forfeiture of security bonds or other guarantees; and (7) revocation of permits or other entitlements.

SECTION 4: MMRP ANNUAL REPORT

The project sponsor shall submit a MMRP Annual Report to OCII for the life of the project. The first MMRP Annual Report shall be due one year following commencement of project construction. The MMRP Annual Report shall summarize the current implementation and compliance status at the time of the report for all mitigation, improvement, and TMP measures for which the project sponsor has been assigned some or all reporting responsibility; for measures that another entity is responsible for implementing, the project sponsor shall report on readily available information about the implementation and compliance status of such measures but such reporting responsibility does not transfer responsibility for implementation of such measures to the project sponsor. The MMRP matrix identifies the monitoring and reporting actions included in the annual report unless another monitoring or reporting action is specified for individual mitigation measures.

SECTION 5: CHANGES TO MITIGATION MEASURES

Any substantive change in the MMRP made by OCII staff shall be reported in writing to the Executive Director of OCII. Reference to such changes shall be made in the MMRP Annual Report. OCII staff may modify or substitute mitigation measures subject to one of the following findings, documented by substantial evidence:

- a. The mitigation measure included in the Final SEIR and the MMRP is no longer required because the significant environmental impact identified in the Final SEIR has been found not to exist, or to occur at a level which makes the impact less than significant as a result of changes in the project, changes in conditions of the environment, or other factors.

OR

- b. The modified or substitute mitigation measure either provides corrections to text without any substantive change in the intention or meaning of the original mitigation measure, or provides a level of environmental protection equal to or greater than that afforded by the mitigation measure included in the Final SEIR and the MMRP; and

The modified or substitute mitigation measures do not have significant adverse effects on the environment in addition to or greater than those which were considered by the relevant agencies in their decisions on the Final SEIR and the proposed project; and

The modified or substitute mitigation measures are feasible, and OCII, through measures included in the MMRP or other City procedures, can ensure their implementation.

Documentation supporting the findings involving modifications to mitigation measures shall be maintained in the project file with the MMRP and shall be made available to the public upon request.

LIST OF ABBREVIATIONS

BAAQMD	Bay Area Air Quality Management District
B/MBTCC	Ballpark/Mission Bay Transportation Coordination Committee
DBI	San Francisco Department of Building Inspection
DPW	San Francisco Department of Public Works
FAA	Federal Aviation Administration
MMRP	Mitigation Monitoring and Reporting Program
OCII	Office of Community Investment and Infrastructure
Port	Port of San Francisco
RWQCB	San Francisco Bay Regional Water Quality Control Board
SFFD	San Francisco Fire Department
SFMTA	San Francisco Municipal Transportation Agency
SFPUC	San Francisco Public Utilities Commission
TMA	Mission Bay Transportation Management Association
TMP	Transportation Management Plan
PCO	Parking Control Officer
WETA	San Francisco Bay Area Water Emergency Transportation Authority

MITIGATION MONITORING & REPORTING PROGRAM

TABLE A - MITIGATION MEASURES

MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2				
M-TR-2a: Additional PCOs during Events As a mitigation measure to manage traffic flows and minimize congestion associated with events at the project site, the proposed project's TMP shall be modified to include four additional PCOs (i.e., in addition to the 17 PCOs included in the project TMP) that shall be deployed to intersections where the proposed project would result in significant impacts, as conditions warrant during events. These could include the intersections of King/Fourth, Fifth/Harrison/I-80 westbound off-ramp, Fifth/Bryant/I-80 eastbound on-ramp, Seventh/Mission Bay Drive, and Seventh/Mississippi/16th. The PCO Supervisor shall make the determination where the additional PCOs would be located, based on field conditions during an event.	SFMTA	Ongoing; All events with more than 12,500 attendees	SFMTA	Ongoing; Visual verification at time of event by PCO Supervisor
M-TR-2b: Additional Strategies to Reduce Transportation Impacts The project sponsor shall work with the City to pursue and implement commercially reasonable additional strategies (i.e., in addition to those included in the project TMP) to reduce transportation impacts. In addition, the City shall pursue and implement additional strategies to be implemented by the City or other public agency (e.g., Caltrans). These strategies shall include one or more of the following:				
Strategies to Reduce Traffic Congestion <ul style="list-style-type: none"> The City to request that Caltrans install changeable message signs on I-280 upstream of key entry points onto the local street network. 	SFMTA	Within one year of project approval	OCII	Include in MMRP Annual Report; Complete when request made
<ul style="list-style-type: none"> The City to provide coordinated outreach efforts to surrounding neighborhoods to explore the need/desire for new on-street parking management strategies, which could include implementation of time limits and Residential Parking Permit program areas. 	SFMTA	Ongoing	OCII	Include in MMRP Annual Report; Ongoing outreach efforts as needed

MITIGATION MONITORING & REPORTING PROGRAM

TABLE A - MITIGATION MEASURES

MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> The project sponsor to offer for pre-purchase substantially all available on-site parking spaces not otherwise committed to office tenants, retail customers or season ticket holders, and to cooperate with neighboring private garage operators to pre-sell parking spaces, as well as notify patrons in advance that nearby parking resources are limited and travel by non-auto modes is encouraged. 	Project Sponsor	Before first event at Event Center, and ongoing thereafter	OCII	Include in MMRP Annual Report
<ul style="list-style-type: none"> The project sponsor to create a smart phone application, or integrate into an existing smart phone application, transportation information that promotes transit first, allows for pre-purchase of parking and designates suggested paths of travel that best avoid congested areas or residential streets such as Bridgeview north of Mission Bay Boulevard and Fourth Street. 	Project Sponsor	Before first event at Event Center, and ongoing thereafter	OCII	Include in MMRP Annual Report; Complete upon launch of application
<ul style="list-style-type: none"> The City and the project sponsor to work to identify off-site parking lot(s) in the vicinity of the event center, if available, where livery and TNC vehicles could stage prior to the end of an event. 	Project Sponsor; City	Before opening of Event Center, and as needed thereafter for up to 4 years	OCII	Include in MMRP Annual Report; Complete at expiration of 4-year period
<ul style="list-style-type: none"> The City to include on-street parking spaces within Mission Bay in the expansion and permanent implementation of SFpark, including dynamic pricing, and smart phone application providing real-time parking availability and cost. 	SFMTA	Within 4 years of expansion of SFpark into Mission Bay	OCII; SFMTA	Include in MMRP Annual Report; Ongoing as needed;
<ul style="list-style-type: none"> The City shall work to include the publicly accessible off-street facilities into the permanent implementation of SFpark, and incorporate data into a smart phone application and permanent dynamic message signs. 	SFMTA	Within 4 years of expansion of SFpark into Mission Bay	OCII; SFMTA	Include in MMRP Annual Report; Ongoing as needed;
<ul style="list-style-type: none"> If necessary to support achievement of non-auto mode shares for the project, the project sponsor shall cooperate with future City efforts to manage and price the off-site parking supply in the project vicinity to reduce travel by automobile, thus improving traffic conditions. 	Project Sponsor	First year of event center operation, and annually thereafter	OCII; SFMTA	Include in MMRP Annual Report
<ul style="list-style-type: none"> The project sponsor to seek partnerships with car-sharing services. 	Project Sponsor	Prior to issuance of occupancy permit for the event center	OCII	Include in MMRP Annual Report

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
Strategy to Enhance Non-auto Modes <ul style="list-style-type: none"> The project sponsor to provide a promotional incentive (e.g., show Clipper card or bike valet ticket for concession savings, chance to win merchandise or experience, etc.) for public transit use and/or bicycle valet use at the event center. 	Project Sponsor	First year of event center operation, and annually thereafter	OCII	Include in MMRP Annual Report
Strategies to Enhance Transportation Conditions in Mission Bay and Nearby Neighborhoods <ul style="list-style-type: none"> The project sponsor to participate as a member of the Ballpark/Mission Bay Transportation Coordination Committee (B/MBTCC) and to notify at least one month prior to the start of any non-GSW event with at least 12,500 expected attendees. If commercially reasonable circumstances prevent such advance notification, the GSW shall notify the B/MBTCC within 72 hours of booking. 	Project Sponsor	Following project approval; ongoing	OCII; SFMTA	Include in MMRP Annual Report; OCII and/or SFMTA to attend B/MBTCC meetings
<ul style="list-style-type: none"> The City and the project sponsor to meet to discuss transportation and scheduling logistics following signing any marquee events (national tournaments or championships, political conventions, or tenants interested in additional season runs: NCAA, etc.). 	Project Sponsor	In advance of marquee events	OCII; SFMTA	Include in MMRP Annual Report; OCII, SFMTA to participate in meetings
Strategies to Increase Transit Access <ul style="list-style-type: none"> The City to consult with regional providers to encourage increased special event service, particularly longer BART and Caltrain trains, and increased ferry and bus service. 	SFMTA	Regularly as part of the B/MBTCC meetings	SFMTA	Include in MMRP Annual Report; SFMTA to participate in meetings
<ul style="list-style-type: none"> The City to work in good faith with the Water Emergency Transportation Agency, the project sponsor, UCSF, and other interested parties to explore the possibility of construction of a ferry landing at the terminus of 16th Street, and provision of ferry service during events. 	SFMTA; Port	Regularly as part of the B/MBTCC meetings	SFMTA; Port	Include in MMRP Annual Report; SFMTA, Port to participate in meetings
M-TR-5a: Additional Caltrain Service As a mitigation measure to accommodate transit demand to and from the South Bay for weekday and weekend evening events, the project sponsor shall work with the Ballpark/Mission Bay Transportation Coordinating Committee to consult with	Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC	First year of event center operation, and reviewed and revised annually thereafter	OCII; Project Sponsor through participation in the B/MBTCC	TMP monitoring surveys and reports; OCII to attend meetings

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
Caltrain to provide additional Caltrain service to and from San Francisco on weekdays and weekends. The need for additional service shall be based on surveys of event center attendees conducted as part of the TMP.				
M-TR-5b: Additional North Bay Ferry and/or Bus Service As a mitigation measure to accommodate transit demand to the North Bay following weekday and weekend evening events, the project sponsor shall work with the Ballpark/Mission Bay Transportation Coordinating Committee to consult with Golden Gate Transit and WETA to provide additional ferry and/or bus service from San Francisco following weekday and weekend evening events. The need for additional service shall be based on surveys of event center attendees conducted as part of the TMP.	Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC	First year of event center operation, and reviewed and revised annually thereafter	OCII	TMP monitoring surveys and reports; OCII to attend meetings
M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South As a mitigation measure to accommodate pedestrians traveling to and from the event center through the intersection of Third/South, PCOs stationed at this location shall implement strategies to allow pedestrians to cross the street safely. The strategies and level of active management shall be tailored to the event size, and could include extending the green time for pedestrians crossing the street, manually overriding the traffic signal and directing pedestrians to cross, erecting temporary pedestrian crossing barriers, allowing use of the closed Third Street as a pedestrian access route, providing a defined passenger waiting area within the closed Third Street, shielding passengers waiting to board light rail from adjacent pedestrian traffic, and deploying additional PCOs to this intersection.	SFMTA	Ongoing; all events with more than 12,500 attendees	OCII	Ongoing; Visual verification at time of event by PCO Supervisor
M-TR-9a: Crane Safety Plan for Project Construction Prior to construction, the project construction contractor shall develop a crane safety plan for the project construction cranes that would be implemented during the construction period. The crane safety plan shall identify appropriate measures to avoid potential conflicts that may be associated with the operation of the project construction cranes in the vicinity of the UCSF	Project Sponsor	Prior to Issuance of Construction Permits	OCII	Include in MMRP Annual Report; Complete upon submittal of final Crane Safety Plan

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>Benioff Children's Hospital helipad airspace. These safety protocols shall be developed in consultation with OCII (or its designated representative) and UCSF, and the crane safety plan shall be subject to approval by OCII or its designated representative. The crane safety plan shall include, but is not limited to the following measures:</p> <ul style="list-style-type: none"> • Convey project crane activity schedule to UCSF and OCII • If other projects on adjacent properties are under construction concurrent with the proposed project and are using tower cranes, the project sponsor shall participate in joint consultation with those project sponsors and OCII or its designated representative to ensure any potential cumulative construction crane effects on the UCSF helipad would be minimized. • Use appropriate markings, flags, and/or obstruction lighting on all project construction cranes working in proximity to the helipad's airspace surfaces. • Light all construction crane structures at night (e.g., towers, arms, and suspension rods) to enhance a pilot's ability to discern the location and height of the cranes. • Inform crane operators of the location and elevation of the hospital helipad's Part 77 airspace surfaces and the need to avoid penetrations to the surfaces. • Issue a Notice to Airmen (NOTAM) to advise pilots in the area of the presence of construction cranes at the project site. 				
<p>M-TR-9d: Event Center Exterior Lighting Plan</p> <p>The project sponsor shall develop an exterior lighting plan that incorporates measures to ensure specialized exterior lighting systems would not result in a substantial air safety risk and/or create a safety hazard relating to helipad operations. Feasible measures shall be developed in consultation with SFO staff knowledgeable of the effects of lighting on pilots and safe air navigation, and OCII (or its designated representative), and the exterior lighting plan shall be subject to approval by OCII or its</p>	Project Sponsor	Before opening of Event Center	OCII	Include in MMRP Annual Report; Complete upon submittal of plan

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>designated representative. Measures may include, but are not limited to, the following:</p> <ul style="list-style-type: none"> Prohibit the use of high-intensity lights that are directed towards the UCSF helipad Prohibit the use of high-intensity outdoor flashing lights or strobe lights in proximity to the hospital helipad's three approaches Prohibit the use of outdoor lasers directed upward, and laser light shows that have not been subject to prior review by OCII in consultation with SFO staff knowledgeable of the effects of lighting on pilots and safe air navigation and, if necessary the FAA Avoid outdoor fireworks proximate to flight paths unless (1) the SFFD approves the proposed use of fireworks, and (2) notice of the event is provided to UCSF Avoid the use of light configurations similar to those associated with the UCSF helipad landing area, and where feasible, locate primary outdoor lighted displays and television/lighted screens away from the project property line at 16th Street, South Street, or Third Street Notify in advance and consult with OCII and UCSF representatives regarding planned special event lighting Develop exterior specialized lighting guidelines and ensure event organizers are informed of the hospital helipad, its approaches, and safety concerns related to outdoor nuisance lighting Identify appropriate management policies and procedures to respond to the use of handheld laser pointers by the public on the project site which may pose a hazard to pilots Identify appropriate management policies regarding the use of drones on the project site and procedures to respond to aerial drone activity that may pose a hazard to pilots 				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
M-TR-11a: As a mitigation measure to manage traffic flows and minimize congestion associated with overlapping events, the proposed project's TMP shall be expanded to include two additional PCOs that shall be deployed to the following intersections where the proposed project would result in significant traffic impacts, as conditions warrant during events: King/Fifth/I-280 ramps, and Fourth/16th, where PCOs would not be located as part of the project TMP or Mitigation Measure M-TR-2a: Additional PCOs during Events. The PCO Supervisor shall make the determination where the additional PCOs would be located, based on field conditions during an event. This measure shall be implemented in coordination with Mitigation Measure M-TR-2a: Additional PCOs during Events, and these two additional PCOs during overlapping events shall be in addition to the four additional PCOs that shall be provided as part of Mitigation Measure M-TR-2a: Additional PCOs during Events.	SFMTA	Ongoing; all events with more than 12,500 attendees that overlap with SF Giants events at AT&T Park	SFMTA	Ongoing; Visual verification at time of event by PCO Supervisor
M-TR-11b: Participation in the Ballpark/Mission Bay Transportation Coordinating Committee As a mitigation measure to optimize effectiveness of the transportation management strategies for day-to-day operations and events in the Mission Bay area, at AT&T Park, UCSF Mission Bay campus, and the proposed project, the project sponsor shall actively participate as a member of the Ballpark/Mission Bay Transportation Coordinating Committee in order to evaluate and plan for operations of all three facilities (i.e., AT&T Park, UCSF Mission Bay Campus, and the proposed event center). This committee would, among other roles, serve as a single point for coordination of transportation management strategies. The Transportation Coordinating Committee shall consult on changes to and expansion of transit services, and for developing and implementing strategies within their purview that address transportation issues and conflicts as they arise. In addition, the committee shall serve as a liaison for operation of the facilities, monitoring conditions, and addressing community issues related to events and the project sponsor shall make good faith efforts to notify the committee regarding events.	Project Sponsor through participation in B/MBTCC	Following project approval and as scheduled thereafter	OCII	Include in MMRP Annual Report; OCII, SFMTA to attend B/MBTCC meetings

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events The project sponsor shall work with the City to pursue and implement additional strategies to reduce transportation impacts associated with overlapping events at AT&T Park and the proposed event center. These strategies shall include one or more of the following:				
<ul style="list-style-type: none"> The project sponsor shall exercise commercially reasonable efforts to avoid scheduling non-Golden State Warriors events of 12,500 or more event center attendees that start within 60 minutes of the start of events at AT&T Park. 	Project Sponsor	Ongoing; all events with more than 12,500 attendees that overlap with SF Giants events at AT&T Park	OCII	Include in MMRP Annual Report
<ul style="list-style-type: none"> When overlapping non-Golden State Warriors events of 12,500 or more event center attendees and evening SF Giants games, the project sponsor shall exercise commercially reasonable efforts to negotiate with the event promoter to stagger start times such that the event headliner starts no earlier than 8:30 p.m. 	Project Sponsor	Ongoing; all events with more than 12,500 attendees that overlap with SF Giants events at AT&T Park	OCII	Include in MMRP Annual Report
<ul style="list-style-type: none"> The City has identified two off-site parking lots on Port of San Francisco lands to the south of the event center (19th Street and Western Pacific sites) that can accommodate approximately 250 additional parking spaces for all events and up to approximately 800 additional parking spaces for use during dual events of 12,500 or more event center attendees (for a total of approximately 1,050 additional off-site parking spaces). As long as the Port of San Francisco takes all necessary actions to make the land available for public parking, the project sponsor shall: (1) make commercially reasonable efforts to negotiate with the Port of San Francisco or its designee to acquire sufficient rights for the use of such parking lot(s) through lease, purchase, or other means as necessary; and (2) (if such negotiations are successful) provide free shuttles to the event center from such off-site parking lot(s) that are more than ½-mile from the event center on a maximum 10-minute headway before and after events. 	Port; Project Sponsor; parking lot operator(s)	Within one year after Port takes all necessary actions to make land available for public parking.	OCII	Include in MMRP Annual Report; Complete before opening of Event Center

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> In the event that the off-site parking lots at 19th Street and the Western Pacific site are implemented, the SFMTA shall consult with Caltrans in assessing the feasibility of signalizing the intersection of Pennsylvania/I-280 southbound off-ramp. If determined feasible by the SFMTA and Caltrans, the SFMTA and Caltrans shall establish the level of traffic volumes that would trigger the need for a signal, and the project sponsor shall fund its fair share cost of the design and implementation of the new signal, based on project contributions to annual average weekday traffic volumes at this intersection. 	SFMTA	When traffic signal warrants are met	OCII	Include in MMRP Annual Report; SFMTA to track cumulative development in area
<ul style="list-style-type: none"> In addition, as part of monitoring of traffic conditions during overlapping events, the SFMTA shall consult with Caltrans regarding the need to deploy an SFMTA PCO or CHP officer to expedite traffic exiting I-280 southbound (i.e., waving vehicles exiting I-280 southbound and turning left onto southbound Pennsylvania Street through the existing stop sign) during overlapping events when the Western Pacific parking lot is used for project event parking. The PCO or CHP officer would be deployed during those events prior to installation of a traffic signal or if signalization of this intersection is determined not to be feasible. 	SFMTA	During all events with more than 12,500 attendees, that overlap with SF Giants events at AT&T Park	SFMTA	SFMTA by stationing PCO or CHP at off-ramp as needed
<ul style="list-style-type: none"> To manage traffic flows and minimize congestion associated with non-Golden State Warriors events overlapping with events at AT&T Park, and to incentivize event attendees and UCSF employees to use alternatives to the private automobile, the City and the project sponsor shall pursue and implement additional transportation management actions during the pre-event period during overlapping events. This measure shall be implemented in coordination with and in addition to Mitigation Measure M-TR-11a: Additional PCOs during Events and Mitigation Measure M-TR-11b: Additional Strategies to Reduce Transportation Impacts. Strategies shall include one or more of the following: 	Project Sponsor; SFMTA	First year of event center operation, and annually thereafter	OCII	TMP monitoring surveys and reports

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p><i>Strategies to Increase Use of Non-auto Modes</i></p> <ul style="list-style-type: none"> - Encouraging coordinated parking pricing strategies among nearby facilities designed to discourage driving for event attendees and employees. - Marketing "No drive" events. - Installing Clipper Card add-value machines on-site at the event center to facilitate purchase and value-adding, and to minimize impacts on transit "dwell times" of paying cash fares. - Exploring implementation of congestion pricing tools to charge event-related fees for driving and parking in the immediate area. - Establishing event-sponsored promotions to encourage additional use of transit, such as event-branded Clipper Cards, bundled discounts and subsidies for transit ticket purchases, or automatic prize/raffle entries/merchandise discounts for event attendees taking transit. - Exploring implementation of priority access or fast-track security clearance to the event center for attendees arriving by transit or bicycling to the event center. - Promoting the above strategies through event tickets and ticketholder emails, website transit information, and real-time updates. - Consulting with local TMAs targeting employees who might drive during the peak pre-event period to provide increased shuttle service, alternative travel mode promotions, and advertising the use of real-time information and technology applications. - Sponsoring use of taxis, TNCs, or pedicabs by event sponsor to facilitate the connection between the regional transit hubs and the event center, as well as between the regional transit hubs and AT&T Park. 				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p><i>Strategies to Increase Transit, Capacity of Alternative Modes, and Enhance Pedestrian Safety</i></p> <ul style="list-style-type: none"> - Providing additional PCOs to manage and direct local traffic, and to favor circulation of pedestrians, cyclists, and persons arriving or departing by transit. - Expanding the network of PCO-controlled intersections during the peak pre-event period beyond those identified in the Local/Hospital Access Plan. - Exploring implementation of a program to require employees driving in the vicinity during the peak pre-event period to produce vehicle badges (e.g., rearview hanger, sticker) by employer for access to local employment sites, and coordinating with SFMTA and SFPD to honor said badges. - Using the Western Pacific site for off-site parking for all events, not only large overlapping events. - Increasing transit or High Occupancy Vehicle (HOV) capacity by operating additional SFMTA buses and/or additional private shuttle buses. - Supporting WETA analysis of the feasibility and operational benefits of a ferry/water taxi landing near 16th Street. - Increasing capacity and use of alternative modes, such as secure or valet bicycle parking, bicycle sharing, or bicycle infrastructure along the east-west corridors. - Expanding the SFMTA's Vision Zero treatments to nearby intersections to improve the physical pedestrian environment to enhance pedestrian safety. 				
<p>M-TR-13: Enhanced Muni Transit Service during Overlapping Events</p> <p>As a mitigation measure to accommodate Muni transit demand to and from the project site and AT&T Park on the T Third light rail line during overlapping evening events, the project sponsor shall work with the SFMTA and the Ballpark/Mission Bay Transportation Coordinating Committee to provide enhanced</p>	Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC	First year of event center operation, and reviewed and revised annually thereafter	OCII, SFMTA	Include in MMRP Annual Report

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
Muni light rail service and/or shuttle buses between key Market Street locations and the project. Examples of the enhanced service include Muni bus shuttles between Union Square and/or Powell Street BART/Muni station and the project site. The need for enhanced Muni service shall be based on characteristics of the overlapping events (e.g., projected attendance levels, and anticipated start and end times).				
M-TR-14: Additional BART Service to the East Bay during Overlapping Events As a mitigation measure to accommodate transit demand to the East Bay following weekday and weekend evening events, the project sponsor shall work with the Ballpark/Mission Bay Transportation Coordinating Committee to consult with BART to provide additional service from San Francisco following weekday and weekend evening events. The additional East Bay BART service could be provided by operating longer trains. The need for additional BART service shall be based on characteristics of the overlapping events (e.g., event type, projected attendance levels, and anticipated start and end times).	Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC	First year of event center operation and reviewed and revised annually thereafter	OCII	Include in MMRP Annual Report; SFMTA through participation in the B/MBTCC
M-TR-18: Auto Mode Share Performance Standard and Monitoring (Required only without implementation of Muni Special Event Transit Service Plan) Performance Standards and Strategies for Achieving Them The project sponsor shall be responsible for implementing TDM measures intended to reach an auto mode share performance standard for different types of events. Specifically, the project sponsor shall work to achieve the following performance standards: <ol style="list-style-type: none"> 1. For weekday events that have 12,500 or more attendees, the project shall not exceed an arrival auto mode share of 53 percent. 2. For weekend events that have 12,500 or more attendees, the project shall not exceed an arrival auto mode share of 59 percent. 	Project Sponsor	All events with more than 12,500 attendees	OCII; SFMTA	Include in MMRP Annual Report in the event that Muni Special Event Transit Service Plan is not implemented

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>The performance standards shall be achieved by the middle of the Golden State Warriors' third season at the event center, and for every Golden State Warriors season thereafter.</p> <p>The project sponsor may implement any combination of TDM strategies, including those identified in the proposed project's TMP, to achieve the above performance standards. Potential strategies include, but are not limited to:</p> <ul style="list-style-type: none"> • Providing shuttle bus service between major transportation hubs such as Transbay Transit Terminal, BART stations, Caltrain stations and the event center. • Providing bus shuttles between park & ride lots, remote parking facilities, or other facilities or locations within San Francisco, and the event center. • Facilitating charter bus packages through the event sales department to encourage large groups to travel to and from the event center on charter buses. • Reducing the project parking demand through a variety of mechanisms, including pricing. • Offering high occupancy vehicle parking at more convenient locations than parking for the general public and/or at reduced rates. • Undertaking media campaigns, including in social media, that promote walking and/or bicycling to the event center. • Conducting cross-marketing strategies with event center businesses (e.g., discount on merchandise/food if patrons arrive by transit and/or bike or on foot). • Carrying out public education campaigns. • Offering special event ferry service to the closest ferry station to the project site (similar to the existing service provided between AT&T Park and Alameda and Marin Counties by Golden Gate Transit, Alameda/Oakland and Vallejo ferry service). • Providing incentive for arrivals by bike. • Providing transit fare incentives to event ticket holders. 				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>Monitoring and Reporting</p> <p>The project sponsor shall retain a qualified transportation professional¹ to conduct travel surveys, as outlined below, and to document the results in a <i>Transportation Demand Management Report</i>. Prior to beginning the travel survey, the transportation professional shall develop the data collection methodology in consultation with and approved by OCII (or its designated representative, such as the Planning Department's Environmental Review Officer (ERO)) and in consultation with SFMTA. It is anticipated that data collection would occur at least during four days for two different types of events, for a total of eight days annually. Specifically, data collection shall be conducted during at least two weekday and two weekend NBA basketball games with 12,500 or more attendees, and two weekday and two weekend non-basketball events with attendance of 12,500 or more attendees.</p> <p>The schedule of the travel surveys shall be as follows:</p> <ul style="list-style-type: none"> Comprehensive travel surveys of basketball game attendees shall be conducted between December and April of every season. Comprehensive travel surveys of non-basketball event attendees (conventions events, concerts, family shows, etc.) could be collected any time during the year. <p>The following data of event attendees shall be collected as part of the travel surveys:</p> <ul style="list-style-type: none"> Origin/destination of the trip (city, zip code, home/work/other) Mode of travel to/from event center <ul style="list-style-type: none"> If by transit, list mode and name of transit operator (AC Transit, BART, Caltrain, Muni, etc.) If by rail or ferry, name of station trip started and ended 				

¹ The Transportation Demand Management Report shall be performed by a qualified transportation professional from the Planning Department's *Transportation Consultant Pool*.

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> - If by auto, number of people in the vehicle - If by auto, parking location and approximate walking time to event center - If by auto, ask if following trips would continue as auto, or if anticipate a mode shift. - If by bicycle or walking, name the origin of the trip. If a transfer from regional transit, name the origin and operator. • If by bike share, name the origin (i.e., the pick up location) of the trip. Note if trip is a "last mile" connection from regional transit, and include the origin and operator. • Arrival and departure times at the event center <p>The travel survey shall employ whatever methodology necessary, as approved by the OCII (or its designee) in consultation with SFMTA, to collect the above described data including but not limited to: manual or automatic (e.g., video or tubes) traffic volume counts, intercept surveys, smart phone application-based surveys, and on-line surveys.</p> <p>The <i>Transportation Demand Management Report(s)</i> shall be submitted to OCII, or its designee, for review within 30 days of completion of the data collection. If OCII, or its designee, finds that the project exceeds the stated mode share performance standard, the project sponsor shall revise the proposed project's Transportation Management Plan (TMP) to incorporate a set of measures that would lower the auto mode share. OCII, or its designee, shall review and approve the revised TMP. For basketball events, the TMP shall be revised by no later than August 15th of the calendar year to ensure adequate lead time to implement TDM measures prior to the start of the following basketball season. For non-basketball events, the proposed project's TMP shall be revised within 90 days of submittal of the <i>Transportation Demand Management Report</i> to incorporate a set of measure that would lower the auto mode share.</p> <p>If the project does not meet the stated performance standard, the project sponsor shall implement TDM measures and collect data on a semi-annual basis (i.e., twice during a calendar year) to</p>				

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MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>assess their effectiveness for basketball games and other events. The implementation of TDM measures shall be intensified until the auto mode split performance standard is achieved. Upon achievement of the performance standard, the project sponsor may resume travel survey data collection for basketball and non-basketball events on an annual basis. If the sponsor demonstrates three consecutive years of meeting the auto mode share performance standard, the comprehensive data collection effort may occur every two years.</p> <p>The data collection plan described above may be modified by OCII, or its designee, in consultation with SFMTA if field observations and/or other circumstances require data collection at different times and/or for different events than specified above. The modification of the data collection plan, however, shall not change the performance standards set forth in this mitigation measure.</p>				
<p>M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities and Monitoring (Required only without implementation of Muni Special Event Transit Service Plan)</p> <p>During events with 3,000 or more attendees, the project sponsor shall be responsible for providing trained personnel (e.g., off-duty SFPD staff) to control pedestrian, bicycle and vehicular flows to and from the event center at the intersections immediately adjacent to the project site and to ensure that Muni platforms serving the site are not over capacity. The trained personnel shall be provided during pre- and post-event periods. The project sponsor shall ensure that conflicts between various modes are reduced to the maximum extent possible through adequate staffing of trained personnel as well as other measures, as appropriate.</p> <p>Other pedestrian management measures that could be implemented include but are not limited to: installation of barricades, proper signage and announcements to disperse patrons to other streets around the project site, such as to Terry A. Francois Boulevard, and cross-marketing incentives such as discounts at the restaurant and retail establishments to extend the peak departure period. Through the implementation of various</p>	Project Sponsor	All events with more than 3,000 attendees	OCII; SFMTA	Include in MMRP Annual Report in the event that Muni Special Event Transit Service Plan is not implemented

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>strategies, the project sponsor shall ensure that pedestrian conflicts with other modes are minimized by separating vehicles, bicycles, transit and pedestrian flows to the greatest extent possible, including ensuring that various modes are adequately instructed about when it is their turn to proceed. The project sponsor shall also ensure that Muni platforms are not overcrowded by staging event attendees on the adjacent sidewalks until there is sufficient space on the Muni platforms, which are proposed to be expanded as part of the project.</p> <p>At the intersection of Third/South, the trained personnel shall implement strategies to allow pedestrians to cross the street safely. The strategies could include allowing authorized personnel to manually override the traffic signal and direct pedestrians to cross, erecting temporary pedestrian crossing barriers, allowing use of the closed Third Street as a pedestrian access route, providing a defined passenger waiting area within the closed Third Street, and shielding passengers waiting to board light rail from adjacent pedestrian traffic.</p> <p>Monitoring and Reporting</p> <p>The project sponsor shall retain a qualified transportation professional² to conduct field observations of pedestrian hazards and safety conditions along Third Street adjacent to the project site, as outlined below, and to document the results in a <i>Pedestrian Access Report</i>. City staff shall verify the field data collection results. Prior to beginning field observations, the transportation professional shall develop the data collection methodology in consultation with and approved by OCII, or its designee, in coordination with SFMTA. The data collection methodology shall be reviewed and revised annually, if appropriate. Field observations shall be conducted during the following event types and attendance levels:</p> <ul style="list-style-type: none"> at least two weekday NBA basketball games with 12,500 or more attendees; 				

² The Transportation Demand Management Report shall be performed by a qualified transportation professional from the San Francisco Planning Department's *Transportation Consultant Pool*. Available online at <http://www.sf-planning.org/index.aspx?page=1886>. Accessed May 28, 2015.

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> • at least two weekend NBA basketball games with 12,500 or more attendees; • at least two weekday non-basketball game events with 12,500 or more attendees; • at least two weekend non-basketball game events with 12,500 or more attendees; • at least two weekday non-basketball game events with 3,000 to 9,000 attendees; and, • at least two weekend non-basketball game events with 3,000 to 9,000 attendees; and • at least two weekday convention events of 9,000 or more attendees. <p>The pedestrian hazard and safety conditions field observations shall occur on an annual basis. The <i>Pedestrian Access Report</i> shall be submitted to SFMTA, OCII and Planning Department for review within 30 days of completion of the data collection. If OCII finds that the project does not meet the performance standard outlined below, the Transportation Management Plan (TMP) shall be revised to incorporate techniques to minimize conflicts between pedestrians and other modes. The TMP shall be revised within 90 days of submittal of the <i>Pedestrian Access Report</i>. When the project is not meeting the stated performance standard, the project sponsor shall collect data on a semi-annual basis (i.e., twice during a calendar year) to assess the effectiveness of various measures incorporated into the revised TMP. The implementation of various measures shall be intensified until pedestrian access to and from the site occurs in a safe manner, as determined by OCII, or its designee.</p> <p>The performance standard for safe pedestrian operations consists of the following: substantial numbers of pedestrians are not spilling onto the Muni right-of-way area, are not illegally crossing Third Street midblock, are not overcrowding the Muni platforms, and are not crossing intersections against the signal. Upon achievement of the performance standard, the project sponsor</p>				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
may resume field observations for basketball, non-basketball and convention events on an annual basis. If the sponsor demonstrates three consecutive years of meeting the performance standard, the comprehensive data collection effort may occur every two years. Further, in reviewing the <i>Pedestrian Access Report</i> , OCII, or its designee, may adjust the size of the events for which this measure is applicable. For example, if small scale events (e.g., those with 5,000 attendees) do not result in crosswalk and/or Muni platform overcrowding or other similar pedestrian safety conditions, OCII, or its designee, may revise this mitigation measure to apply to events of 5,001 or more attendees.				
Mission Bay FSEIR Mitigation Measure E.47: Transportation System Management Plan³ Prepare a TSM Plan, which could include the following:				
<ul style="list-style-type: none"> • <i>FSEIR Mitigation Measure E.47.a:</i> Shuttle Bus - Operate shuttle bus service between Mission Bay and regional transit stops in San Francisco (e.g., BART, Caltrain, Ferry Terminal, Transbay Transit Terminal), and specific gathering points in major San Francisco neighborhoods (e.g., Richmond and Mission Districts). 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; SFMTA	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> • <i>FSEIR Mitigation Measure E.47.b:</i> Transit Pass Sales - Sell transit passes in neighborhood retail stores and commercial buildings in the Project Area. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; SFMTA;	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> • <i>FSEIR Mitigation Measure E.47.c:</i> Employee Transit Subsidies - Provide a system of employee transportation subsidies for major employers. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; SFMTA	Include in Mission Bay TMA annual report

³ The Mission Bay South Transportation Management Plan incorporates the Mission Bay FSEIR Mitigation Measures 47a – 47c, and 47e – 47i, and it is part of the Mission Bay South Owners Participation Agreement for development within Mission Bay. Because the project sponsor would be subject to the Owner Participation Agreement, these mitigation measures were assumed to be part of the proposed project, and are summarized here for informational purposes. The Mission Bay Transportation Management Association (Mission Bay TMA) is the non-profit organization that was formed to meet the requirements of the Mission Bay FSEIR Mitigation Measure E.46: Transportation Management Organization, and implement, as appropriate, the Transportation System Management measures included in Mission Bay FSEIR Mitigation Measures E.47: Transportation System Management Plan. The Mission Bay TMA submits an Annual Report to OCII on the Transportation Management Plan activities, including the Mission Bay TMA shuttle service and ridership, travel surveys, Transportation Demand Management marketing efforts, and other transportation planning coordination with SFMTA.

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.e: Secure Bicycle Parking</i> - Provide secure bicycle parking area in parking garages of residential buildings, office buildings, and research and development facilities. Provide secure bicycle parking areas by 1) constructing secure bicycle parking at a ratio of 1 bicycle parking space for each 20 automobile parking spaces, and 2) carry out an annual survey program during project development to establish trends in bicycle use and to estimate actual demand for secure bicycle parking and for sidewalk bicycle racks, increasing the number of secure bicycle parking spaces or racks either in new buildings or in existing automobile parking facilities to meet the estimated demand. Provide secure bicycle racks throughout Mission Bay for the use of visitors. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.f: Appropriate Street Lighting</i> - Ensure that streets and sidewalks in Mission Bay are sufficiently lit to provide pedestrians and bicyclists with a greater sense of safety, and thereby encourage Mission Bay employees, visitors and residents to walk and bicycle to and from Mission Bay. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.g: Transit and Pedestrian and Bicycle Route Information</i> - Provide maps of the local and citywide pedestrian and bicycle routes with transit maps and information on kiosks throughout the Project Area to promote multi-modal travel. 	SFMTA to provide in connection with transit shelters and other transit signage; Project Sponsor through participation in the TMA	In conjunction with transit shelter and signage plans	OCII; SFMTA	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.h: Parking Management Strategies</i> - Establish parking management guidelines for the private operators of parking facilities in the Project Area. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.i: Flexible Work Hours/Telecommuting</i> - Where feasible, offer employees in the Project Area the opportunity to work on flexible schedules and/or telecommute so they could avoid peak hour traffic conditions. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As warranted by development; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.49: Ferry Service</i> - Make a good faith effort to assist the Port of San Francisco and others in ongoing studies of the feasibility of expanding regional ferry service. Make good faith efforts to assist in implementing feasible study recommendations. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; Port	Include in Mission Bay TMA annual report
Noise and Vibration, SEIR Section 5.3				
<p>M-NO-4a: Noise Control Plan for Outdoor Amplified Sound</p> <p>The project sponsor shall develop and implement a Noise Control Plan for operations at the proposed entertainment venues to reduce the potential for noise impacts from public address and/or amplified music. This Noise Control Plan shall contain the following elements:</p> <ul style="list-style-type: none"> The project sponsor shall comply with noise controls and restrictions in applicable entertainment permit requirements for outdoor concerts. Speaker systems shall be directed away from the nearest sensitive receptors to the degree feasible. Outdoor speaker systems shall be operated consistent with the restrictions of Section 2909 of the San Francisco Police Code, and conform to a performance standard of 8 dBA and dBC over existing ambient L90 noise levels at the nearest residential use. 	Project Sponsor	Submission of noise control plan prior to applicable outdoor events or as required to obtain necessary permits	San Francisco Entertainment Commission	Include in MMRP Annual Report; Ongoing for each applicable event or as required to obtain necessary permits
<p>M-NO-4b: Noise Control Plan for Place of Entertainment Permit</p> <p>As part of the Place of Entertainment Permit process, the project sponsor shall develop and implement a Noise Control Plan for operations at the proposed entertainment venue to reduce the potential for noise impacts from interior event noise. This Noise Control Plan shall, at a minimum, contain the following elements:</p> <ul style="list-style-type: none"> The project sponsor shall comply with noise controls and restrictions in applicable entertainment permit requirements. The establishment shall provide adequate ventilation within the structures such that doors and/or windows are not left open for such purposes resulting in noise emission from the premises. 	Project Sponsor	Submission of noise control plan as required by Place of Entertainment Permit	San Francisco Entertainment Commission	Include in MMRP Annual Report; Complete upon permit approval

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Noise and Vibration, SEIR Section 5.3 (cont.)				
<ul style="list-style-type: none"> There shall be no noise audible outside the establishment during the daytime or nighttime hours that violates the San Francisco Police Code Section 49 or 2900 et. seq. Further, no sound from the establishment shall be audible inside any surrounding residences or businesses that violates San Francisco Police Code section 2900 et seq. Permit holder shall take all reasonable measures to ensure the sidewalks adjacent to the premises are not blocked or unnecessarily affected by patrons or employees due to the operations of the premises and shall <i>provide</i> security whenever patrons gather outdoors. Permit holder shall provide a cell phone number to all interested neighbors that will be answered at all times by a manager or other responsible person who has the authority to adjust volume and respond to other <i>complaints</i> whenever entertainment is provided. 				
<p>M-C-NO-1: Construction Noise Control Measures</p> <p>Contractors shall employ site-specific noise attenuation measures during construction to reduce the generation of construction noise. These measures shall be included in a Noise Control Plan that shall be submitted for review and approval by the OCII or its designated representative to ensure that construction noise is reduced to the degree feasible. Measures specified in the Noise Control Plan and implemented during project construction shall include, at a minimum, the following noise control strategies:</p> <ul style="list-style-type: none"> Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds). Construction equipment with lower noise emission ratings shall be used whenever possible, particularly for air compressors. 	Project Sponsor and Construction Contractor	Submit plan prior to issuance of construction site permit; implementation of plan ongoing during construction	OCII; DBI	Include in MMRP Annual Report; Periodic during construction

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Noise and Vibration, SEIR Section 5.3 (cont.)				
<ul style="list-style-type: none"> Sound-control devices no less effective than those provided by the manufacturer shall be provided on all construction equipment. Impact tools (e.g., jack hammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be used where feasible; this could achieve a reduction of 5 dBA. Quieter procedures, such as use of drills rather than impact tools, shall be used where feasible. Stationary noise sources such as material stockpiles and vehicle staging areas shall be located as far from adjacent receptors as possible. Enclosures and mufflers for stationary equipment shall be provided, impact tools shall be shrouded or shielded, and barriers shall be installed around particularly noisy activities at the construction sites so that the line of sight between the construction activities and nearby sensitive receptor locations is blocked to the extent feasible. Unnecessary idling of internal combustion engines shall be prohibited. Construction-related vehicles and equipment shall be required to use designated truck routes to travel to and from the project sites as determined in consultation with the SFMTA as part of the permit process prior to construction (see Improvement Measure I-TR-1: Construction Management Plan and Public Updates). The project sponsor shall designate a point of contact to respond to noise complaints. The point of contact must have the authority to modify construction noise-generating activities to ensure compliance with the measures above and with the San Francisco Noise Ordinance. 				

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Air Quality, SEIR Section 5.4																
<p>M-AQ-1: Construction Emissions Minimization</p> <p>A. <i>Construction Emissions Minimization Plan.</i> Prior to issuance of a construction permit, the project sponsor shall submit a Construction Emissions Minimization Plan (Plan) to the OCII or its designated representative for review and approval by an Air Quality Specialist. The Plan shall detail project compliance with the following requirements:</p> <p>1. All off-road equipment greater than 25 horsepower (hp) and operating for more than 20 total hours over the entire duration of construction activities shall meet the following requirements:</p> <p>a) Where access to alternative sources of power are reasonably available, portable diesel engines shall be prohibited. Where portable diesel engines are required because alternative sources of power are not reasonably available, the diesel engine shall meet the equipment compliance step-down schedule in Table M-AQ-1-1.</p> <p style="text-align: center;">TABLE M-AQ-1-1 OFF-ROAD EQUIPMENT COMPLIANCE STEP-DOWN SCHEDULE</p> <table><tr><th>Compliance Alternative</th><th>Engine Emission Standard</th><th>Emissions Control</th></tr><tr><td>1</td><td>Tier 4 Interim</td><td>ARB NOx VDECS (40%)⁴</td></tr><tr><td>2</td><td>Tier 3</td><td>ARB NOx VDECS (40%)</td></tr><tr><td>3</td><td>Tier 2</td><td>ARB NOx VDECS (40%)</td></tr></table> <p>How to use the table: If the requirements of (A)(1)(b) cannot be met, then the project sponsor would need to meet Compliance Alternative 1. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 1, then Compliance Alternative 2 would need to be met. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 2, then Compliance Alternative 3 would need to be met.</p>	Compliance Alternative	Engine Emission Standard	Emissions Control	1	Tier 4 Interim	ARB NOx VDECS (40%) ⁴	2	Tier 3	ARB NOx VDECS (40%)	3	Tier 2	ARB NOx VDECS (40%)	Project Sponsor and Construction Contractor	Submit plan prior to issuance of construction site permit and implementation of plan ongoing during construction; Final plan within six months of the completion of construction.	Project sponsor to submit a Construction Emissions Minimization Plan to the OCII or its designated representative for review and approval by an Air Quality Specialist	As specified in the measure
Compliance Alternative	Engine Emission Standard	Emissions Control														
1	Tier 4 Interim	ARB NOx VDECS (40%) ⁴														
2	Tier 3	ARB NOx VDECS (40%)														
3	Tier 2	ARB NOx VDECS (40%)														

⁴ <http://www.arb.ca.gov/diesel/verdev/vt/cvt.htm>

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Air Quality, SEIR Section 5.4 (cont.)				
<p>b) All off-road equipment shall have engines that meet either U.S. Environmental Protection Agency (USEPA) or California Air Resources Board (CARB) Tier 4 off-road emission standards. If engines that comply with Tier 4 off-road emission standards are not commercially available, then the project sponsor shall provide the next cleanest piece of off-road equipment as provided by the step down schedules in Table M-AQ-1-1.</p> <p>i. For purposes of this mitigation measure, "commercially available" shall mean the availability of Tier 4 equipment taking into consideration factors such as: (i) critical path timing of construction; (ii) geographic proximity to the Project site of equipment; and (iii) geographic proximity of access to off haul deposit sites.</p> <p>ii. The project sponsor shall maintain records concerning its efforts to comply with this requirement.</p> <p>2. The project sponsor shall require the idling time for off-road and on-road equipment be limited to no more than two minutes, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment. Legible and visible signs shall be posted in multiple languages (English, Spanish, and Chinese) in designated queuing areas and at the construction site to remind operators of the two minute idling limit.</p> <p>3. The project sponsor shall require that construction operators properly maintain and tune equipment in accordance with manufacturer specifications.</p> <p>4. The Plan shall include estimates of the construction timeline by phase with a description of each piece of off-road equipment required for every construction phase. Off-road equipment descriptions and information may include, but are not limited to: equipment type, equipment manufacturer, equipment identification</p>				

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Air Quality, SEIR Section 5.4 (cont.)				
<p>number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For VDECS installed: technology type, serial number, make, model, manufacturer, CARB verification number level, and installation date and hour meter reading on installation date. For off-road equipment using alternative fuels, reporting shall indicate the type of alternative fuel being used. Renewable diesel shall be considered as an alternative fuel if it can be demonstrated to OCII or the City's air quality specialists that it is compatible with tiered engines and that emissions of ROG and NOx from transport of fuel to the project site will not offset its NOx reduction potential. The plan shall also include estimates of ROG and NOx emissions.</p> <p>5. The project sponsor shall keep the Plan available for public review on site during working hours. The project sponsor shall post at the perimeter of the project site a legible and visible sign summarizing the requirements of the Plan. The sign shall also state that the public may ask to inspect the Plan at any time during working hours, and shall explain how to request inspection of the Plan. Signs shall be posted on all sides of the construction site that face a public right-of-way. The project sponsor shall provide copies of the Plan to members of the public as requested.</p> <p>B. Reporting. Quarterly reports shall be submitted to the OCII or its designated representative indicating the construction phase and off-road equipment information used during each phase including the information required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.</p> <p>Within six months of the completion of construction activities, the project sponsor shall submit to the OCII or its designated representative a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. For each phase, the report shall include detailed information</p>				

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Air Quality, SEIR Section 5.4 (cont.)				
<p>required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.</p> <p>C. <i>Certification Statement and On-site Requirements.</i> Prior to the commencement of construction activities, the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications.</p>				
<p>M-AQ-2a: Reduce Operational Emissions</p> <p>The project sponsor shall implement the following measures:</p> <ul style="list-style-type: none"> Provision of outlets for electrically powered landscape equipment Use of renewable diesel to power back-up diesel generators if it can be demonstrated to OCII or the City's air quality specialists that it is compatible with tiered engines and that emissions of ROG and NOx from transport of fuel to the project site will not offset its NOx reduction potential. Mitigation Measure M-TR-2c: Additional Strategies to Reduce Transportation Impacts (see Section 5.2, Transportation and Circulation, Impact TR-2) Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events (see Section 5.2, Transportation and Circulation, Impact TR-11) 	Project Sponsor	Prior to completion of construction, and prior to issuance of certificate of occupancy	OCII	<p>Include in MMRP Annual Report; Provide outlets upon completion of final design</p> <p>Use of renewable diesel to be conducted as available; See above for Mitigation Measure M-TR-2c and TR-11c</p>
<p>M-AQ-2b: Emission Offsets</p> <p>Upon completion of construction, and prior to issuance of certificate of occupancy, the project sponsor, with the oversight of OCII or its designated representative, shall either:</p> <p>1) Pay a mitigation offset fee to the Bay Area Air Quality Management District's (BAAQMD) Strategic Incentives Division in an amount no less than \$18,030 per weighted ton of ozone precursors per year requiring emissions offsets plus a 5 percent administrative fee to fund one or more emissions reduction projects within the San Francisco Bay Area Air Basin (SFBAAB). This fee is intended to fund</p>	Project Sponsor	Upon completion of construction, and prior to issuance of certificate of occupancy	OCII	<p>Include in MMRP Annual Report; Complete upon acceptance of fee by BAAQMD</p>

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Air Quality, SEIR Section 5.4 (cont.)				
<p>emissions reduction projects to achieve reductions of 17 tons of ozone precursors per year, the estimated tonnage of operational and construction-related emissions offsets required. Documentation of payment shall be provided to OCII or its designated representative.</p> <p>The project sponsor shall provide calculations to the satisfaction of OCII or its designated representative of the final amount of emissions from construction activities based on the reporting requirements of Mitigation Measure M-AQ-1, which shall consider the final destination of off-hauled soil and construction waste materials by on-road trucks, contributions from Electrical Power Distribution System Expansion, and the degree of compliance with off-road equipment engine types that were commercially available. If the calculated construction emissions of ozone precursors require offsets in excess of 17 tons per year, then the applicant shall provide the additional offset amount commensurate with the calculated ozone precursor emissions exceeding 17 tons per year.</p> <p>Acceptance of this fee by the BAAQMD shall serve as an acknowledgment and commitment by the BAAQMD to: (1) implement an emissions reduction project(s) within one year of receipt of the mitigation fee to achieve the emission reduction objectives specified above; and (2) provide documentation to OCII or its designated representative and to the project sponsor describing the project(s) funded by the mitigation fee, including the amount of emissions of ROG and NOx reduced (tons per year) within the SFBAAB from the emissions reduction project(s). If there is any remaining unspent portion of the mitigation offset fee following implementation of the emission reduction project(s), the project sponsor shall be entitled to a refund in that amount from the BAAQMD. To qualify under this mitigation measure, the specific emissions retrofit project must result in emission reductions within the SFBAAB that would not otherwise be achieved through compliance with existing regulatory requirements; or</p>				

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Air Quality, SEIR Section 5.4 (cont.)				
M-AQ-2b: Emission Offsets, Option 2 2) Directly implement a specific offset project to achieve reductions of 17 tons per year of ozone precursors (or greater as described in item 1 above). To qualify under this mitigation measure, the specific emissions retrofit project must result in emission reductions within the SFBAAB that would not otherwise be achieved through compliance with existing regulatory requirements. Prior to implementation of the offset project, the project sponsor must obtain OCII's approval of the proposed offset project by providing documentation of the estimated amount of emissions of ROG and NOx to be reduced (tons per year) within the SFBAAB from the emissions reduction project(s). The project sponsor shall notify OCII within six months of completion of the offset project for OCII verification.	Project Sponsor	Upon completion of construction, and prior to issuance of certificate of occupancy	OCII	Include in MMRP Annual Report; Complete upon completion of project and OCII's verification
Wind and Shadow, SEIR Section 5.6				
M-WS-1: Develop and Implement Design Measures to Reduce Project Off-site Wind Hazards The project sponsor shall develop and implement design measures to reduce the identified project off-site wind hazards. The project sponsor has selected a specific on-site design modification (installation of a solid canopy with a porous vertical standoff at the ground level of the southwest corner of the proposed 16th Street office building) that is demonstrated to be effective in reducing the project wind hazard impact to a less-than-significant level. Other measures may include additional on-site project design modifications or additions, additional on-site landscaping; and the implementation of potential additional off-site streetscape landscaping or other off-site wind-reducing features. Potential on- and/or off-site project site wind-reduction design measures developed by the sponsor would be coordinated with, and subject to review and approval, by OCII.	Project Sponsor	Prior to issuance of building permit.	OCII	Include in MMRP Annual Report; Complete upon completion of final design

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Utilities and Service Systems, SEIR Section 5.7				
M-C-UT-4: Fair Share Contribution for Mariposa Pump Station Upgrades Upon determination by the SFPUC of the nature and cost of needed improvements, the project sponsor shall pay its fair share for improvements to the Mariposa Pump Station and associated wastewater facilities required to provide adequate sewer capacity within the project area and serve the project as determined by the SFPUC. The contribution shall be in proportion to the wastewater flows from the proposed project relative to the total design capacity of the upgraded pump station(s). The project sponsor shall not be responsible for any share of costs to address pre-existing pump station deficiencies.	Project Sponsor	As determined by the SFPUC	OCII; SFPUC	Include in MMRP Annual Report; Complete upon acceptance of fee by SFPUC
Hydrology and Water Quality, Initial Study Section E15 and SEIR Section 5.9				
M-HY-6. Wastewater Sampling Ports <i>Mission Bay FSEIR Mitigation Measures K.2.</i> Participate in the City's existing Water Pollution Prevention Program. Facilitate implementation of the City's Water Pollution Prevention Program by providing and installing wastewater sampling ports in any building anticipated to have a potentially significant discharge of pollutants to the sanitary sewer, as determined by the Water Pollution Prevention Program of the San Francisco Public Utilities Commission's Bureau of Environmental Regulation and Management, and in locations as determined by the Water Pollution Prevention Program.	Project Sponsor	Prior to issuance of building permit	OCII; SFPUC	Include in MMRP Annual Report; Complete upon completion of final design
Cultural and Paleontological Resources, Initial Study Section E4				
M-CP-2a: Archaeological Testing, Monitoring and/or Data Recovery Program Based on a reasonable presumption that archaeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archaeological consultant approved by OCII or its designated representative such as those from the	Project Sponsor	Prior to construction	OCII	Include in MMRP Annual Report; Complete upon completion and approval of report

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>rotational Department Qualified Archaeological Consultants List (QACL) maintained by the Planning Department archaeologist. The project sponsor shall contact the Department archaeologist to obtain the names and contact information for the next three archaeological consultants on the QACL. The archaeological consultant shall undertake an archaeological testing program as specified herein. In addition, the consultant shall be available to conduct an archaeological monitoring and/or data recovery program if required pursuant to this measure. The archaeological consultant's work shall be conducted in accordance with this measure at the direction of OCII or its designated representative. All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to OCII or its designated representative for review and comment, and shall be considered draft reports subject to revision until final approval by OCII or its designated representative. Archaeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the OCII or its designated representative, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archaeological resource as defined in CEQA Guidelines Sect. 15064.5 (a)(c).</p> <p>Consultation with Descendant Communities: On discovery of an archaeological site⁵ associated with descendant Native Americans, the Overseas Chinese, or other descendant group an appropriate representative⁶ of the descendant group and OCII or its designated representative shall be contacted. The representative of the descendant group shall be given the</p>				

⁵ The term "archaeological site" is intended here to include, at a minimum, any archaeological deposit, feature, burial, or evidence of burial.

⁶ An "appropriate representative" of the descendant group is here defined to mean, in the case of Native Americans, any individual listed in the current Native American Contact List for the City and County of San Francisco maintained by the California Native American Heritage Commission and in the case of the Overseas Chinese, the Chinese Historical Society of America. An appropriate representative of other descendant groups should be determined in consultation with the Department archaeologist.

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
opportunity to monitor archaeological field investigations of the site and to consult with OCII or its designated representative regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archeological site. A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.				
<p>Archaeological Testing Program. The archaeological consultant shall prepare and submit to OCII or its designated representative for review and approval an archaeological testing plan (ATP). The archaeological testing program shall be conducted in accordance with the approved ATP. The ATP shall identify the property types of the expected archaeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archaeological testing program will be to determine to the extent possible the presence or absence of archaeological resources and to identify and to evaluate whether any archaeological resource encountered on the site constitutes an historical resource under CEQA.</p> <p>At the completion of the archaeological testing program, the archaeological consultant shall submit a written report of the findings to OCII or its designated representative. If based on the archaeological testing program the archaeological consultant finds that significant archaeological resources may be present, OCII or its designated representative in consultation with the archaeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archaeological testing, archaeological monitoring, and/or an archaeological data recovery program. No archaeological data recovery shall be undertaken without the prior approval of OCII or its designated representative. If OCII or its designated representative determines that a significant archaeological resource is present and that the resource could be adversely affected by the proposed project, at the discretion of the project sponsor either:</p>	Project Sponsor	<p>Testing Plan: Completed prior to issuance of any permit authorizing soils disturbance</p> <p>Testing program: Completed prior to commencement of any soils disturbing construction activity</p> <p>Testing Report: Completed prior to commencement of any soils disturbing activity</p>	OCII	Include in MMRP Annual Report; Complete upon OCII approval of testing program and written report;

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>A. The proposed project shall be re-designed so as to avoid any adverse effect on the significant archaeological resource; or</p> <p>B. A data recovery program shall be implemented, unless OCII or its designated representative determines that the archaeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.</p>				
<p>Archaeological Monitoring Program. If OCII or its designated representative in consultation with the archaeological consultant determines that an archaeological monitoring program shall be implemented the archaeological monitoring program shall minimally include the following provisions:</p> <ul style="list-style-type: none"> • The archaeological consultant, project sponsor, and OCII or its designated representative shall meet and consult on the scope of the AMP reasonably prior to any project-related soils disturbing activities commencing. OCII or its designated representative in consultation with the archaeological consultant shall determine what project activities shall be archaeologically monitored. In most cases, any soils-disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archaeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context; • The archeological consultant shall advise all project contractors to be on the alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the event of apparent discovery of an archaeological resource; • The archaeological monitor(s) shall be present on the project site according to a schedule agreed upon by the archaeological consultant and OCII or its designated representative until OCII or its designated representative has, in consultation with project archaeological consultant, determined that project construction activities could have no effects on significant archaeological deposits; 	Project Sponsor	<p>Monitoring Program: Development of program work scope prior to commencement of soils disturbing construction activity; monitoring activity to occur during site excavation and construction, as per monitoring program</p> <p>Monitoring Report: Report submitted to OCII upon completion of monitoring Program</p>	OCII	Include in MMRP Annual Report; Complete upon OCII approval of program

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<ul style="list-style-type: none"> The archaeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis; If an intact archaeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archaeological monitor shall be empowered to temporarily redirect demolition/excavation/pile driving/construction activities and equipment until the deposit is evaluated. If in the case of pile driving activity (foundation, shoring, etc.), the archaeological monitor has cause to believe that the pile driving activity may affect an archaeological resource, the pile driving activity shall be terminated until an appropriate evaluation of the resource has been made in consultation with OCII or its designated representative. The archaeological consultant shall immediately notify the OCII or its designated representative of the encountered archaeological deposit. The archaeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archaeological deposit, and present the findings of this assessment to OCII or its designated representative. <p>Whether or not significant archaeological resources are encountered, the archaeological consultant shall submit a written report of the findings of the monitoring program to the OCII or its designated representative.</p>				
<p>Archaeological Data Recovery Program. The archaeological data recovery program shall be conducted in accord with an archaeological data recovery plan (ADRP). The archaeological consultant, project sponsor, and OCII or its designated representative shall meet and consult on the scope of the ADRP prior to preparation of a draft ADRP. The archaeological consultant shall submit a draft ADRP to OCII or its designated representative. The ADRP shall identify how the proposed data recovery program will preserve the significant information the archaeological resource is expected to contain. That is, the ADRP will identify what scientific/historical research questions are applicable to the expected resource, what data classes the</p>	Project Sponsor	Data Recovery Plan: Development of Program work scope, in conjunction with work scope for Archeological Monitoring Program prior to commencement of soils disturbance construction activity. More specific or detailed subsequent work scope may be required by OCII upon completion of	OCII	Include in MMRP Annual Report; Complete upon OCII approval of program

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archaeological resources if nondestructive methods are practical.</p> <p>The scope of the ADRP shall include the following elements:</p> <ul style="list-style-type: none"> • <i>Field Methods and Procedures.</i> Descriptions of proposed field strategies, procedures, and operations. • <i>Cataloguing and Laboratory Analysis.</i> Description of selected cataloguing system and artifact analysis procedures. • <i>Discard and Deaccession Policy.</i> Description of and rationale for field and post-field discard and deaccession policies. • <i>Interpretive Program.</i> Consideration of an on-site/off-site public interpretive program during the course of the archaeological data recovery program. • <i>Security Measures.</i> Recommended security measures to protect the archaeological resource from vandalism, looting, and non-intentionally damaging activities. • <i>Final Report.</i> Description of proposed report format and distribution of results. • <i>Curation.</i> Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities. 		<p>Archeological Monitoring Program and Report</p> <p>Data Recovery program: Activity to occur during and subsequent to construction activity, as per Data Recovery Program</p>		
<p>Human Remains and Associated or Unassociated Funerary Objects. The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the Coroner of the City and County of San Francisco and in the event of the Coroner's determination that the human remains</p>	Project Sponsor	Upon discovery, if applicable	Coroner; OCII	Include in MMRP Annual Report; Complete upon Applicant notification to OCII, Coroner, and, if applicable, California State Native American Heritage Commission

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
are Native American remains, notification of the California State Native American Heritage Commission (NAHC) who shall appoint a Most Likely Descendant (MLD) (Pub. Res. Code Sec. 5097.98). The archaeological consultant, project sponsor, OCII or its designated representative, and MLD shall make all reasonable efforts to develop an agreement for the treatment of, with appropriate dignity, human remains and associated or unassociated funerary objects (CEQA Guidelines, Sec. 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects.				
<p>Final Archaeological Resources Report. The archeological consultant shall submit a Draft Final Archaeological Resources Report (FARR) to OCII or its designated representative that evaluates the historical significance of any discovered archaeological resource and describes the archaeological and historical research methods employed in the archaeological testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report.</p> <p>Once approved by OCII or its designated representative, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and OCII or its designated representative shall receive a copy of the transmittal of the FARR to the NWIC. As requested by OCII, the Environmental Planning division of the Planning Department shall receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, OCII or its designated representative may require a different final report content, format, and distribution than that presented above.</p>	Project Sponsor	Upon completion of testing, monitoring and data recovery programs: For Horizontal Developer – prior to determination of substantial completion of infrastructure at each sub-phase; For Vertical Developer – Prior to issuance of Certificate of Temporary or Final Occupancy, whichever occurs first	OCII	Include in MMRP Annual Report; Complete upon applicant submittal of final approved report as specified in measure

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>M-CP-2b: Accidental Discovery of Archaeological Resources</p> <p>The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in <i>CEQA Guidelines</i> Section 15064.5(a)(c). The project sponsor shall distribute the Planning Department archaeological resource "ALERT" sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken each contractor is responsible for ensuring that the "ALERT" sheet is circulated to all field personnel, including machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide OCII officer or its designated representative with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utilities firm) confirming that all field personnel have received copies of the Alert Sheet.</p> <p>Should any indication of an archaeological resource be encountered during any soils disturbing activity of the project, the project Head Foreman and/or project sponsor shall immediately notify OCII officer or its designated representative and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until OCII officer or its designated representative has determined what additional measures should be undertaken.</p> <p>If OCII officer or its designated representative determines that an archaeological resource may be present within the project site, the project sponsor shall retain the services of an archaeological consultant from the pool of qualified archaeological consultants maintained by the Planning Department archaeologist. The archaeological consultant shall advise OCII officer or its designated representative as to whether the discovery is an archaeological resource, retains sufficient integrity, and is of potential scientific/historical/cultural significance. If an archaeological resource is present, the archaeological consultant shall identify and evaluate the archaeological resource. The archaeological consultant shall make a recommendation as to what action, if any, is warranted. Based on this information, OCII</p>	Project sponsor	Throughout the demolition and excavation period	OCII	Include in MMRP Annual Report; Ongoing as specified in the measure

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>officer or its designated representative may require, if warranted, specific additional measures to be implemented by the project sponsor.</p> <p>Measures might include: preservation in situ of the archaeological resource; an archaeological monitoring program; or an archaeological testing program. If an archaeological monitoring program or archaeological testing program is required, it shall be consistent with the Environmental Planning (EP) division guidelines for such programs. OCII officer or its designated representative may also require that the project sponsor immediately implement a site security program if the archaeological resource is at risk from vandalism, looting, or other damaging actions.</p> <p>The project archaeological consultant shall submit a Final Archaeological Resources Report (FARR) to OCII officer or its designated representative that evaluates the historical significance of any discovered archaeological resource and describing the archaeological and historical research methods employed in the archaeological monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report.</p> <p>Copies of the Draft FARR shall be sent to OCII officer or its designated representative for review and approval. Once approved by OCII officer or its designated representative, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and OCII officer or its designated representative shall receive a copy of the transmittal of the FARR to the NWIC. OCII and the Environmental Planning division of the Planning Department shall each receive one bound copy, one unbound copy and one unlocked, searchable PDF copy on CD three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, OCII officer or its designated representative may require a different final report content, format, and distribution than that presented above.</p>				

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Biological Resources, Initial Study Section E13				
<p>M-BI-4a: Preconstruction Surveys for Nesting Birds</p> <p>To the extent practicable, vegetation removal and grading of the site in advance of new site construction shall be performed between September 1 and January 31 in order to avoid breeding and nesting season for birds. If these activities cannot be performed during this period, a preconstruction survey of onsite vegetation for nesting birds shall be conducted by a qualified biologist.</p> <p>In coordination with the OCII or its designated representative, pre-construction surveys of onsite vegetation shall be performed during bird breeding season (February 1 – August 31) no more than 14 days prior to vegetation removal, grading, or initiation of construction in order to locate any active passerine nests within 250 feet of the project site and any active raptor nests within 500 feet of the project site. Surveys shall be performed in accessible areas within 500 feet of the project site and include suitable habitat within line of sight as access is available. If active nests are found on either the project site or within the 500-foot survey buffer surrounding the project site, no-work buffer zones shall be established around the nests. Buffer distances will consider physical and visual barriers between the active nest and project activities, existing noise sources and disturbance, as well as sensitivity of the bird species to disturbance. Modification of standard buffer distances, 250 feet for active passerine nests and 500 feet for active raptor nests, will be determined by a qualified biologist in consultation with the California Department of Fish and Wildlife (CDFW). No vegetation removal or ground-disturbing activities including grading or new construction shall occur within a buffer zone until young have fledged or the nest is otherwise abandoned as determined by the qualified biologist.</p> <p>If construction work during the nesting season stops for 14 days or more and then resumes, then nesting bird surveys shall be repeated, to ensure that no new birds have begun nesting in the area.</p>	Project Sponsor	Not more than 15 days prior to vegetation removal and grading activities that occur between February 1 and August 31	OCII	Include in MMRP Annual Report; Complete upon completion of preconstruction nesting bird surveys or completion of vegetation removal and grading activities outside of the bird breeding season

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Biological Resources, Initial Study Section E13				
Mitigation Measure M-BI-4b: Bird Safe Building Practices The project sponsor shall design and implement the project consistent with the San Francisco Standards for Bird-Safe Buildings and Planning Code Section 139, as approved by OCII. OCII shall consult with the Planning Department and the Zoning Administrator concerning project consistency with Planning Code Section 139.	Project Sponsor	Prior to issuance of architectural addendum to building permit	OCII	Include in MMRP Annual Report; Complete upon construction in accordance with final approved plans
Hazards and Hazardous Materials, Initial Study Section E16				
M-HZ-1a: Guidelines for Handling Biohazardous Materials <i>Mission Bay FSEIR Mitigation Measure I.1.</i> Require businesses that handle biohazardous materials and do not receive federal funding to certify that they follow the guidelines published by the National Research Council and the United States Department of Health and Human Services Public Health Service, National Institutes of Health, and Centers for Disease Control, as set forth in Biosafety in Microbiological and Biomedical Laboratories, Guidelines for Research Involving Recombinant DNA Molecules (NIH Guidelines), and Guide for the Care and Use of Laboratory Animals, or their successors, as applicable.	Project Sponsor	As part of building permit process; provide annual certification thereafter	OCII	Include in MMRP Annual Report
<i>Mission Bay FSEIR Mitigation Measure I.2.</i> Require businesses handling biohazardous materials to certify that they use high efficiency particulate air (HEPA) filters or substantially equivalent devices on all exhaust from Biosafety Level 3 laboratories unless they demonstrate that exhaust from their Biosafety Level 3 laboratories would not pose substantial health or safety hazards to the public or the environment. Require such businesses to certify that they inspect or monitor the filters regularly to ensure proper functioning.	Project Sponsor	As part of building permit process; provide annual certification thereafter	OCII	Include in MMRP Annual Report
<i>Mission Bay FSEIR Mitigation Measure I.3.</i> Require businesses handling biohazardous materials to certify that they do not handle or use biohazardous materials requiring Biosafety Level 4 containment (i.e., dangerous or exotic materials that pose high risks of life-threatening diseases or aerosol-transmitted infections, or unknown risks of transmission) in the Project Area.	Project Sponsor	As part of building permit process; provide annual certification thereafter	OCII	Include in MMRP Annual Report

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Hazards and Hazardous Materials, Initial Study Section E16 (cont.)				
<p>M-HZ-1b: Geologic Investigation and Dust Mitigation Plan for Naturally Occurring Asbestos</p> <p>The project sponsor shall conduct a geologic investigation in accordance with the guidelines of the California Geologic Survey to determine the naturally occurring asbestos content of fill materials to be excavated at the project site. If the investigation determines that the naturally occurring asbestos content of the fill materials is 0.25 percent or greater, the project sponsor or its construction contractor shall submit the appropriate notification forms and prepare an asbestos dust mitigation plan in accordance with the Asbestos ATCM. The plan shall specify measures that will be taken to ensure that no visible dust crosses the property boundary during construction. The plan must specify the following measures:</p> <ul style="list-style-type: none"> • Prevent and control visible track-out from the property • Ensure adequate wetting or covering of active storage piles • Control disturbed surface areas and storage piles that would remain inactive for 7 days Control traffic on on-site unpaved roads, parking lots, and staging areas, including a maximum vehicle speed of 15 miles per hour • Control earthmoving activities • Control offsite transport of dust emissions that contain naturally-occurring asbestos-containing materials • Stabilize disturbed areas following construction <p>The asbestos dust mitigation plan shall be submitted to and approved by the Bay Area Air Quality Management District (BAAQMD) prior to the beginning of construction, and the site operator must ensure the implementation of all specified dust mitigation measures throughout the construction project. In addition, if required by the BAAQMD, the project sponsor or a qualified third party consultant shall conduct air monitoring for offsite migration of asbestos dust during construction activities and shall modify the dust mitigation plan on the basis of the air monitoring results if necessary.</p>	Project Applicant	Prior to obtaining a grading, excavation, site, building or other permit from the City that includes soil disturbance activities. Ongoing throughout construction activity	BAAQMD	Include in MMRP Annual Report; Complete upon approval by BAAQMD

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Hazards and Hazardous Materials, Initial Study Section E16 (cont.)				
M-HZ-2: RMP Provisions for Child Care Facilities <i>Mission Bay FSEIR Mitigation Measure J.2.</i> Carry out a site-specific risk evaluation for each site in a non-residential area proposed to be used for a public school or child care facility; submit to RWQCB for review and approval. If cancer risks exceed 1×10^{-5} and/or noncancer risk exceeds a Hazard Index of 1, carry out remediation designed to reduce risks to meet these standards or select another site that is shown to meet these standards.	Project Sponsor	Prior to OCII approval of a child care facility	OCII	Include in MMRP Annual Report; Complete upon RWQCB approval

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TABLE B - IMPROVEMENT MEASURES

IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2				
<p>I-TR-1: Construction Management Plan and Public Updates</p> <p>Construction Coordination – To reduce potential conflicts between construction activities and pedestrians, bicyclists, transit and vehicles at the project site, the project sponsor shall require that the contractor prepare a Construction Management Plan for the project construction period. The preparation of a Construction Management Plan could be a requirement included in the construction bid package. Prior to finalizing the Plan, the project sponsor/construction contractor(s) shall meet with DPW, SFMTA, the Fire Department, Muni Operations and other City agencies to coordinate feasible measures to include in the Construction Management Plan to reduce traffic congestion, including temporary transit stop relocations and other measures to reduce potential traffic, bicycle, and transit disruption and pedestrian circulation effects during construction of the proposed project. This review shall consider other ongoing construction in the project vicinity, such as construction of the nearby UCSF LRDP projects and construction on Blocks 26 and 27.</p> <p>Carpool, Bicycle, Walk and Transit Access for Construction Workers – To minimize parking demand and vehicle trips associated with construction workers, the construction contractor shall include as part of the Construction Management Plan methods to encourage carpooling, bicycle, walk and transit access to the project site by construction workers (such as providing transit subsidies to construction workers, providing secure bicycle parking spaces, participating in free-to-employee ride matching program from www.511.org, participating in emergency ride home program through the City of San Francisco (www.sferh.org), and providing transit information to construction workers.</p> <p>Construction Worker Parking Plan – As part of the Construction Management Plan that would be developed by the construction contractor, the location of construction worker parking shall be identified as well as the person(s) responsible for monitoring the implementation of the proposed parking plan. The use of on-street parking to accommodate construction worker parking shall</p>	Project Sponsor	Prior to issuance of construction site permit	OCII; SFMTA; DBI; DPW	Include in MMRP Annual Report prior to the start of construction until temporary certificate of occupancy

MITIGATION MONITORING & REPORTING PROGRAM

TABLE B - IMPROVEMENT MEASURES

IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>be discouraged. All construction bid documents shall include a requirement for the construction contractor to identify the proposed location of construction worker parking. If on-site, the location, number of parking spaces, and area where vehicles would enter and exit the site should be required. If off-site parking is proposed to accommodate construction workers, the location of the off-site facility, number of parking spaces retained, and description of how workers would travel between off-site facility and project site should be required.</p> <p>Project Construction Updates for Adjacent Businesses and Residents – To minimize construction impacts on access to nearby institutions and businesses, the project sponsor shall provide nearby residences and adjacent businesses with regularly-updated information regarding project construction, including construction activities, peak construction vehicle activities (e.g., concrete pours), travel lane closures, and parking lane and sidewalk closures. A regular email notice shall be distributed by the project sponsor that would provide current construction information of interest to neighbors, as well as contact information for specific construction inquiries or concerns.</p>				
<p>I-TR-4: Operational Study of the Southbound Platform at the T Third UCSF/Mission Bay Station (Required only if Muni Platform Variant is not implemented.)</p> <p>As an improvement measure to enhance T Third operations at the UCSF/Mission Bay station for pre-event arrivals, the project sponsor shall fund a study of the effects of pedestrian flows on Muni's safety and operations prior to an event as well as the feasibility and efficacy of enlarging the southbound platform by extending it south towards 16th Street. The study shall include an assessment of exiting pedestrian flows from a fully occupied two-car light rail train on the platform and ramp to the crosswalk at South Street across Third Street, also taking into consideration the presence of non-event transit riders waiting to board the train, service frequency, and current traffic signal operations. The study shall be performed by a qualified transportation professional approved by SFMTA.</p>	Project Sponsor	Commence study within one year of project approval	OCII; SFMTA	Include in MMRP Annual Report; Complete upon completion of study

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TABLE B - IMPROVEMENT MEASURES

IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>I-TR-8: Truck and Service Vehicle Loading Operations Plan</p> <p>As an improvement measure to reduce potential conflicts between driveway operations, including loading activities, and pedestrians, bicycles and vehicles on South Street, Terry A. Francois Boulevard, and 16th Street, the project sponsor shall prepare a Loading Operations Plan, and submit the plan for review and approval by the OCII, or its designee, and the SFMTA. As appropriate, the Loading Operations Plan shall be periodically reviewed by the sponsor, the OCII or its designee, and SFMTA and revised if required to more appropriately respond to changes in street or circulation conditions.</p> <p>The Loading Operations Plan shall include a set of guideline related to the operation of the on-site and on-street loading facilities, as well as large truck curbside access guidelines; it shall also specify driveway attendant responsibilities to minimize truck queuing and/or substantial conflicts between project-generated loading/unloading activities and pedestrians, bicyclists, transit and autos. Elements of the Loading Operations Plan shall include:</p> <ul style="list-style-type: none"> Commercial loading activities within on-street commercial loading spaces on South Street, Terry A. Francois Boulevard, and 16th Street shall comply with all posted time limits and all other posted restrictions. Double parking or any form of illegal parking or truck loading/unloading shall not be permitted on any streets adjacent to the project site, and particularly on 16th Street which would include a bicycle lane. Working with the SFMTA Parking Control Officers, building management shall ensure that no truck loading/unloading activities occur within the bicycle lanes on 16th Street. All move-in and move-out activities for commercial office uses shall be coordinated by building management, and, in the event that moving trucks cannot be accommodated within the below-grade loading area, building management shall obtain a reserved curbside permit from the SFMTA in advance of move-in or move-out activities. 	Project Sponsor	Prior to issuance of occupancy permit	OCII; SFMTA	Include in MMRP Annual Report; Complete upon completion of Loading Operations Plan

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IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
I-TR-10a: UCSF Emergency Vehicle Access and Garage Signage Plan As an improvement measure to enhance access for emergency vehicles and other visitors to the UCSF Children's Hospital emergency room and parking facilities at the UCSF Medical Center, the project sponsor shall work with UCSF, SFMTA, Caltrans, and DPW to develop and implement a UCSF emergency vehicle access and garage signage plan for I-280 and Mariposa, Owens, and 16th Streets to reflect desirable access routes for UCSF and event center access.	Project Sponsor	Prior to issuance of occupancy permit	OCII	Include in MMRP Annual Report; Complete upon completion of Vehicle Access and Garage Signage Plan
I-TR-10b: Mariposa Street Restriping Study In connection with the Mission Bay Plan improvements to the I-280 on- and off-ramps at Mariposa Street and the Owens Street extension, the SFMTA will be reevaluating the travel lane striping plan for Mariposa Street between Pennsylvania Avenue and Fourth Street. As part of this evaluation, the SFMTA will assess the feasibility of lengthening the dedicated left turn lane from eastbound Mariposa Street onto northbound Fourth Street. The evaluation is anticipated to take place in 2016, two years prior to the opening of the proposed event center. A re-evaluation may be needed following the opening of the event center. Therefore, as an improvement measure to enhance access to the UCSF Medical Center Children's Hospital, subsequent to the opening of the event center, the project sponsor shall retain a qualified transportation professional approved by SFMTA to conduct a traffic engineering study to evaluate potential changes to the travel lane configuration and related signage on Mariposa Street between the I-280 ramps and Fourth Street. The study, to be conducted in consultation with UCSF and SFMTA, would be used to determine if the dedicated eastbound left turn lane into Fourth Street/UCSF passenger loading/unloading and emergency vehicle entrance to the UCSF Children's Hospital should be extended west from its existing length of about 150 feet to provide for a longer queuing area separated from event-related traffic flow. If the study recommends restriping, the project sponsor shall fund SFMTA's cost of the design and implementation of the restriping.	Project Sponsor; SFMTA	Prior to second year of operation of the event center	OCII; SFMTA	Include in MMRP Annual Report; Complete upon completion of Restriping Study; Restriping of Mariposa Street if recommended

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TABLE B - IMPROVEMENT MEASURES

IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Noise and Vibration, SEIR Section 5.3				
I-NO-1: Mission Bay Good Neighbor Construction Noise Policy The project sponsor shall comply with the Mission Bay Good Neighbor Policy and limit all extreme noise-generating construction activities to 8:00 a.m. to 5:00 p.m., Monday through Friday. No pile driving or other extreme noise generating activity is permitted on Saturdays, Sundays, and holidays.	Project Sponsor	Ongoing during construction	OCII	Include in MMRP Annual Report; Complete upon completion of construction
Greenhouse Gas Emissions, SEIR Section 5.5				
I-C-GG-1: Purchase Voluntary Carbon Credits <i>Construction Emissions:</i> No later than six (6) months after the issuance of a Temporary Certificate of Occupancy for the project, the project sponsor shall provide to the Office of Community Investment and Infrastructure (OCII), a calculation of the net additional emissions resulting from the construction of the project, to be calculated in accordance with the methodology agreed upon by the California Air Resources Board (CARB) in connection with the AB 900 certification of the project. The project sponsor shall provide courtesy copies of the calculations to CARB and the Governor's office promptly following transmittal of the calculations to OCII. The project sponsor shall enter into one or more contracts to purchase voluntary carbon credits from a qualified greenhouse gas emissions broker in an amount sufficient to offset the construction emissions. The project sponsor shall provide courtesy copies of any such contracts to the ARB and the Governor's office promptly following the execution of such contracts.	Project Sponsor	No later than six months after the issuance of a Temporary Certificate of Occupancy for the project	OCII	Include in MMRP Annual Report; Complete upon OCII receipt of supporting documentation
<i>Operational Emissions:</i> No later than six (6) months after project stabilization, to be defined as the date following project completion when the project is 90 percent leased and occupied (and with respect to the arena component, 90 percent of the available booking dates are utilized), the project sponsor shall submit to OCII a projection of operational emissions arising from the project, based on data accumulated to that date and reasonable projections of operational emissions for the useful life of the project (30 years), to be calculated in accordance with the methodology agreed upon by CARB in connection with the AB 900 certification of the project. The project sponsor shall provide	Project Sponsor	No later than six months after project stabilization, to be defined as the date following project completion when the project is 90 percent leased and occupied (and with respect to the arena component, 90 percent of the available booking dates are utilized)	OCII	Include in MMRP Annual Report; Complete upon OCII receipt of supporting documentation

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TABLE B – IMPROVEMENT MEASURES

IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Greenhouse Gas Emissions, SEIR Section 5.5 (cont.)				
courtesy copies of the calculations to CARB and the Governor's office promptly following transmittal of the calculations to OCII. The project sponsor shall enter into one or more contracts to purchase voluntary carbon credits from a qualified greenhouse gas emissions broker in an amount sufficient to offset the operational emissions, on a net present value basis in light of the fact that the project sponsor is proposing to acquire such credits in advance of any creation of the emissions subject to the offset. The project sponsor shall provide courtesy copies of any such contracts to CARB and the Governor's office promptly following the execution of such contracts.				

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Transportation and Circulation, SEIR Section 5.2		
Impact TR-1: The proposed project would not result in construction-related ground transportation impacts because of their temporary and limited duration.	LS	<ul style="list-style-type: none"> San Francisco Municipal Transportation Agency Parking and Traffic Regulations for Working in San Francisco Streets (The Blue Book), 8th Edition
Impact C-TR-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative construction-related ground transportation impacts.	LS	<ul style="list-style-type: none"> San Francisco Municipal Transportation Agency Parking and Traffic Regulations for Working in San Francisco Streets (The Blue Book), 8th Edition
Noise and Vibration, SEIR Section 5.3		
Impact NO-2: Construction of the proposed project would not expose people to or generate noise levels in excess of standards established in the local general plan, noise ordinance, or applicable standards of other agencies.	LS	<ul style="list-style-type: none"> San Francisco Police Code Article 29 (Regulation of Noise).
Impact NO-4: Operation of the proposed project could result in exposure of persons to or generation of noise levels in excess of standards established in the <i>San Francisco General Plan</i> or San Francisco Noise Ordinance.	LSM	<ul style="list-style-type: none"> San Francisco Police Code Article 29 (Regulation of Noise).
Air Quality, SEIR Section 5.4		
Impact NO-2: Construction of the proposed project would not expose people to or generate noise levels in excess of standards established in the local general plan, noise ordinance, or applicable standards of other agencies.	LS	<ul style="list-style-type: none"> San Francisco Police Code Article 29 (Regulation of Noise).
Impact AQ-1: Construction of the proposed project would generate fugitive dust and criteria air pollutants, which would violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.	SUM	<ul style="list-style-type: none"> San Francisco Health Code Article 22B and San Francisco Building Code Section 106.A.3.2.6 (Construction Dust Control Ordinance)
Greenhouse Gas Emissions, SEIR Section 5.5		
Impact C-GG-1: The proposed project would generate greenhouse gas emissions, but not at levels that would result in a significant impact on the environment or conflict with any policy, plan, or regulation adopted for the purpose of reducing greenhouse gas emissions.	LS	<ul style="list-style-type: none"> San Francisco Environment Code Section 427 (Commuter Benefits Ordinance) San Francisco Environment Code Section 427(d) (Emergency Ride Home Program) Mission Bay South Transportation Management Program (established by 1998 Mission Bay FSEIR Mitigation Measure E.47 and contains provisions equivalent to San Francisco Planning Code Section 163) San Francisco Planning Code Section 411 (Transit Impact Development Fee)

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TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Greenhouse Gas Emissions, SEIR Section 5.5 (cont.)		
Impact C-GG-1 (cont.)		<ul style="list-style-type: none"> • Mission Bay South Redevelopment Plan and Mission Bay South Owner Participation Agreement, affordable housing requirements (contains provisions equivalent to San Francisco Planning Code Section 413 Jobs Housing Linkage Program) • San Francisco Green Building Code Section 5.103.1.10 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Section 5.106.5 (Fuel Efficient Vehicle and Carpool Parking) • San Francisco Green Building Code Section 5.201.1.1 (Energy Efficiency) • San Francisco Green Building Code Section 5.103.1.4 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Sections 5.410 (Commissioning of Building Energy Systems) • San Francisco Public Works Code Article 4.2, Section 147 (Storm Water Management) • San Francisco Green Building Code Section 5.103.1.2 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Section 5.303.2 (Reduction of Water Use) • San Francisco Administrative Code, Chapter 63 (Water Efficient Irrigation Ordinance) • San Francisco Green Building Code Section 5.103.1.5 (Renewable Energy) • San Francisco Environment Code, Chapter 19 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Section 5.410.1 (Mandatory Recycling and Composting) • San Francisco Environment Code, Chapter 14, San Francisco Building Code Chapter 13B, San Francisco Health Code Section 288 (Construction and Demolition Debris Recovery Ordinance) • San Francisco Green Building Code Section 5.103.1.3 (Construction and Demolition Debris Recycling) • Mission Bay Street Tree Master Plan, tree planting requirements (contains provisions equivalent to San Francisco Planning Code Section 138.1) • California Green Building Code, Section 5.106.8 (Light Pollution Reduction) • San Francisco Public Works Code Article 4.2, Section 146 (Construction Site Runoff Control) • California Green Building Code, Sections 5.508.1.2 and 5.508.2 (Enhanced Refrigerant Management) • California Green Building Code, Section 5.504.4 (Finish Material Pollutant Control: Low-emitting Adhesives, Sealants, Caulks, Paints, Coatings, Composite wood, and Flooring) • San Francisco Building Code Section 3111.3; California Green Building Code, Section 5.503.1 (Wood Burning Fireplace Ordinance) • San Francisco Health Code, Article 30 (Regulation of Diesel Backup Generators)

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TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Utilities and Service Systems, Initial Study Section E11 and SEIR Section 5.7		
Impact UT-1: The City's water service provider would have sufficient water supply available to serve the project from existing entitlements and resources, and would not require new or expanded water supply resources or entitlements.	LS	<ul style="list-style-type: none"> Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures (Water Efficiency) San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Water Efficiency)
Impact UT-3: The proposed project would be served by landfills with sufficient permitted capacity to accommodate the project's solid waste disposal needs.	LS	<ul style="list-style-type: none"> San Francisco Zero Waste Goal (75 Percent Waste Diversion from Landfills) San Francisco Construction and Demolition Waste Ordinance No. 27-06 (Recycling of Construction and Demolition Debris) San Francisco Food Service Waste Reduction Ordinance (Ban on Polystyrene Containers; Requires Recyclable Containers) San Francisco Mandatory Recycling and Composting Ordinance No. 100-09 (Separation of Waste Types) San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Diversion of Demolition Debris)
Impact UT-4: The proposed project would comply with federal, state, and local statutes and regulations related to solid waste.	LS	<ul style="list-style-type: none"> California Integrated Waste Management Act of 1989 (Diversion of Wastes from Landfills) San Francisco Construction and Demolition Waste Ordinance No. 27-06 (Recycling of Construction and Demolition Debris) San Francisco Mandatory Recycling and Composting Ordinance No. 100-09 (Separation of Waste Types) San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Diversion of Demolition Debris)
Impact C-UT-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative utilities and service systems impacts (water supply and solid waste).	LS	<ul style="list-style-type: none"> Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures (Water Efficiency) San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Water Efficiency and Diversion of Demolition Debris) California Integrated Waste Management Act of 1989 (Diversion of Wastes from Landfills) San Francisco Construction and Demolition Waste Ordinance No. 27-06 (Recycling of Construction and Demolition Debris) San Francisco Mandatory Recycling and Composting Ordinance No. 100-09 (Separation of Waste Types)

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TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Hydrology and Water Quality, Initial Study Section E15 and SEIR Section 5.9		
Impacts HY-1: The project would not violate water quality standards or otherwise substantially degrade water quality with respect to construction activities, including construction dewatering.	LS	<ul style="list-style-type: none"> General NPDES Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ (Erosion) San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges)
Impact HY-1a: The project would not violate water quality standards or otherwise substantially degrade water quality with respect to construction-related dewatering.	LS	<ul style="list-style-type: none"> San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges) VOC and Fuel General NPDES permit, Order Number R2-2012-0012 (Groundwater Discharges)
Impact HY-3: The project would not alter the existing drainage pattern of the area in a manner that would result in substantial erosion, siltation, or flooding on- or off-site, and the project would not substantially increase the rate or amount of surface runoff that would result in flooding on- or off-site.	LS	<ul style="list-style-type: none"> San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) San Francisco Storm Water Design Guidelines (Storm Water Discharges)
Impact HY-5: The project would not expose people or structures to a significant risk of loss, injury or death involving inundation by seiche or tsunami.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 16 – Structural Design San Francisco Building Inspection Commission Code, Building Code, Chapter 16 - Structural Design
Impact HY-6: Operation of the proposed project could exceed the wastewater treatment requirements of the NPDES permit for the SEWPCP, violate water quality standards or waste discharge requirements, otherwise substantially degrade water quality as a result of changes in wastewater and storm water discharges to the Bay, or exceed the capacity of the separate storm water system constructed in Mission Bay, or provide a substantial source of polluted runoff. Operation of the proposed project would not contribute to a substantial increase in combined sewer discharges.	LSM	<ul style="list-style-type: none"> NPDES Permit No. CA0037664, Order No. R2-2013-0029, for City and County of San Francisco Southeast Water Pollution Control Plant, North Point Wet Weather Facility, Bayside Wet Weather Facilities and Wastewater Collection System (Contribution to Combined Sewer Discharges and Effluent Discharges from SEWPCP) San Francisco Public Works Code, Article 4.1 (Effluent Discharges from SEWPCP) General NPDES Permit for the Discharge of Storm Water from Small Municipal Separate Storm Sewer System (MS4s), SWRCB Order No. 2003-0005-DWQ (Storm Water Discharges) San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) San Francisco Storm Water Design Guidelines (Storm Water Discharges) San Francisco Health Code, Article 6, Garbage and Refuse (Litter)
Impact C-HY-1: The project, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not result in a considerable contribution to cumulative impacts on hydrology and water quality with respect to construction activities, dewatering, groundwater supplies, drainage pattern, flooding, seiche or tsunami.	LS	<ul style="list-style-type: none"> General NPDES Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ (Erosion) San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges) VOC and Fuel General NPDES permit, Order Number R2-2012-0012 (Groundwater Discharges) (Per Impact HY-1a)

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TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Hydrology and Water Quality, Initial Study Section E15 and SEIR Section 5.9 (cont.)		
Impact C-HY-1 (cont.)		<ul style="list-style-type: none"> San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) San Francisco Storm water Design Guidelines (Storm Water Discharges) Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 16 – Structural Design (Tsunami) San Francisco Building Inspection Commission Code, Building Code, Chapter 16 - Structural Design (Tsunami)
Impact C-HY-2: The proposed project, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not exceed the wastewater treatment requirements of the NPDES permit for the SEWPCP; violate water quality standards or waste discharge requirements, or otherwise substantially degrade water quality as a result of changes in wastewater and storm water discharges to the Bay; or exceed the capacity of the separate storm water system constructed in Mission Bay, or provide a substantial source of polluted runoff. Cumulative wet weather flows would not contribute to an increase in combined sewer discharges.	LS	<ul style="list-style-type: none"> NPDES Permit No. CA0037664, Order No.R2-2013-0029, for City and County of San Francisco Southeast Water Pollution Control Plant, North Point Wet Weather Facility, Bayside Wet Weather Facilities and Wastewater Collection System (Contribution to Combined Sewer Discharges and Effluent Discharges from SEWPCP) San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges) General NPDES Permit for the Discharge of Storm Water from Small Municipal Separate Storm Sewer System (MS4s), SWRCB Order No. 2003-0005-DWQ (Storm Water Discharges) San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) San Francisco Storm Water Design Guidelines (Storm Water Discharges) San Francisco Health Code, Article 6, Garbage and Refuse (Litter)
Cultural and Paleontological Resources, Initial Study Section E4		
Impact CP-4: The proposed project would not disturb any human remains, including those interred outside of formal cemeteries.	LS	<ul style="list-style-type: none"> California Public Resources Code Section 5097.98; California Administrative Code, Title 14, Section 15064.5(d) and (3). (Proper Notification and Internment of Human Remains)
Geology and Soils, Initial Study Section E14		
Impact GE-1: The proposed project would not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving rupture of a known earthquake fault, seismic ground shaking, seismically-induced ground failure, or landslides.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 16 – Structural Design and Chapter 18 – Soils and Foundations San Francisco Building Inspection Commission Code, Building Code, Chapter 16 - Structural Design Seismic Hazards Mapping Act of 1990 (Assessment and Mitigation of Liquefaction Hazards)
Impact GE-2: The project would not result in substantial erosion or loss of top soil.	LS	<ul style="list-style-type: none"> General NPDES Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ
Impact GE-3: The project would not be located on a geologic unit or soil that is unstable, or that could become unstable as a result of the project.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code (Chapter 18 – Soils and Foundations) San Francisco Health Code, Article 12B (Installation of Geotechnical Borings)

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TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Geology and Soils, Initial Study Section E14 (cont.)		
Impact GE-4: The project would not create substantial risks to life or property as a result of location on expansive soils or other problematic soils.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 18 – Soils and Foundations
Impact C-GE-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative impacts related to geologic hazards.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code (Chapter 16 – Structural Design, Chapter 18 – Soils and Foundations) San Francisco Building Inspection Commission Code, Building Code (Chapter 16, Structural Design) Seismic Hazards Mapping Act of 1990 (Assessment and Mitigation of Liquefaction Hazards) General Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ
Hazards and Hazardous Materials, Initial Study Section E16		
Impact HZ-1: The project could create a significant hazard through routine transport, use, or disposal of hazardous materials or result in a substantial risk of upset involving the release of hazardous materials.	LSM	<ul style="list-style-type: none"> San Francisco Health Code, Article 21, Hazardous Materials San Francisco Health Code, Article 21a, Risk Management Program (Regulated Substances) San Francisco Health Code, Article 22, Hazardous Waste Management Asbestos Airborne Toxic Control Measure (Asbestos ATCM) for Construction, Grading, Quarrying, and Surface Mining Operations (Equivalent to FSEIR Mitigation Measure M-HZ-1b)
Impact HZ-2: The project would be located on a site identified on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5. Excavation could also require the handling of potentially contaminated soil and groundwater, potentially exposing workers and the public to hazardous materials, or resulting in a release into the environment during construction.	LSM	<ul style="list-style-type: none"> Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Risk Management Plan, Mission Bay Area, San Francisco, California. May 11, 1999. Environ Corporation Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Revised Risk Management Plan, Former Petroleum Terminals and Related Pipelines Located at Pier 64 and Vicinity, City and County of San Francisco, California. August 2006, BBL Environmental Services, Inc. San Francisco Health Code, Article 22a, Analyzing Soils for Hazardous Waste
Impact HZ-3: The project would not impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan or expose people or structures to a significant risk of loss, injury or death involving fires.	LS	<ul style="list-style-type: none"> San Francisco Fire Code, Section 12.202(e)(1) (Fire and Emergency Procedures)
Impact C-HZ-1: The project, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not result in a considerable contribution to cumulative impacts related to hazardous materials.	LS	<ul style="list-style-type: none"> San Francisco Health Code, Article 21, Hazardous Materials San Francisco Health Code, Article 21a, Risk Management Program (Regulated Substances) San Francisco Health Code, Article 22, Hazardous Waste Management San Francisco Health Code, Article 22a, Analyzing Soils for Hazardous Waste

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TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Hazards and Hazardous Materials, Initial Study Section E16 (cont.)		
Impact C-HZ-1 (cont.)		<ul style="list-style-type: none"> Asbestos Airborne Toxic Control Measure (Asbestos ATCM) for Construction, Grading, Quarrying, and Surface Mining Operations Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Risk Management Plan, Mission Bay Area, San Francisco, California. May 11, 1999. Environ Corporation Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Revised Risk Management Plan, Former Petroleum Terminals and Related Pipelines Located at Pier 64 and Vicinity, City and County of San Francisco, California. August 2006, BBL Environmental Services, Inc.
Minerals and Energy Resources, Initial Study Section E17		
Impact ME-1: The project would not result in the use of large amounts of fuel, water, or energy, or use these in a wasteful manner.	LS	<ul style="list-style-type: none"> Title 24 of the California Administrative Code, Part 6, Building Energy Efficiency Standards (Operational Electricity and Natural Gas Use) Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements
Impact C-ME-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative impacts on energy resources.	LS	<ul style="list-style-type: none"> Title 24 of the California Administrative Code, Part 6, Building Energy Efficiency Standards (Operational Electricity and Natural Gas Use) Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements

MITIGATION MONITORING & REPORTING PROGRAM

TABLE D – TRANSPORTATION MANAGEMENT PLAN MONITORING AND REPORTING PROGRAM SUMMARY

MANAGEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	MANAGEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation Management Plan (TMP) and updates	Project Sponsor; SFMTA	Various	OCII	Periodic TMP Updates Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor
Travel Demand Management Plan (TMP Chapter 4, Sections 4.1, 4.2, and 4.3)	Project Sponsor	First year of event center operation, and reviewed and revised annually thereafter	OCII	Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor
Local/Hospital Access Plan A Local/Hospital Access Plan (L/HAP) to facilitate movements in and out to residents and employees in the UCSF and Mission Bay Area would be implemented for the pre-event period for all large weekday evening events at the event center (i.e., those events with more than 12,500 attendees that start between 6:00 and 8:00 p.m.). The L/HAP would be configured to discourage event attendees arriving by car from using portions of Fourth Street, Owens Street, UCSF campus internal roads such as Nelson Rising Lane, Campus Lane, Fifth Street, and local residential streets. As part of the L/HAP, special temporary and permanent signage would be positioned at appropriate locations to direct event traffic towards designated routes in order to access off-street parking facilities serving the event center and away from streets within the Local/Hospital Access Plan network. In addition, three PCOs would be stationed at key intersections (i.e., Fourth/16th, Owens/Mission Bay Traffic Circle, and Fourth/Nelson Rising Lane) before the start of an event to facilitate local driver access to their destinations. These three additional PCOs would also be available after the event to be positioned at the most effective locations to direct outbound pedestrians, bicyclists, and vehicles, as determined by the PCO Supervisor.	SFMTA	Pre event period for any weekday project event that starts between 6:00 and 8:00 p.m. with more than 12,500 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Muni Special Event Transit Service Plan (TMP Chapter 4, Section 4.4)	SFMTA	All project events; different Transit Service Plan levels depending on attendance	OCII; SFMTA	Review of conditions during events by Muni Service Planning Supervisor

MITIGATION MONITORING & REPORTING PROGRAM

TABLE D – TRANSPORTATION MANAGEMENT PLAN MONITORING AND REPORTING PROGRAM SUMMARY

MANAGEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	MANAGEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
No Event Transportation Management Condition (TMP Chapter 6, Section 6.1)	SFMTA	On days without events at the event center,	OCII; SFMTA	PCOs during regular rounds
Small to Medium (Convention) Event Transportation Management Condition (TMP Chapter 6, Section 6.2)	Project Sponsor; SFMTA	Any daytime convention event or small daytime or evening event with less than 12,500 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Medium to Large (Concert) Event Transportation Management Condition (TMP Chapter 6, Section 6.3)	Project Sponsor; SFMTA	Any evening event with between 12,500 and 16,000 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Peak Event Transportation Management Condition (TMP Chapter 6, Section 6.4)	Project Sponsor; SFMTA	Any evening event with more than 16,000 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Overlapping Events Transportation Management Plan (TMP Chapter 6, Section 6.5 and Section 2.2.5)	Project Sponsor; SFMTA	Any event with more than 12,500 attendees overlapping with an event at AT&T Park with more than 40,000 attendees. For daytime or evening overlaps.	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Communication (TMP Chapter 9)	Project Sponsor; SFMTA; DPW	Prior to project opening, and periodic review annually	OCII; SFMTA	TMP monitoring by SFMTA Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor
Monitoring, Refinement, and Performance Standards (TMP Chapter 10)	Project Sponsor	First year of event center operation, and reviewed and revised annually thereafter	OCII; SFMTA	TMP monitoring by SFMTA Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor

EXHIBIT 4

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November 2, 2015

Tiffany Bohee, OCII Executive Director
c/o Brett Bollinger, San Francisco Planning Department
via email warriors@sfgov.org

Subject: Warriors Event Center & Mixed Use Development
Inconsistency with Mission Bay South Redevelopment Plan
'Secondary Use' Classification

Dear Director Bohee and Mr. Bollinger:

The Mission Bay Alliance (the Alliance) contends that the Warriors' Event Center is unlawfully inconsistent with every use allowed by the Mission Bay South Redevelopment Plan (the Plan). Although the Alliance raised this issue in comments on the Draft Subsequent EIR (DSEIR), both the Responses to Comments in the Final SEIR and OCII's findings of project consistency remain materially inadequate.

The Plan designates uses allowed at a 'Commercial Industrial/Retail' site. The Alliance notes that while OCII now concedes that a sports arena is not within the scope of allowed 'principal uses' in that zoning, OCII contends that an arena is consistent with 'secondary uses.' As this letter will explain, all such secondary uses are similarly and demonstrably insufficient to permit the Warriors' sports arena.

Nighttime Entertainment. The Initial Study concluded, in error, that the DSEIR did not need to address land use issues — at all. It asserted that the entire Event Center, including the sports arena use, somehow met the secondary 'Nighttime Entertainment' use analyzed in the 1998 Plan EIR. Secondary uses were then generally referenced in the DSEIR (*e.g.*, pp. 3-8, 3-51, 4-5, 5.2-115), but there was no discussion of which category of secondary use would be allocated to the Event Center, inferring acceptance of the Nighttime Entertainment category.

The Plan describes Nighttime Entertainment in terms of small-scale local uses like dance halls, bars, nightclubs, discotheques, nightclubs, private clubs, and

restaurants. (Plan, p. 50.) At the time of the 1998 EIR, several small neighborhood bars occasionally offered nighttime entertainment, consistent with the secondary use category. Such minor uses were compatible with the 3rd Street Corridor and the waterfront. Clearly, no mammoth regional entertainment venue was anticipated in Mission Bay South and no such use was considered in the 1998 Plan EIR.

And while professional basketball games are held at night, the Event Center also projects 31 annual events “related to conventions, conferences, civic events, corporate events and other gatherings,” with an estimated attendance of between 9,000 and 18,500 patrons. “[T]he majority of events are expected to occur during day time hours.” Such events are not ‘Nighttime Entertainment.’

The Director’s currently-proposed findings that the sports arena is ‘Nighttime Entertainment’ contemplated as a secondary use in the Plan are unsupported. The findings fail to match the scope and impacts of a professional sports venue with the analysis or description of uses in the Plan or in the 1998 EIR. The findings are fatally conclusory; that somehow a professional sports venue would be “similar” to a nightclub or bar use in the ‘Nighttime Entertainment’ category “because” it will serve alcohol, provide amplified live entertainment, and provide a venue for evening gatherings. The findings fail to address the core inconsistency of a regional sports arena with the intent of the adopted Plan and the Design for Development, which focus on commercial entertainment uses in Mission Bay North to complement the Giants’ ballpark.

OCII’s reliance on the negative; to wit, that the ‘Nighttime Entertainment’ secondary use has no specific size limitations, is not enough. The Plan provides for the continued development of Mission Bay South as a walkable urban community intended to facilitate world-class medical and biotechnology development. The Event Center project violates the Plan Area Map carefully designed in classic, walkable Vara Blocks. (Plan, Attachment 2, p. 40.) Neither the Plan nor the Design for Development contemplate any uses comparable in scope or impact to the Event Center as ‘Nighttime Entertainment.’

That being said, in fact in the Final SEIR and as reflected in the proposed Plan consistency findings, OCII now implicitly agrees with the Alliance that the ‘Nighttime Entertainment’ secondary use standing alone does not encompass a sports arena. Now, OCII additionally relies on the Plan’s alternate ‘secondary uses.’ No such uses are consistent with the Plan, as explained below.

Recreation Building. One of the Plan's secondary use categories is for an undefined 'Recreation building.' (Plan, p. 15.) The Plan describes 'Outdoor Recreation' as "an area, not within a building, which is provided *for the recreational uses of patrons* of a commercial establishment." (Plan, p. 50, italics added.)

OCII's proposed findings as to the 'Recreation building' category stretch the regional sports arena use not only beyond what was contemplated by the Plan or studied in the 1998 EIR, but beyond logic. To state the obvious: there is a difference between 'recreation' and 'entertainment.' Both involve enjoyment and leisure, and may involve ancillary eating and drinking, and the Alliance has no quarrel with the Director's reference to recreation as "something people do to relax or have fun; activities done for enjoyment." (OCII Proposed Secondary Use Determination, p. 6.) But myriad dictionary definitions confirm and it cannot readily be denied that 'recreation' is commonly understood to involve one's personal physical activities while 'entertainment' refers to events or performances designed to entertain others.

None of the Plan's various references to 'entertainment' include athletic activities normally considered 'recreation:' Adult Entertainment [bookstore or theater], Amusement Enterprise [video games], Bar [drinking and theater], Theater [movies and performance]. (Plan, Attachment 5, pp. 44-51.) Consistently, the 1998 EIR's discussion of 'recreational' land uses focused in turn on open space, bicycles, parks, and water-based activities. (Mission Bay EIR, Volume IIB, pp. V.M. 15-28.).

In context, the Plan's reference to 'Recreation building' as a secondary use contemplates participatory recreational uses like the 'recreation facilities' referenced in the 1998 Plan EIR for the existing golf driving range and in-line hockey rink, with the expressed expectation that the size of recreational 'facilities' would decrease as redevelopment of the Plan area progressed. (OCII Proposed Secondary Use Determination, p. 6.)

Reliance on the secondary use of 'Recreation building' is unsupported.

Public Structure or Use of a Nonindustrial Character. As presented in the Plan, the category of "other secondary uses" labeled 'Public structure or use of a nonindustrial character' references *one* secondary use, not *two*. (Plan, p. 13.) The use is required to be public, and either a structure *or* a use.

The interpretation urged by the Director is, again, strained beyond the plain words of the Plan. 'Public' is not defined in the Plan and so its common meaning is assumed. But as proposed in the consistency findings, OCII interprets a 'public' use as simply requiring that the public be somehow 'served.' That would encompass every kind of principal and secondary use listed in the Plan, from child care to animal care to hotel, *etc.*, and renders the category meaningless: *i.e.*, "Any use is ok."

Instead, a public structure or use is commonly understood to be under the control and management of a public agency for the benefit of its constituency — such as the University of California¹ or the City of San Francisco. The Plan provides a description of a range of anticipated public improvements in Attachment 4. This list includes both public buildings and public uses. None of the public improvements listed in Attachment 4 include anything like a private professional sports arena.

The Event Center is a private project and is not within the scope of the secondary use category for a public structure or use of a nonindustrial character.

Director's Findings. As explained, the sports arena uses that are the impetus for the Event Center project are not allowed by the Plan's allowed principal or secondary uses. An allowed use is prerequisite for a finding of Plan consistency. The Alliance will not belabor the myriad other inconsistencies with the Plan's objectives, design, incompatibility with UCSF, and creation of significant environmental impacts, as those have been described in the DSEIR comments and throughout the administrative record, but hereby objects to their insufficiencies and lack of supporting substantial evidence for the Plan consistency finding.

Consideration of the Event Center project must be preceded by amendment of the Plan to be consistent with the delineated principal and secondary uses and the adopted Plan Area Map of the Mission Bay South Redevelopment Plan.

Thank you.

Sincerely yours,



Susan Brandt-Hawley
Attorney for Mission Bay Alliance

¹ See attached 2005 Resolution and Secondary Use finding regarding the "UCSF hospital" as a "public structure or use of a non-industrial character" for "a public body specifically created by the California Constitution."

RESOLUTION NO. 176-2005

Adopted November 1, 2005

APPROVING A MEMORANDUM OF UNDERSTANDING WITH THE REGENTS OF THE UNIVERSITY OF CALIFORNIA, A CALIFORNIA PUBLIC CORPORATION, AND ACKNOWLEDGING THE EXECUTIVE DIRECTOR'S FINDINGS OF CONSISTENCY WITH THE MISSION BAY SOUTH REDEVELOPMENT PLAN, FOR THE EXPANSION OF UCSF FACILITIES IN THE MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA

BASIS FOR RESOLUTION

1. On September 17, 1998, by Resolution No. 193-98, the Redevelopment Agency of the City and County of San Francisco's (the "Agency") Commission (the "Agency Commission") conditionally approved the Mission Bay South Owner Participation Agreement (the "South OPA") and related documents between Catellus Development Corporation (the "Owner") and the Agency for development in the Mission Bay South Redevelopment Project Area (the "Project Area").
2. On November 2, 1998, the Board of Supervisors of the City and County of San Francisco (the "Board") by Ordinance No. 335-98 approved and adopted the Redevelopment Plan for the Mission Bay South Redevelopment Project Area (the "Plan"). The Board's adoption of the Plan satisfied the conditions to the effectiveness of Agency Resolution No. 193-98.
3. On November 16, 1998, the Agency entered into the South OPA with the Owner. The South OPA sets forth phasing principles that govern the development of property in the Project Area. Those principles include the Owner's obligations to deliver to the Agency affordable housing sites as market rate housing is built in the Project Area. They also include the Owner's commitments to construct public open space and other public infrastructure adjacent to – or otherwise triggered by – development on any of the private parcels governed by the South OPA.
4. Under the South OPA and the related Mission Bay South Tax Increment Allocation Pledge Agreement (the "Pledge Agreement"), dated as of November 16, 1998, between the Agency and the City and County of San Francisco (the "City"), approximately 20% of the total property tax increment (plus certain excess tax increment) generated by development in the Project Area is contractually dedicated to develop affordable housing units on parcels that the Owner will contribute to the Agency, to achieve the affordable housing program contemplated by the Plan.

5. The South OPA requires the Owner to construct the public infrastructure directly related to each of the major phases in accordance with the incremental build-out of each project. Under the South OPA and the Pledge Agreement, the Agency is obligated to fund, repay or reimburse the Owner, subject to certain conditions, for the direct and indirect costs of constructing the infrastructure. The Agency has established a Community Facilities District ("CFD") for infrastructure in the Project Area. The Agency has also established a separate CFD to pay the costs of maintaining the public open space in the Project Area.
6. The South OPA provides that as a condition to any transfer of property in the Project Area, the Owner must obtain the agreement of the transferee to assume all of Owner's obligations under the South OPA with respect to the transferred parcels.
7. The Project Area includes an approximately 43-acre biomedical research and educational campus site (the "Campus Site") for the University of California, San Francisco ("UCSF"). UCSF has already invested about \$675 million on projects completed or underway on the Campus Site within the Plan Area and has plans to invest another \$225 million on projects in design.
8. The Regents of the University of California, a California public corporation ("The Regents") wishes to lease or acquire, and the Owner wishes to transfer Parcels 36, 37, 38 and 39 in the Project Area, comprising approximately 9.65 acres of land for the possible expansion of UCSF in Mission Bay (the "Expansion Parcels"). These parcels are not part of the 43 acres that the Plan originally designated as the Campus Site.
9. On November 30, 2004, The Regents released proposed amendments in draft form to its long range development plan, as LRDP Amendment #2. Those amendments contemplate an expansion of UCSF facilities onto the Expansion Parcels, including the possibility of developing by 2012 new integrated specialty Children's, Women's and Cancer hospitals containing about 210 beds, together with ambulatory and research facilities. In March 2005, The Regents approved LRDP Amendment #2 (the "Project") and certified a related final environmental impact report (the "LRDP #2 FEIR") which analyzed the environmental effects of the proposed UCSF development on the Expansion Parcels. Copies of the LRDP #2 FEIR are on file with the Agency Secretary.
10. The Owner and The Regents have entered into an Option Agreement and Grant of Option to Lease, dated as of January 1, 2005 (the "Option to Lease"), which provides that upon the satisfaction of certain conditions and the exercise by The Regents of its option (i) Catellus, as landlord, and The Regents, as tenant, will enter into a long-term ground lease of the Expansion Parcels (the "Lease") and (ii) the Owner and The Regents will at the same time enter into an Option Agreement and Grant of Option to Purchase (the

"Option to Purchase") under which The Regents will have an option to purchase the Expansion Parcels.

11. If The Regents exercises the Option to Lease within the option term, the Lease would allow for The Regents to develop up to 1,020,000 leasable square feet on the Expansion Parcels, provided that (a) any development of those parcels is the subject of further environmental review under the California Environmental Quality Act ("CEQA"), and (b) the Owner does not lose any of its entitled development potential for the balance of its land nor lose any of its other rights and privileges under the South OPA.
12. Pursuant to Section 302 of the Plan, the development of the contemplated UCSF facilities on the Expansion Parcels is permitted as a subset of "Other Uses" as a secondary use. Such secondary uses are permitted provided that such use generally conforms with redevelopment objectives and planning and design controls established pursuant to the Plan and based on certain findings of consistency by the Agency's Executive Director (the "Consistency Findings"). The Executive Director has made the Consistency Findings, and such findings are hereby incorporated herein by this reference as if fully set forth.
13. The City must make substantial improvements to San Francisco General Hospital ("SFGH") by 2013 and is evaluating a number of alternatives, including rebuilding on site and co-locating a new SFGH with new UCSF medical facilities in Mission Bay.
14. As a State agency, The Regents is exempt under the State Constitution from local land use regulation and property taxes to the extent it uses property exclusively in furtherance of its educational mission.
15. The Agency, City and The Regents negotiated a non-binding term sheet to guide the preparation of final transactional and related documents, such as a Disposition and Development Agreement ("DDA") for The Regents to acquire property for, and to construct and subsidize, affordable housing for low-income workers of UCSF, which DDA is being considered by the Agency Commission concurrently with this Resolution, pursuant to Resolution No. 160-2005, and provided terms for a Memorandum of Understanding regarding design standards and cooperation on the development of the Expansion Parcels (the "MOU"). The Agency Commission approved the non-binding term sheet on May 17, 2005 by Resolution No. 81-2005.
16. The proposed MOU addresses, among other things: the potential loss of tax increment from the transfer of the Expansion Parcels to a tax-exempt entity; the obligations to build infrastructure associated with development on the Expansion Parcels; the potential assistance of UCSF in the planning of the co-location, if any, of SFGH with the new UCSF facilities; the standards for design review for construction on the Expansion Parcels; local hiring and

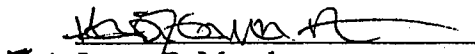
equal opportunity for jobs associated with the development on the Expansion Parcels; and other matters designed to provide the Agency and City with significant public benefits.

17. Agency staff is recommending that the Agency Commission approve the MOU, and the associated Consistency Findings.
18. The Agency Commission has reviewed and considered the information contained in the LRDP #2 FEIR.
19. The Agency Commission hereby finds that the MOU is an action in furtherance of the implementation of the Project for purposes of compliance with CEQA.
20. By Resolution 175-2005, the Agency Commission adopted environmental findings related to the LRDP #2 FEIR, pursuant to CEQA and the CEQA Guidelines (the "Findings"). Such Findings are made pursuant to the Agency's role as the responsible agency under CEQA for the Project. The Findings are hereby incorporated herein by this reference as if fully set forth.

RESOLUTION

ACCORDINGLY, IT IS RESOLVED by the Redevelopment Agency of the City and County of San Francisco that the findings of consistency with the Mission Bay South Redevelopment Plan are approved and the Executive Director is authorized to execute the "Expansion of UCSF Facilities in Mission Bay South Redevelopment Project Area (Blocks 36-39) Memorandum of Understanding", substantially in the form lodged with the Agency General Counsel; Mission Bay South Redevelopment Project Area.

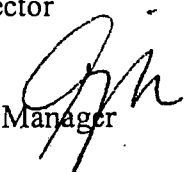
APPROVED AS TO FORM:


James B. Morales
Agency General Counsel

MEMORANDUM

126-03405-001
October 12, 2005

To: Marcia Rosen
Executive Director

From: Amy Neches 
Senior Project Manager

Re: Secondary Use Finding Recommendation for UCSF Hospital in Mission Bay South Redevelopment Area

Pursuant to a Term Sheet dated as of August 1, 2005 between the City, the Agency and The Regents of the University of California, which was endorsed by the Commission on May 17, 2005 (Resolution No. 81-2005), the Agency is considering agreements, including a Memorandum of Understanding ("MOU"), under which the University of California at San Francisco ("UCSF") may develop a hospital in the Mission Bay South Redevelopment Area ("Redevelopment Area").

The UCSF hospital would be located on Blocks 36-39 within the Commercial Industrial land use district of the Redevelopment Area, as described in the Mission Bay South Redevelopment Plan (the "Plan"). The UCSF hospital development may also include all or portions of Block X3 within the Commercial Industrial/Retail land use district. In both of these land use districts "public structure or use of a non-industrial character" is permitted as a subset of "Other Uses" as a secondary use.

The University of California, of which UCSF is a component, is a public body specifically created by the California Constitution. A hospital or medical center is described in §790.44 of the San Francisco Planning Code as a "public or private institutional use which provides medical facilities for inpatient care, medical offices, clinics, and laboratories." The proposed UCSF hospital development will include these components. The hospital will not including manufacturing, warehousing, or distribution of goods, and can reasonably be considered a "non-industrial use." This interpretation is supported by the San Francisco Planning Code, under which hospitals are permitted as a conditional use in all C districts and NC-3 districts.

Section 302 of the Plan provides as follows:

"Secondary uses shall be permitted in a particular land use district...provided that such use generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan and is determined by the Executive Director to make a positive contribution to the character of the Plan Area, based on

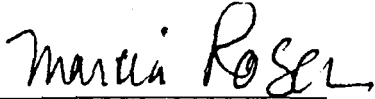
a finding of consistency with the following criteria: the secondary use, at the size and intensity contemplated and at the proposed location, will provide a development that is necessary or desirable for, and compatible with, the neighborhood or the community.”

Staff believes that the UCSF hospital is appropriate as a secondary use, based on the following:

- 1) The proposed hospital will be located on approximately 10 to 14 acres of land adjacent to the Mission Bay UCSF research campus that have been determined to be blighted and are affected by environmental contamination. UCSF plans close integration of its basic academic research activities with the teaching, research and patient care activities within the planned hospital. The plan for development of the UCSF hospital generally conforms to the Redevelopment Project Objectives as described in §103 of the Plan, particularly with objective A of eliminating blight and correcting environmental deficiencies, and objective B of retaining and promoting UCSF's research and academic activities within the City and County of San Francisco.
- 2) Under the MOU, the UCSF hospital development will generally conform to the planning and design controls established pursuant to the Plan, including the street layout, setbacks, and streetscape plan. To accommodate the needs of the hospital, the MOU will include specific adjustments to the existing height and bulk standards of the Commercial Industrial and Commercial Industrial/Retail land use zones of the Mission Bay South Design for Development. These changes will lower the maximum height of a hospital to 105 feet, compared to the existing 160 foot limit, but would allow for somewhat greater bulk in the mid-rise area. These changes have been studied and presented to the public at two well-noticed public meetings. In staff's opinion, the proposed adjustments represent reasonable variation from the existing standards, which will have little if any negative effect on the surrounding community in the context of overall Mission Bay development.
- 3) The hospital will contain no more development, as calculated under the Plan in leasable square feet, than would have been permitted under the principal uses permitted in these land use districts, and there will be no net increase in the overall size of development within the Redevelopment Area. The hospital will be developed on parcels that would otherwise likely have been developed with commercial office or life science/biotechnology uses. These uses would have been constructed in buildings of reasonably similar size and appearance as the proposed hospital use.
- 4) The proposed hospital will allow UCSF to continue to provide needed tertiary health care to the residents of San Francisco in a modern seismically safe hospital, and will assist UCSF in furthering its research and academic mission.

Based on these factors, staff believes that it is appropriate to make the finding of consistency cited above, and recommends that the Executive Director permit the development of the UCSF hospital as a secondary use in Mission Bay, subject to the approval of the MOU by the Commission.

Approved on October 12, 2005:

A handwritten signature in cursive script that reads "Marcia Rosen". The signature is written in dark ink and is positioned above a horizontal line.

Marcia Rosen
Executive Director

EXHIBIT 5

Law Offices of
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November 2, 2015 [2 of 2]

<p>By personal delivery at Nov. 3, 2015, hearing to:</p> <p>Commission on Community Investment and Infrastructure Attn: Claudia Guerra, Commission Secretary Office of Community Investment and Infrastructure 1 South Van Ness Avenue, 5th Floor San Francisco, CA 94103</p> <p>and email to: claudia.guerra@sfgov.org</p>	<p>By email to: warriors@sfgov.org:</p> <p>Ms Tiffany Bohee OCII Executive Director c/o Mr. Brett Bollinger San Francisco Planning Department 1650 Mission Street, Suite 400 San Francisco, CA 94103</p>
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Re: Warriors Arena Project: Violation of Variance Requirement.

Dear Ms Bohee and Mr. Bollinger:

This office represents the Mission Bay Alliance (“Alliance”), an organization dedicated to preserving the environment in the Mission Bay area of San Francisco, regarding the project known as the Event Center and Mixed Use Development at Mission Bay Blocks 29-32 (“Warriors Arena Project” or “Project”). The Mission Bay Alliance objects to approval of this Project and certification of the Project SEIR.

I write today regarding the OCII’s failure to require a variance or “variation” for this Project under section 305 of the Mission Bay South Redevelopment Plan (“Plan”). The November 2, 2015, letter from Susan Brandt-Hawley, my co-counsel for the Alliance, demonstrates this Project is not an allowable secondary use under the Plan. Thus, a variance is not available because, as shown by Brandt-Hawley, the Project “will change the land uses on this Plan.” (Plan, § 305.) However, in the alternative, if the Project is an allowable secondary use under the Plan, then the OCII must process this Project application as a variance and make the findings required by Plan section 305 before Project approval.

Both California and San Francisco planning law provide a process for landowners to obtain a “variance” from the “uniformity” of zoning limits that, while appropriate for the zone district in general, would impose undue hardship due to unique characteristics of a specific parcel. Government Code section 65906 governs the grant of zoning variances by municipalities and prohibits local agencies from granting “special privileges” to individual landowners. Similarly, San

Commission on Community Investment and Infrastructure
Ms Tiffany Bohee
Mr. Brett Bollinger
Re: Warriors Arena Project DSEIR: Violation of Variance Requirement
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Page 2

Francisco Planning Code, section 305, subdivision (a), provides that a variance permit must be approved for any exception to the requirements of the Planning Code. Subdivision (c) thereof mirrors the requirements of state law, and requires a finding that “owing to such exceptional or extraordinary circumstances the literal enforcement of specified provisions of this Code would result in practical difficulty or unnecessary hardship”

Similarly, the Plan includes a variance provision that reflects the same substantive requirements as Government Code section 65906 and Planning Code section 305:

The Agency may modify the land use controls in this Plan where, owing to unusual and special conditions, enforcement would result in undue hardships or would constitute an unreasonable limitation beyond the intent and purposes of these provisions. Upon written request for variation from the Plan’s land use provisions from the owner of the property, which states fully the grounds of the application and the facts pertaining thereto, and upon its own further investigation, the Agency may, in its sole discretion, grant such variation from the requirements and limitations of this Plan. The Agency shall find and determine that the variation results in substantial compliance with the intent and purpose of this Plan, provided that in no instance will any variation be granted that will change the land uses on this Plan.

(Plan, § 305.)

Because the Plan’s variance provision imposes virtually identical requirements as Planning Code section 305, both apply. (Plan, §’s 101 [“Regardless of any future action by the City or the Agency, whether by ordinance, resolution, initiative or otherwise, the rules, regulations, and official policies applicable to and governing the overall design, construction, fees, use or other aspect of development of the Plan Area shall be (i) this Plan and the other applicable Plan Documents, (ii) to the extent not inconsistent therewith or not superseded by this Plan, the Existing City Regulations and (iii) any new or changed City Regulations permitted under this Plan”]; 304.9.C.(iv)).

Here, the Project creates at least sixteen inconsistencies with the Design for Development (D4D). The OCII now proposes to amend the D4D, the Owner’s Participation Agreement (OPA), and other Plan documents to resolve these inconsistencies by, including but not limited to, raising maximum height limits from 90 to 135 feet, allowing a second 160+ foot tower, increasing bulk limits to accommodate the arena, and changing arena setbacks, street wall heights, view corridors, public rights of way, and parking standards. (See e.g., Draft SEIR, pp. 4-7 - 4-9, § 4.2.4; Proposed Resolution 2015, exhibit A; Memorandum to the OCII from Executive Director Tiffany Bohee for Items 5(a), 5(b), 5(c), 5(d) & 5(e) the November 3, 2015, CCII meeting agenda, pp. 4, 22.)

Even if the Project’s land uses are allowable secondary uses, these amendments “modify the land use controls in this Plan” as provided in Plan section 305. But the Project Sponsor has made

no showing that due to “unusual and special conditions, enforcement would result in undue hardships or would constitute an unreasonable limitation beyond the intent and purposes of these provisions.” (Plan, § 305.)

“Variances are, in effect, constitutional safety valves to permit administrative adjustments when application of a general regulation would be confiscatory or produce unique injury.” (Curtin’s California Land Use and Planning Law, p. 55.) Variance requirements also implement the State Planning and Zoning Law’s requirement of “uniformity” of zoning rules within zoning districts. (See Gov. Code, § 65852 [“All such [zoning] regulations shall be uniform for each class or kind of building or use of land throughout each zone, but the regulation in one type of zone may differ from those in other types of zones;” *Neighbors in Support of Appropriate Land Use v. Cnty. of Tuolumne* (2007) 157 Cal.App.4th 997, 1008 (*Neighbors*).) The State Planning and Zoning Law also requires vertical consistency between local agencies general plans, zoning ordinances, and land use permits. (Gov. Code, § 65860, subd. (c) [“County or city zoning ordinances shall be consistent with the general plan of the county or city... .”]; see *DeVita v. Cnty. of Napa* (1995) 9 Cal.4th 763, 772 [“A general plan is a ‘constitution’ for future development [citation omitted] located at the top of ‘the hierarchy of local government law regulating land use’”].)

California courts have vigorously enforced the requirements for granting a variance, and have developed extensive jurisprudence to corral the many stratagems local agencies have used to avoid its requirements. (See e.g., *Topanga Association v. County of Los Angeles* (1974) 11 Cal.3d 506, 511-12 (*Topanga*); *Orinda Assn. v. Board of Supervisors* (1986) 182 Cal.App.3d 1145, 1166 (*Orinda Assn*) [“A zoning scheme, after all, is similar in some respects to a contract ... If the interest of these parties in preventing unjustified variance awards for neighboring land is not sufficiently protected, the consequence will be subversion of the critical reciprocity upon which zoning regulation rests...”].)

Variance findings must focus on a comparison of the subject property to other properties in the zone district with which the variance is intended to bring it into parity, and the benefits to the community or “public interest” associated with a zoning exception are irrelevant. (*Orinda Assn, supra*, at p. 1166.) By amending the Plan documents to accommodate this Project, the OCII would cast these requirements aside and grant a “special privilege” to this Project Sponsor.

In *Neighbors*, rather than adopt a rezone or grant a variance, the County created a special exception to the zoning ordinance for one landowner by including it in a development agreement adopted under the development agreement law. (*Neighbors, supra*, 157 Cal.App.4th at p. 1003.) In rejecting this stratagem, the Court in *Neighbors* noted that there are limits on the power to rezone: “The foundations of zoning would be undermined, however, if local governments could grant favored treatment to some owners on a purely ad hoc basis ... [R]ezoning, even of the smallest parcels, still necessarily respects the principle of uniformity.” (*Id.* at pp. 1009-10.)

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A similar result occurred in *Trancas Prop. Owners Assn. v. City of Malibu* (2006) 138 Cal.App.4th 172 (*Trancas*). In *Trancas*, the court held an exemption from a city's zoning requirements accomplished by contract functionally resembled a variance, and held that "such departures from standard zoning by law require administrative proceedings, including public hearings ... followed by findings for which the instant [density] exemption might not qualify... Both the substantive qualifications and the procedural means for a variance discharge public interests. Circumvention of them by contract is impermissible." (Id. at p. 182.)

In sum, the OCII's proposed grant of zoning exceptions to this Project by way of amending the Plan documents rather than by variance violates the Plan, the variance requirements of the San Francisco Planning Code and state law, and the uniformity requirement of state law.

Thank you for your attention to this matter.

Very Truly Yours,



Thomas N. Lippe