MISSION BAY

MAJOR PHASE APPLICATION

Blocks 29-32

Fig. 1

THE GOLDEN STATE WARRIORS EVENT CENTER AND MIXED USE DEVELOPMENT

Pre-Submittal Draft Major Phase Application submitted by the Golden State Warriors to the Office of Community Investment and Infrastructure on December 10, 2014.

Above (Fig. 2): Rendering of Southeast Entry Plaza from Terry Francois Boulevard

Previous (Fig. 1): Aerial Rendering from the Southeast

Fig. 3: Aerial Rendering from Northeast

TABLE OF CONTENTS

TABLES AND FIGURES

Tables

Figures

EXECUTIVE SUMMARY

Project Description

The Golden State Warriors are submitting this Major Phase application for Blocks 29-32. At approximately 11 acres, Blocks 29-32 collectively represent one of the largest remaining development sites in San Francisco, and the ideal location for the Golden State Warriors' new, state-of-the-art multi-purpose Event Center. The approximately 18,000-seat Event Center will be the home of the Golden State Warriors' basketball team, and will host a variety of other activities including concerts, family shows, other sporting events, cultural and theatrical shows, conferences, and civic events. The site also includes substantial mixed-use development including office, retail, restaurants, structured parking, open public plaza spaces, and other amenities that will help to activate the site during non-event times.

The rectangular site is located on the eastern boundary of the Mission Bay South Redevelopment Project Area and is bounded by Third Street to the west, South Street to the north, Terry Francois Boulevard to the east, and 16th Street to the south. As provided under the San Francisco Bay Conservation and Development Commission ("BCDC") permit, development of Blocks 29-32 triggers the construction of the 5.5-acre Bayfront Park (P22), located just east of Blocks 29-32, by FOCIL-MB, Mission Bay's master developer.

Local transit and access-ways in the vicinity include the Muni T line (future Central subway connection), Caltrain, and the planned cycletrack on Terry Francois Boulevard. These resources are considered in a project-specific Transportation Management Plan (TMP) currently being prepared by the Golden State Warriors, which will outline plans for traffic control before and after Event Center events, introduce design features to reduce congestion for daily office and retail users, and propose travel demand strategies to lower auto mode share of all site visitors. The TMP is summarized in greater detail in Appendix B of this Major Phase application. In addition, parties are currently exploring the feasibility of installing a ferry dock at the terminus of 16th Street, just across Terry Francois Boulevard from Blocks 29-32.

No amendment to the Mission Bay South Redevelopment Plan is required for the Project's approval. Blocks 29-32 will be privately owned, and construction of the full development, including the Event Center, will be 100% privately financed.

The proposed development for Blocks 29-32 is planned for construction in one phase. Estimated construction duration is approximately 24 to 26 months. Under the Mission Bay South Owner Participation Agreement (the "OPA") and BCDC permit, the Master Developer will be required to complete adjacent infrastructure, including P22, by the time of building occupancy on Blocks 29-32.

Project Components

The master plan of the proposed Major Phase application includes the following components:

- 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 132 existing parking stalls located in a structured garage at 450 South Street
- Large open plazas, landscaped (green) space, elevated view points and a public promenade walkway throughout the site

Regulatory Context

The Blocks 29-32 Project ("Project') is subject to the Mission Bay South Redevelopment Plan (the "Redevelopment Plan"), and lies within the Commercial Industrial/Retail zone, Zone 'A' and Height Zone 5 (HZ-5) as described in the Redevelopment Plan. In accordance with the OPA, the Project requires approval by the OCII Commission of a new Major Phase application for Blocks 29-32 that describes the proposed uses, development intensities, height, bulk, and massing of proposed structures. This Major Phase submittal will supplant any previous Major Phase applications approved for Blocks 29-32.

Prior to the final approval of this Major Phase application by the OCII Commission, the Golden State Warriors will request concurrent OCII approval of amendments to the Mission Bay South Design for Development ("D4D"), Mission Bay South Streetscape Master Plan, and Mission Bay South Signage Master Plan, and non-material changes to the Mission Bay South Infrastructure Plan, applicable to the proposed development for Blocks 29-32. This action is necessary to allow the OCII Commission and staff to make the consistency findings required for Major Phase approval. A preliminary list of D4D items that may require amendment prior to approval of the Project is included for reference as Appendix A of this Major Phase application.

The Project will also require approval by the OCII Commission of a Combined Basic Concept and Schematic Designs ("Schematic Designs") package. Even though the site has received a Prop M allocation, each building having an office component subject to Prop M will also undergo design review and

approval by the Planning Commission, in accordance with Section 321 of the Planning Code.

Finally, it is anticipated that in connection with this Major Phase approval, the OCII Executive Director will be making the findings required under Section 302 of the Redevelopment Plan to define the proposed Event Center as a permitted secondary use within the Commercial Industrial/Retail zone (Assembly and Entertainment: Nighttime Entertainment and/or Recreation Building). The Project's other proposed uses are principal uses under the Redevelopment Plan.

The Golden State Warriors will seek required approvals by the City's Department of Public Works (DPW) and Board of Supervisors of a tentative and final subdivision map for Blocks 29-32, which would be approved after OCII approval of the Major Phase application. The subdivision map may include separate land or air space parcels for individual structures on-site and will allow for commercial condominiums. The subdivision map will include the required offers of dedication for those portions of Blocks 29-32 designated for public improvements by the master developer, including the land intended for the re-aligned Terry Francois Boulevard.

Public Benefits

In addition to contributing substantially to the overall vitality and urban fabric of Mission Bay, the Project provides the following public benefits:

- The Project will create a new civic landmark for cultural, sports, and entertainment activities. The Project will deliver San Francisco's first ever multi-purpose indoor Event Center and will attract a rich diversity of live events, including concerts, family shows, sporting events, conferences and conventions, many of which currently bypass the City of San Francisco when scheduling at major indoor venues. The Event Center will also host cultural, artistic, and civic activities currently absent in the burgeoning Mission Bay neighborhood. With a vibrant offering of various retail options including sit-down restaurants, casual food offerings, food hall space, and soft goods retailers, the Project will become a destination for visitors, office workers, and residents alike, regardless of whether an event is taking place within the Event Center itself.

- The Project will add significant office and/or biotechnology R&D lab space to Mission Bay and San Francisco. The Project will deliver workspace to help meet the city's record-high demand, enabling growing businesses to locate in the area. The potential provision of lab/R&D space also offers the opportunity for synergy and collaboration with other firms local to Mission Bay. Retail on-site would serve the local office community, on-site and off, as well as UCSF hospital staff, UCSF students, nearby residents, and visitors from the region.

- The Project will generate important economic benefits for the city and Mission Bay. The Project will generate significant new property tax increment for the construction of public infrastructure (including parks) and affordable housing. It is estimated by the Golden State Warriors that the Project increment will be approximately 40% higher than an equivalent office-only project on Blocks 29-32. It will also create hundreds of new construction and permanent jobs and add significant new revenues to the City.

- The Project will trigger construction of P22. Representing approximately 13% of overall Mission Bay park space, the 5.5-acre P22 runs along the San Francisco Bay south of Pier 54 to the east terminus of 16th Street. As provided under the BCDC permit, development of the Project requires construction of P22 by the master developer. The resulting mix of public open spaces and publicly accessible retail will provide a significant and dynamic place for visitors and residents of Mission Bay to gather.

- The Project will add to the Mission Bay Open Space System. In addition to the planned Bayfront Park, the Project's design provides 3.2 acres of privately-developed, publicly-accessible open space to supplement the current open space system. The space will be able to be utilized for passive recreation, complimentary space for nearby retail activity, and accessible views of the Bay.

- The Project will support sustainability goals. The Project will be designed to LEED Gold standards. Its proposed location conforms to city- and state-wide goals by concentrating new construction in downtown urbanized areas, where high transit accessibility enables sustainable and environmentally-responsible growth.

Financial Plan

The Mission Bay Design Review and Document Approval Procedure (DRDAP) calls for an update of the annual plan via a submittal made by FOCIL-MB, the master developer. The annual plan prepared in accordance with the financing plan, and accounting for the Project proposed in this Major Phase application, will be submitted by FOCIL-MB to OCII pursuant to the OPA.

EXECUTIVE SUMMARY

PROJECT COMPONENT DESCRIPTIONS

The following provides a description of each of the proposed Project components.

Event Center: An approximately 18,000-seat multi-purpose arena building primarily located on Blocks 30 and 32. The Event Center will include practice facilities for the Golden State Warriors team, located below-grade at the building's northeast corner, and office space for the team's full-time staff. Two main entrances to the Event Center will be located on the northwest and southeast sides of the building.

South Street Building: A mixed-use building located at South Street and Third Street, with both a podium (90-foot) and tower (160-foot) element. This building will be primarily office and/or lab/R&D space with ground floor retail. The office lobby will be accessible from South Street, with additional retail entrances on the corner of South Street and Third Street and from the Main Plaza.

16th Street Building: A mixed-use building located at 16th Street and Third Street, with both a podium (90-foot) and tower (160-foot) element. This building will be primarily office and/or lab/R&D space with ground floor retail. The office lobby will be located on the corner of 16th Street and Third Street, with additional retail entrances on the corner of 16th Street and Third Street and from the Main Plaza.

Gatehouse: A two-level building located mid-block on Third Street, the Gatehouse will provide an urban edge for the Project and help activate the Main Plaza. The Gatehouse will house elevators connected to parking facilities, and a small amount of retail. The structure also provides wind protection to increase pedestrian comfort in the Main Plaza.

Main Plaza: A large urban plaza bordered by the Event Center, both mixed-use buildings, and the Gatehouse, and lined with retail amenities on all sides. The Main Plaza will be approximately the size of Union Square's central plaza area (SF) or the main plaza of Rockefeller Center (NYC) and will become a prominent civic amenity, with both programmed and passive uses.

Southeast Plaza: An urban plaza surrounded on two sides by park space (P23 and P22) and located under the southeastern proscenium gateway to the Event Center's southern entrance. The Southeast Plaza will provide ample space for event attendee pick-up and drop-off, and a safe queuing area for pedestrians waiting to cross Terry Francois Boulevard pre- or post-event.

Pedestrian Path: A curving walkway that will lead from the Main Plaza at +10 feet above Terry Francois Boulevard street elevation (+8 feet above Third Street), to the southeast Event Center entry at +26 feet above Terry Francois Boulevard. The path will be gently sloped and will cross over the below-grade practice facility, while offering access to the Food Hall and Bayfront Overlook area. The Path itself will also be lined on both sides with retail uses and/or art.

Bayfront Overlook: A break in building massing along Terry Francois Boulevard at the level of the Pedestrian Path, which will provide expansive bay views from a publicly-accessible elevated area. The Overlook may include adjacent food and beverage or retail amenities for members of the public enjoying the view.

Bayfront Terrace: An extension of the Event Center form with a maximum roof height of 122' and multiple terraces and levels, each of which will provide varied views to the San Francisco skyline, Bay Bridge, bay waters and East Bay coastline. Portions of the Bayfront Terrace will connect to the Event Center interior to serve as an amenity for event ticket-holders and building patrons. Other portions of the Bayfront Terrace will offer opportunities for public access, with vertical access options located on the Pedestrian Path.

Food Hall: A multi-level structure with a large-volume atrium will be located at the northeastern corner of Blocks 29-32 and intended to house small stalls for local vendors of food and beverage offerings or artisanal goods. The Food Hall will feature a large, three-story entrance on the corner of Terry Francois Boulevard and South Street, and porous edges along both streets. Guests will be able to circulate from the Food Hall at grade up to the Pedestrian Path, if desired.

Atrium: An outdoor, glass-covered passageway between the 16th Street Building and the Event Center, leading from 16th Street to the Main Plaza. This walkway will offer the opportunity for pedestrians approaching from the east to access the Main Plaza without crossing the primary garage entry, which will reduce vehicle/pedestrian conflict on-site.

450 South Street Garage: A structured parking garage on South Street, across from the Project's northern boundary, owned by Alexandria Real Estate. The Golden State Warriors have purchased 132 spaces in this garage to use for daily employee parking. Pedestrians will be able to access the garage from the site via crosswalks at South Street and Bridgeview Way or South Street and Third Street.

PROJECT LOCATION

Fig. 4

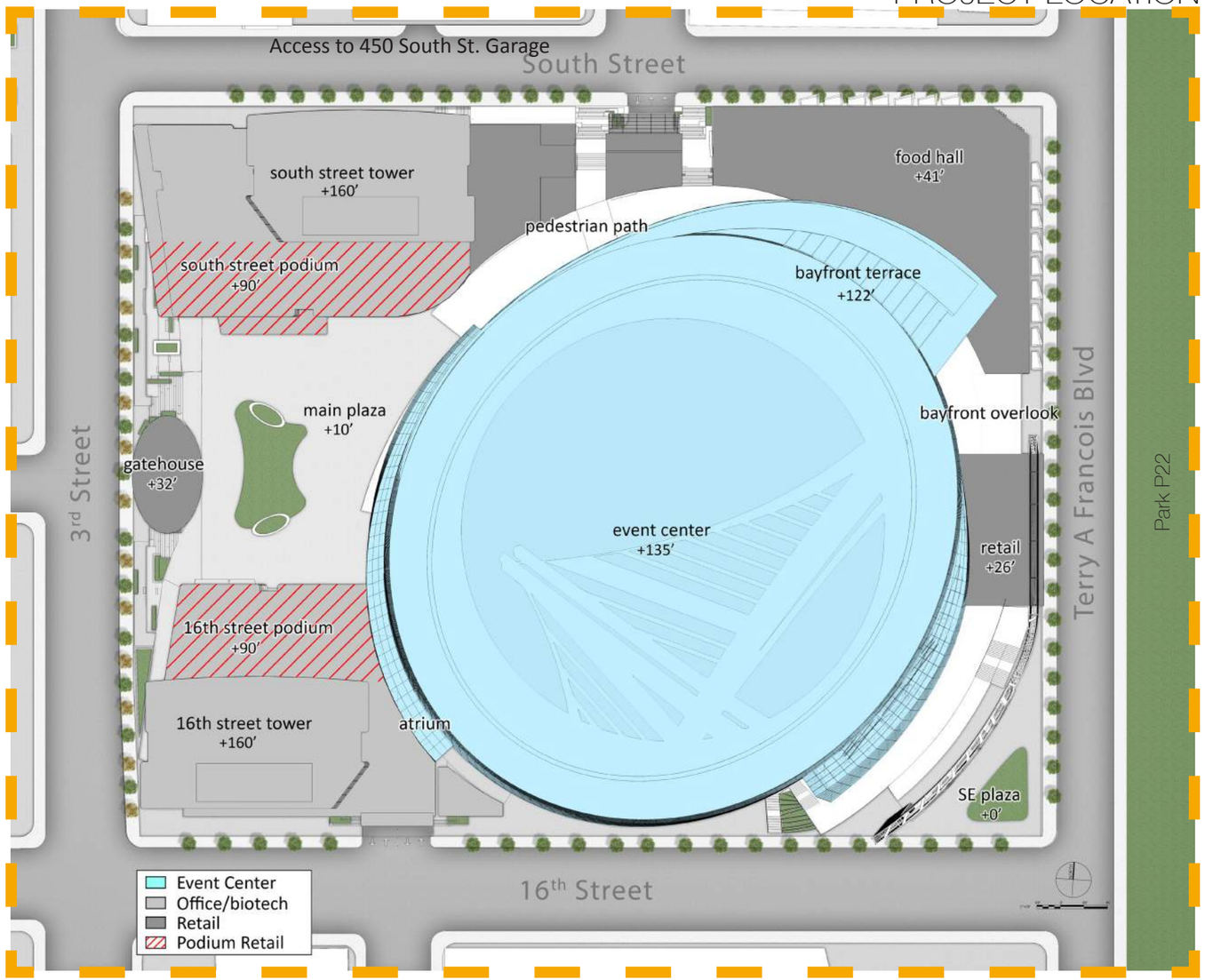


Fig. 5

EXECUTIVE SUMMARY

PROJECT MASSING

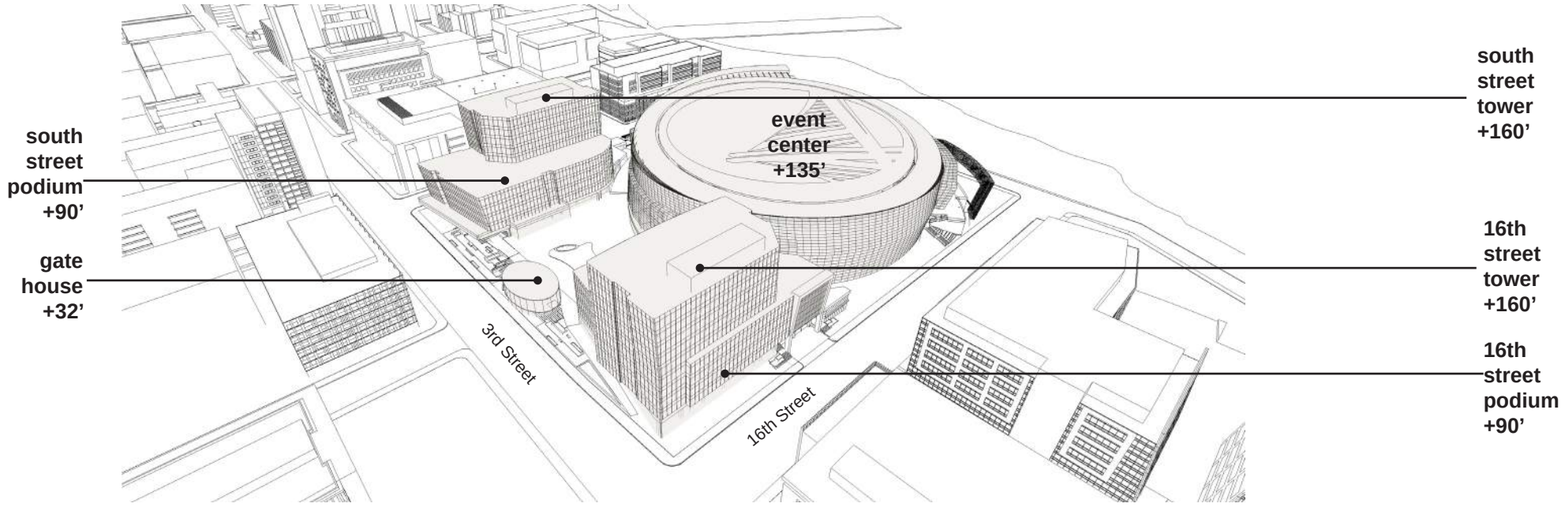


Fig. 6: Southwest Corner View

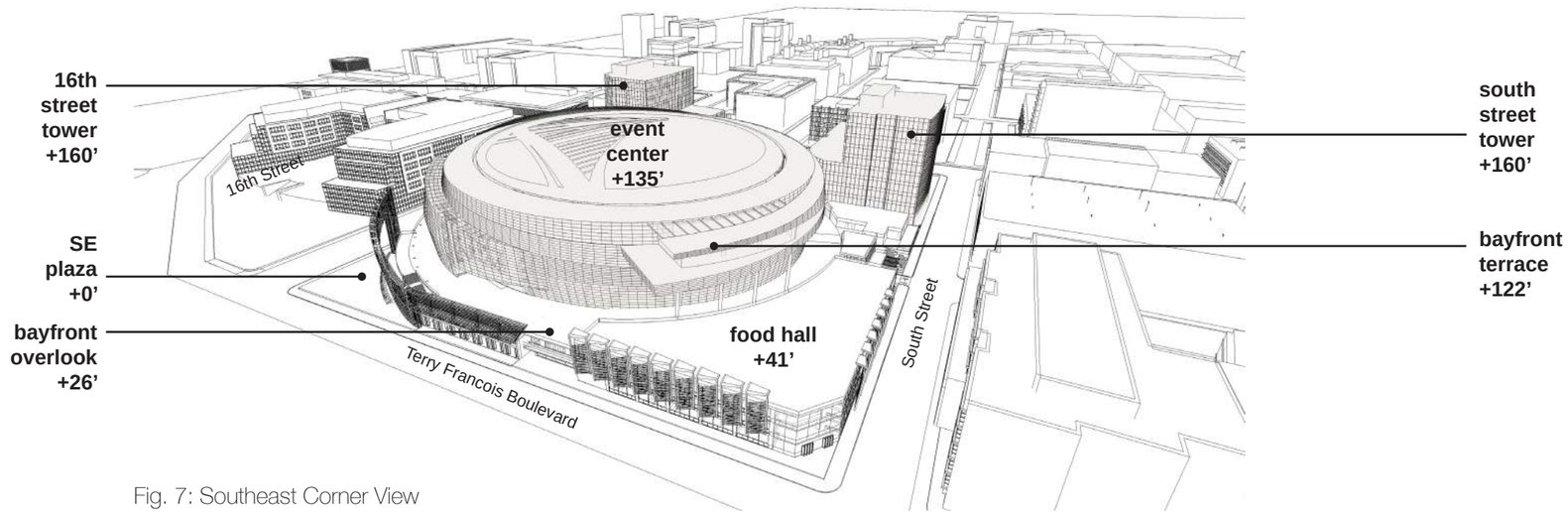


Fig. 7: Southeast Corner View

PROJECT MASSING

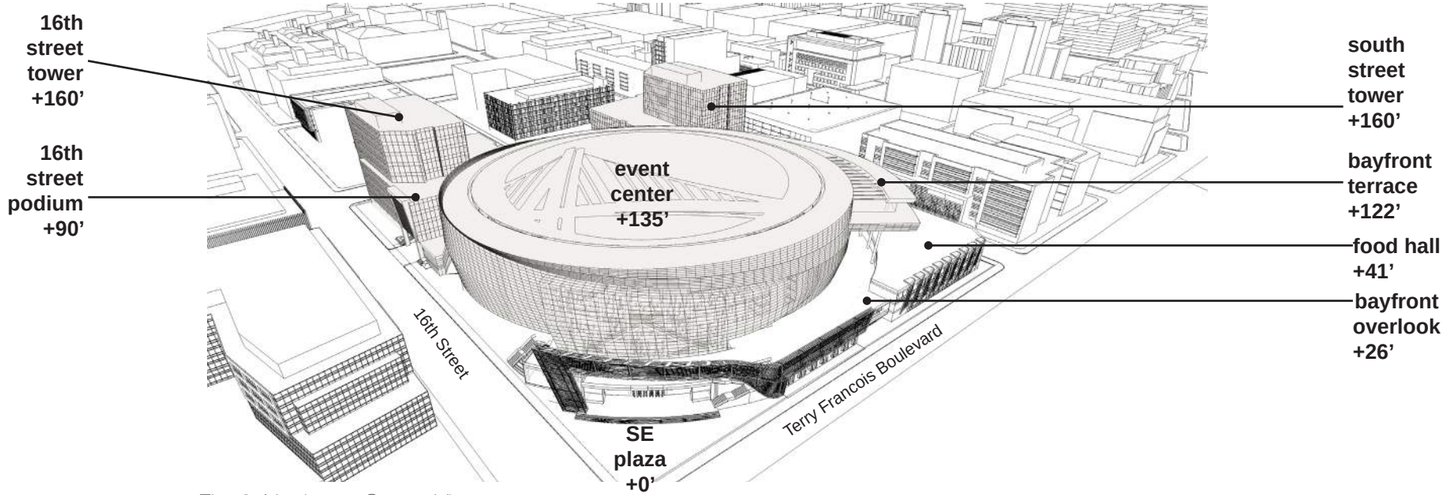


Fig. 8: Northeast Corner View

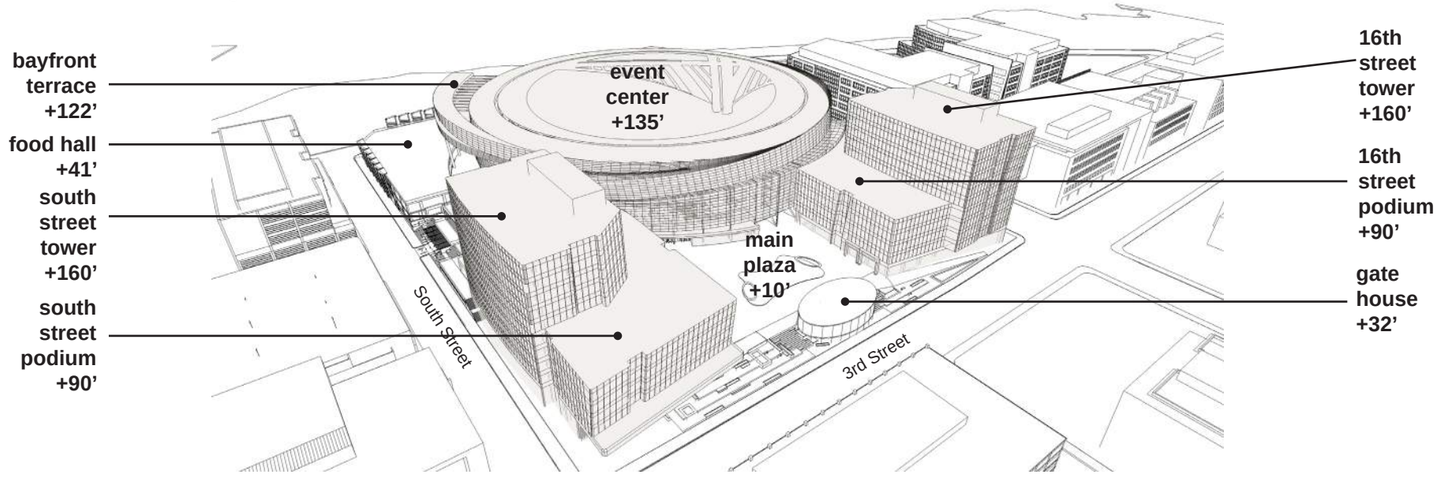


Fig. 9: Northwest Corner View

DESIGN STANDARDS AND GUIDELINES

DESIGN REQUIREMENTS

Development on Blocks 29-32 is subject to the Mission Bay South D4D design standards and guidelines. The D4D Standards include requirements for land use, height, bulk, setbacks, block coverage, streetwalls, view corridors, open areas, parking/loading and access, neighborhood and primary streets, and solar access and shading. The D4D Guidelines establish the basic principles for urban design of Blocks 29-32 and other developments in Mission Bay.

To address the unique physical requirements of the Event Center and its proposed location on the site, the Golden State Warriors are requesting amendments to the D4D. The proposed amendments will consist of revisions to the D4D Standards; principally related to building massing, number of towers, tower separation, and bulk. A preliminary list of those Design Standards potentially requiring revision is included in Appendix A of this Major Phase application. The proposed amendments to the D4D would be adopted prior to approval of this Major Phase application. As a result, the following discussion on Design Standards for Blocks 29-32 assumes that the D4D amendments would be approved. In no case will the Project exceed the 160' height limit or otherwise be inconsistent with the zoning and other standards set forth in the Mission Bay South Redevelopment Plan.

The following provides an overview of the key D4D Design Standards and Guidelines that apply to Blocks 29 to 32, as well as site specific design guidelines for the site that have been developed through collaboration with OCII/City staff and the Mission Bay Citizens Advisory Committee.

DESIGN STANDARDS

SETBACKS

In recognition of the Event Center's unique requirements for pedestrian flows, the Project will adhere to a stricter standard than the 5' setback required for development on the east side of Third Street. Instead, the South Street tower will be pulled back from the street in excess of 5' at grade to create a cantilever over the site's northwest corner. The result is a gracious yet intimate plaza space where pedestrians can gather and wait for public transit vehicles, enjoy a comfortably shaded outdoor meal, or sample the adjacent retail offerings.

While no mixed-use structures encroach upon the required 20' setback on the north side of 16th Street for Blocks 29 and 31, the curve of the Event Center will overlap slightly with the setback area, as long as it includes a visually appealing façade to activate the adjacent sidewalk.

STREET WALL

The Event Center's form will be varied, artistic, and visually compelling, and located carefully on the four-block site to enable adjacent mixed-use development and adequate public space.

SUNLIGHT ACCESS TO OPEN SPACE

The Project will not generate shading that exceeds the D4D allowance on the adjacent public parks.

VIEW CORRIDORS

The placement of the Event Center and other buildings on-site will ensure that the Project attractively terminates three secondary view corridors intersecting the site at Campus Lane, Bridgeview Way, and Illinois Street. In each case, resulting views will include multi-layered, visually appealing and dynamic architecture, with the activity and art of the site made clearly visible from the street. Key view corridors towards downtown San Francisco (along Third Street) and the San Francisco Bay (along South Street and 16th Street) will be maintained.

PARKING

On-site parking will be limited to encourage transit use and other alternative forms of transportation, such as biking, and will leverage opportunities to share spaces between daytime office/retail use and Event Center activities in the evenings or on weekends. Opportunities for event attendees to utilize surrounding parking lots and garages will also be explored. Adequate bike parking shall be provided to meet anticipated high demand during Event Center events, and to serve daily office tenants on-site.

LOADING

The Project will provide adequate loading to meet the unique operational needs of an Event Center. Loading docks will be designed below-grade to eliminate extended periods of truck staging or sidewalk obstruction at the Project's perimeter.

SIGNAGE

Amendments to the D4D related to signage requirements for the Event Center will be proposed. The details of any proposed amendments will be determined during schematic design, when a signage master plan will be prepared for the Project.

DESIGN GUIDELINES

Development in the Mission Bay Plan Area is also governed by the urban design principles outlined in the D4D Design Guidelines. Where applicable, the Project will incorporate the guidelines related to Open Space, Commercial/ Industrial, Retail, Parking and Streets, while recognizing the unique design considerations related to the Event Center use where the guidelines are less applicable. The following describes the majority of existing D4D design guidelines and their application to the proposed Project.

OFFICE/EVENT CENTER GUIDELINES

The following guidelines refer to the Event Center and office/R&D uses on-site.

Block Development: View Corridors

The proposed design will respect and maintain the view corridors along Third Street, South Street, 16th Street, and Terry Francois Boulevard. At the connections from Bridgeview Way and Illinois Street, the Project façades will be designed to provide pedestrian access to the site and a visual connection to the Project's central public plaza and Event Center beyond. The view corridor along Campus Lane will be oriented toward a low-scale "Gatehouse" retail element that will establish an iconic architectural feature, setting the urban edge along Third Street and establishing a human scale at the entry to the Main Plaza.

Block Development: Open Spaces

Third Street Plaza

Blocks 29 and 31 will include a large public plaza at the heart of the Project. Located in front of the Event Center's main entrance, and between the two commercial office towers, this outdoor plaza will become both an iconic forecourt to the Event Center and an urban "front porch" for the entire neighborhood. Easily accessible from all corners of the site, and lined with retail amenities that support the neighborhood and broader district, the plaza is envisioned as San Francisco's newest world-class outdoor gathering space. The design will allow for comfortable ingress and egress from the Event Center. It will also be engineered to support a wide variety of seasonal community uses such as spring festivals, farmers markets, pumpkin carving contests, and winter holiday celebrations. Similar in scale to the central plaza of Union Square, the Main Plaza will offer a safe, friendly, and diverse gathering place for the greater San Francisco community.

Southeast Plaza

Located in the sunny southeast corner of the site, with views of the Bay Bridge, San Francisco Bay, and Bayfront Park, the Southeast Plaza will provide a large secondary open space that relates to both the Bayfront Park (across Terry Francois Boulevard) and to Park P23 immediately to the south (across 16th Street). The Southeast Plaza will also offer important visual access and physical connections to the water. The Southeast plaza will function as the primary entrance for all theater events and a secondary point of entry for other events at the Event Center.

Block Development: Pedestrian Walkways

Pedestrian walkways on-site will include mid-block entries from South Street or 16th Street, the Pedestrian Path, and the Atrium passageway. Each walkway will provide alternative through-site circulation and porosity to achieve the intent of the planned extensions of the Mission Bay street grid through Blocks 29-32.

Street Frontage: Streetwall

The Project will achieve an intense urban quality in part by pulling buildings toward the street-facing property line and, wherever possible, limiting the space between structures.

Third Street Streetwall

The Third Street streetwall will be porously designed to provide open views and access to the plaza described above. Nevertheless, buildings such as the Gatehouse and 16th Street tower are designed close to the street and property lines. Their placement will define the urban street edges and promote a dense and intimate urban condition along the streets.

16th Street Streetwall

The 16th Street streetwall will be designed to provide a varied and mostly continuous streetwall with pedestrian entry points at the Atrium passageway and around the mid-block garage entry.

Terry Francois Boulevard Streetwall

The Terry Francois Boulevard streetwall will be designed to provide architectural and visual relief. It will include a variety of elements including cafes, open plaza areas, restaurants, a Food Hall, and grand theater entry lobby. At higher elevations the Terry Francois Boulevard streetwall will include breaks in massing at the Bayfront Overlook to provide publicly-accessible visual access to the water.

Street Frontage: Streetwall Height, Pedestrian Scale, and Curb Cuts

The design will maximize pedestrian activity, retail and visually compelling architectural details along all four edges of the Project. Landscaping,

DESIGN STANDARDS AND GUIDELINES

wayfinding, and other features of the building facades will reinforce pedestrian scale at the building base.

There will be no curb cuts along Third Street or Terry Francois Boulevard. All curb cut locations will be minimized and consolidated along South Street and 16th Street.

Building Height and Form: Skyline Character

The Event Center's distinctive form, along with the two office buildings, will create a visually dynamic and attractive addition to the city's skyline, especially from the San Francisco Bay, as is appropriate for a new civic amenity. The unusual shape of the Event Center will bring new character to the generally rectilinear massing in Mission Bay and add a new piece of contemporary architecture to San Francisco's urban fabric.

Building Height and Form: Building Base

Because the building base is critical in establishing a comfortable scale and creating gracious and inviting urban environments, the proposed design will offer a variety of street level experiences for the pedestrian, and the office tower forms engage at grade and will be clearly expressed as vertical elements. The tower forms will also be carefully integrated into the podium forms. The cantilevered element of the office podium in the northwest corner of the site will be designed to emphasize pedestrian scale, with the cantilever and gently sloping pathway to the Main Plaza creating a gracious outdoor room. At the northeast corner, the Food Hall will provide a multi-level market and public event space. The Food Hall's rooftop and the Bayfront Overlook will provide publicly-accessible views to Bayfront Park and the Bay.
Around the Event Center, detailed facades, artistic media, landscaping, pedestrian paths and wayfinding signage will all establish a comfortable and accessible pedestrian environment.

Building Height and Form: Roofscape

Recognizing that the Project's building roofs may be visible from higher surrounding locations, office rooftop mechanical equipment will be hidden behind screens that are coordinated with the building's general design. Event Center mechanical equipment at the building's roof level will be similarly screened, and recessed into the lower portion of the roof of the Event Center, to conceal the equipment for a clean, seamless design.

Architectural Details: Visual Interest

The form and façade materials of each building in the Project will be developed to create a sense of individual visual character that is complementary to the rest of the development but avoids overt "theming." Landscape elements, terraces, materiality, and architectural detail throughout the site will reinforce a sense of accessible, human-scale and organic and interesting placemaking.

Architectural Details: Color and Materials

The proposed design will utilize complimentary and harmonious materials, shapes, and colors. They are envisioned to be generally light and/or transparent in their appearance, consistent with the D4D guidelines. Colors will be used judiciously to add excitement to the Project and create a recognizable symbol of civic pride and activity within Mission Bay and San Francisco.

Retail Guidelines

The following guidelines refer to the range of retail development anticipated throughout the Project.

Neighborhood Retail Locations and Pedestrian Scale

The proposed plan of Blocks 29-32 will include active retail locations at all major access points to the site, and on the perimeter of the interior plaza, consistent with the D4D's recommendations to integrate retail into the fabric of neighborhood streetscapes. The Food Hall will provide local vendors with a vibrant retail setting designed to foster local community engagement. On Third Street, the Gatehouse will anchor the Main Plaza retail, offer an additional unique environment for retail tenants and visitors, and provide a convenient entry point for pedestrians and motorists parking in the on-site garage.

Setbacks and Corner Stores

In order to maintain a continuous Block façade line, building setbacks beyond 5' are discouraged; however the ground story may be recessed to accommodate pedestrian activities per the D4D guidelines. The proposed design includes building façades that create streetwalls within a 5' setback at a majority of the perimeter of the site, with minor exceptions in areas that will serve to promote pedestrian activity (such as sidewalk cafes and walk up windows). The proposed design provides for retail activation and entrances at its two most prominent (northern) corner locations, as is typical with the historic San Francisco pattern of corner store entrances.

Parking and Loading Guidelines

The following guidelines apply to parking facilities located within the Project site.

Sidewalk Edge

The majority of proposed parking will be located below grade and all parking is hidden from view. Careful planning has eliminated street edge parking walls at grade on Third Street, 16th Street, and Terry Francois Boulevard, and limited the parking wall along South Street to the greatest extent possible. South Street will be activated with retail and a gracious mid-block entry that features a set of stairs that connect the sidewalk to the Pedestrian Path.

The Third Street edge will incorporate gently sloping ramps that connect the northwest and southwest corners with the Main Plaza. Along the way, a series of 18" landscaped plinths, or park plates, will provide comfortable places to sit. On Terry Francois Boulevard, the Food Hall, Bayfront Overlook, and Southeast Plaza will provide a sense of connection to Bayfront Park and the Bay. Like South Street, 16th Street will include one curb cut to accommodate a driveway to both visitor parking and loading docks. The 16th Street edge also will include a bike valet and an open-air Atrium between the office podium and Event Center.

Automobile Access to Parking

Access to parking will not be provided on Third Street or Terry François Boulevard. Curb cuts will be spaced and arranged so as to maximize on-street parking and minimize sidewalk interruptions.

Although the site will accommodate approximately 950 total on-site cars over a four block area, the curb cuts for vehicle parking and loading will be limited to one curb cut on South Street and a second curb cut on 16th Street. There will not be any curb cuts or vehicular access points for either Third Street or Terry Francois Boulevard. The 16th Street driveway will function as the primary access point to the garage and the loading docks. It will be aligned with Illinois Street to provide vehicles with a direct exit route and minimize the vehicle and pedestrian conflicts.

Lighting and Entries

The lighting design of the Project, particularly around pedestrian or vehicular entries to the site, will promote both vehicular and personal safety and minimize dark areas and other areas without clear sightlines. Both on-site and street-side entries for vehicles and pedestrians will receive careful design treatment in keeping with the image quality they convey and the intense level of use they will receive.

The proposed design will ensure a safe environment for all users while adding vitality and character to the architectural elements of the Project.

Loading Access

All loading and service areas, including refuse storage and pick up, will be located under the Main Plaza or Pedestrian Path and will not be visible from the street or Pedestrian Paths of travel.

DATA CHARTS

Blocks 29-32 Program of Uses

Proposed Land Use	Overall Gross Square Feet (1)	Mission Bay Defined Gross Square Feet (2)	Leasable Square Feet (3)
Commerical/Office/Biotech			
South Street Building	289,000	265,000	248,700
16th Street Building	290,800	271,700	255,200
Total Commercial			
Event Center	775,000	562,700	506,500
Retail			
City-serving Retail	21,735	20,700	20,700
Neighborhood Serving Retail			
Proposed	56,700	29,771	29,771
Optional (4)	43,965	10,629	10,629
Parking and Loading			
Parking	422,600	-	-
Truck Dock/Service Loading	55,200	-	-
Total Block 29-32 Square Footage	1,955,000	1,160,500	1,071,500

(1) Overall gross square footage is based on calculating the entire developed area without any exemptions. The Overall Gross Square Footage is used for purposes of environmental review analysis.
(2) The *Mission Bay South Redevelopment Plan* exempts certain areas of buildings when calculating gross square footage for purposes of the Plan. This Mission Bay Defined Gross Square Footage is used for the calculation of parking.
(3) The *Mission Bay South Redevelopment Plan* defines how to calculate Leasable or Rentable Square Footage. The Leasable Square Footage is used for the tracking of the maximum amount of retail and commercial development allowed in Mission Bay South.
(4) Pursuant to UCSF's acquisition of Blocks 36-39, UCSF has the right to build up to 40,000 leasable square feet of retail on Blocks 36-39. GSW is in discussion with UCSF about the purchase of a portion of those retail rights.

Table 1

DATA CHARTS

RETAIL

Cumulative Neighborhood Retail Development Leasable Area Summary - Mission Bay South (Zone A + Market Rate Residential)

Total Neighborhood Retail Allowed in Zone A + Market Rate Residential	**159,300**	**lsf**
Approved Zone A (1) + Retail Projects (2)	75,279	lsf
Remaining Leasable Square Footage	***84,021***	***lsf***
Remaining Projects Estimated LSF		
Block 40 (3)	14,250	lsf
UCSF (4)	29,371	lsf
Remaining Zone A Leasable Square Footage for Blocks 29-32	***40,400***	***lsf***
Blocks 29-32 Proposed Leasable Neighborhood Retail Square Footage (5)	**40,400**	**lsf**
Remaining Zone A Neighborhood Retail Leasable Square Footage	**0**	**lsf**

Cumulative City-serving Retail Development Leasable Area Summary - Mission Bay South (Blocks 29-32 & 36)

Total City-Serving Retail Allowed in Zone A (6)	**20,700**	**lsf**
Approved Blocks 29-32 & 36 Projects (7)	0	lsf
Remaining Leasable Square Footage	***20,700***	***lsf***
Remaining Projects Estimated LSF		
Block 36 (7)	0	lsf
Remaining Zone A Leasable Square Footage for Blocks 29-32	***20,700***	***lsf***
Blocks 29-32 Proposed Leasable City-wide Retail Square Footage (5)	**20,700**	**lsf**
Remaining Zone A Neighborhood Retail Leasable Square Footage	**0**	**lsf**

(1) 'Zone A' defined as Blocks 26-34, 36, 38-43 per *Mission Bay South Redevelopment Plan* .
(2) Leasable square footage was determined by calculating permitted retail spaces for Blocks 2, 3W, 4W, 5, 10,26a, 26/Bldg 2, and 41-43/P1, P4, and P5.
(3) Block 40 has been allocated 15,000 gsf of retail. The gross square feet was reduced by 5% to estimate the leasable square footage. 5% represents an average of the reduction from gross to leasable square feet for the approved projects.
(4) UCSF has the right to develop up to 40,000 lsf of Blocks 36-39 with neighborhood retail uses. GSW is negotiating with UCSF to purchase about 10,629 lsf of that right. IF UCSF does not sell the right to develop this Retail, then the amount of neighborhood retail constructed by GSW will be reduced accordingly.
(5) Blocks 29-32 leasable square footage is calculated based on the proposed massing design.
(6) City-serving retail only permitted in 'Zone A' at Blocks 29, 30, 31, 32, and 36.
(7) It is anticipated that if UCSF uses any of its allowed retail on Block 36 it would not be City-serving.

Table 2

COMMERCIAL

Cumulative Commerical Development Leasable Area Summary - Mission Bay South (Zone A)

Total Commercial Allowed in Zone A (1)	**5,000,000**	**lsf**
Approved Zone A Commerical Projects (2)	3,081,654	lsf
Remaining Leasable Square Footage	***1,918,346***	***lsf***
Remaining Projects Estimated LSF (3)		
Blocks 26 and Block 27	400,400	lsf
Block 33/34	473,310	lsf
Remaining Zone A Leasable Square Footage for Blocks 29-32	***1,044,636***	***lsf***
Blocks 29-32 Proposed Leasable Commerical Square Footage (4)	**1,010,400**	**lsf**
Remaining Zone A Leasable Square Footage	**34,236**	**lsf**

(1) 'Zone A' defined as Blocks 26-34, 36, 38-43 per *Mission Bay South Redevelopment Plan* .
(2) Leasable commercial square footage approved in the Schematic Designs for Blocks 26a, 26 (Building 2&3), 28, 40 and 41-43/Parcels P1, P2, P4, and P5), and pursuant to an agreement with UCSF for Blocks 36-39, excluding permitt retail square footage.
(3) Blocks 26/27 have been allocated 422,980 gsf and Blocks 33/34 have been allocated 500,000 gsf. The gross square feet reduced by 5% to estimate the leasable square footage. 5% represents an average of the reduction from gross to leasable square feet for the approved projects.
(4) Blocks 29-32 have calculated their leasable square footage based on the proposed massing design.

Table 3

DATA CHARTS

HEIGHTS

Fig. 10

All elevations are measured from the San Francisco City 0'-0" Datum.

DATA CHARTS

HEIGHTS AND TOWER DIMENSIONS

Structure	Height (from San Francisco City Datum)
Event Center	+135’-0”
Bayfront Terrace	+122’-0”
South Street Tower	+160’-0”
South Street Podium	+90’-0”
16th Street Tower	+160’-0”
16th Street Podium	+90’-0”
Gate House	+32’-0”
Food Hall	+41’-0”
Main Plaza	+10’-0”
SE Plaza	+0’-0”

Structure Separations	Distance (ft.)
South Street Tower to Event Center	55’-0”
16th Street Tower to Event Center	35’-0”
16th Street Tower to 16th Street (setback)	20’-0”
South Street Tower to 16th Street Tower	360’-0”
South Street Tower distance from 3rd St.	105’-0”

Structure	Floor Plate Area (sf.)
South Street Tower	20,000 ft^2
16th Street Tower	20,000 ft^2

Structure	Building Dimensions (ft.)
South Street Tower	190’-0” x 110’-0”
16th Street Tower	190’-0” x 110’-0”

Table 4

Please note, the Project described in this table is inconsistent with portions of the current D4D. Details are provided in Appendix A and will be addressed via a future D4D amendment.

TOWER DIMENSIONS

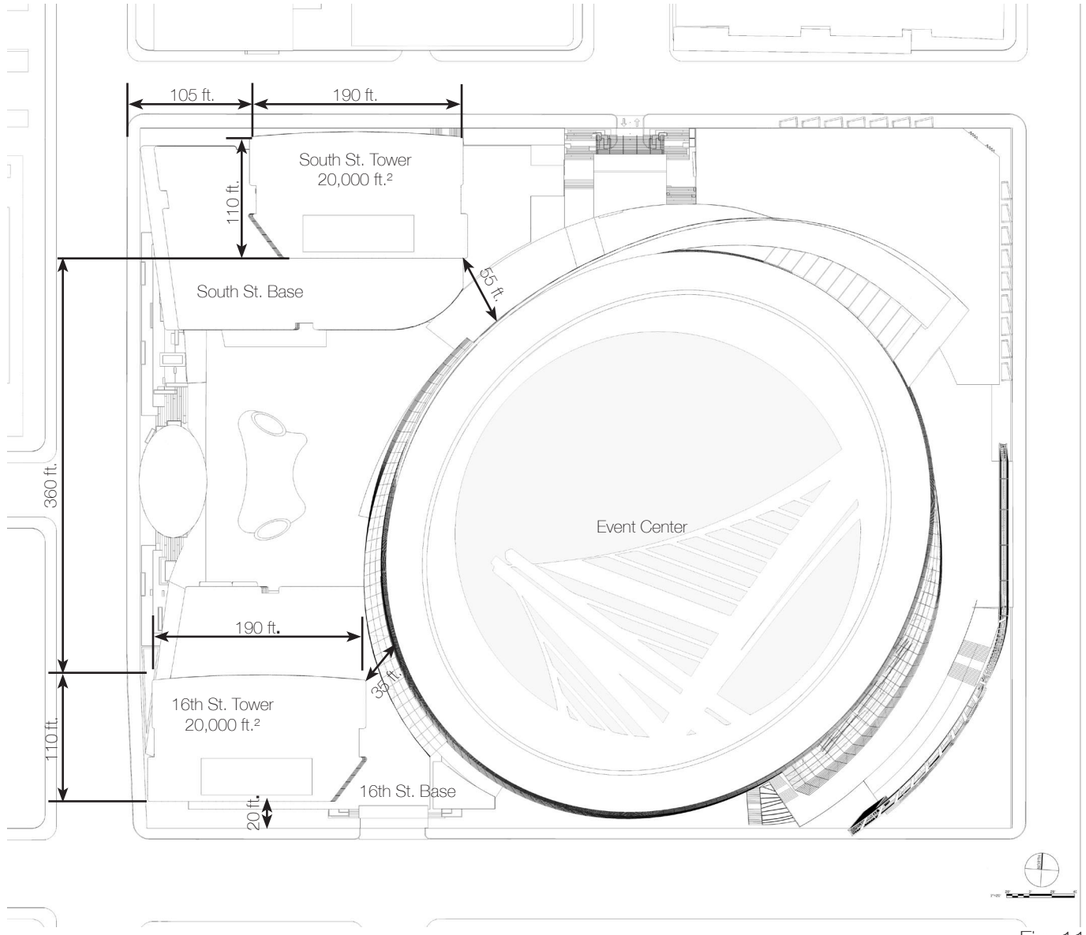


Fig. 11

All elevations are measured from the San Francisco City 0’ - 0” Datum.

DATA CHARTS

VEHICLE PARKING

Vehicular Parking Requirements and Counts

Structure	*Quantity*	*Unit*	*Proposed Car Space Requirement*				*Design Supply GSW*	*Design Supply 450 South Street*	***TOTAL***
Commercial/Industrial			**1: 1,000**						
Event Center	562,700	GSF	1: 1,000	=	563		283	132	415
VEHICLE SPACE PER SEAT PROVISION									
Event Center Seat Capacity	*18,000*	*Seats*	563/ 18,000	=	0.03126				
16th Street Tower - Office	271,700	GSF	1: 1,000	=	272		272		272
South Street Tower-Office	265,000	GSF	1: 1,000	=	265		265		265
	Total Commercial/Industrial				**1,100**		**820**	**132**	**952**
Retail/Restaurant [1]			**1: 500**		*MAX*	*MIN*			
16th Street Building	400	GSF	1: 500	=	1	0	1		1
South Street Building	26,700	GSF	1: 500	=	67	51	51		51
Food Hall	34,000	GSF	1: 500	=	104	78	78		78
		Total Retail			**172**	**129**	**130**		**130**
		TOTAL PARKING			**1,272**	**1,229**	**950**	**132**	**1,082**

[1] Additional arena parking requirements can be met through a combination of ample off-site public parking options in the vicinity of Blocks 29-32, and a robust Travel Demand strategy and Transit Service Plan to encourage guests to use transit to access the site.

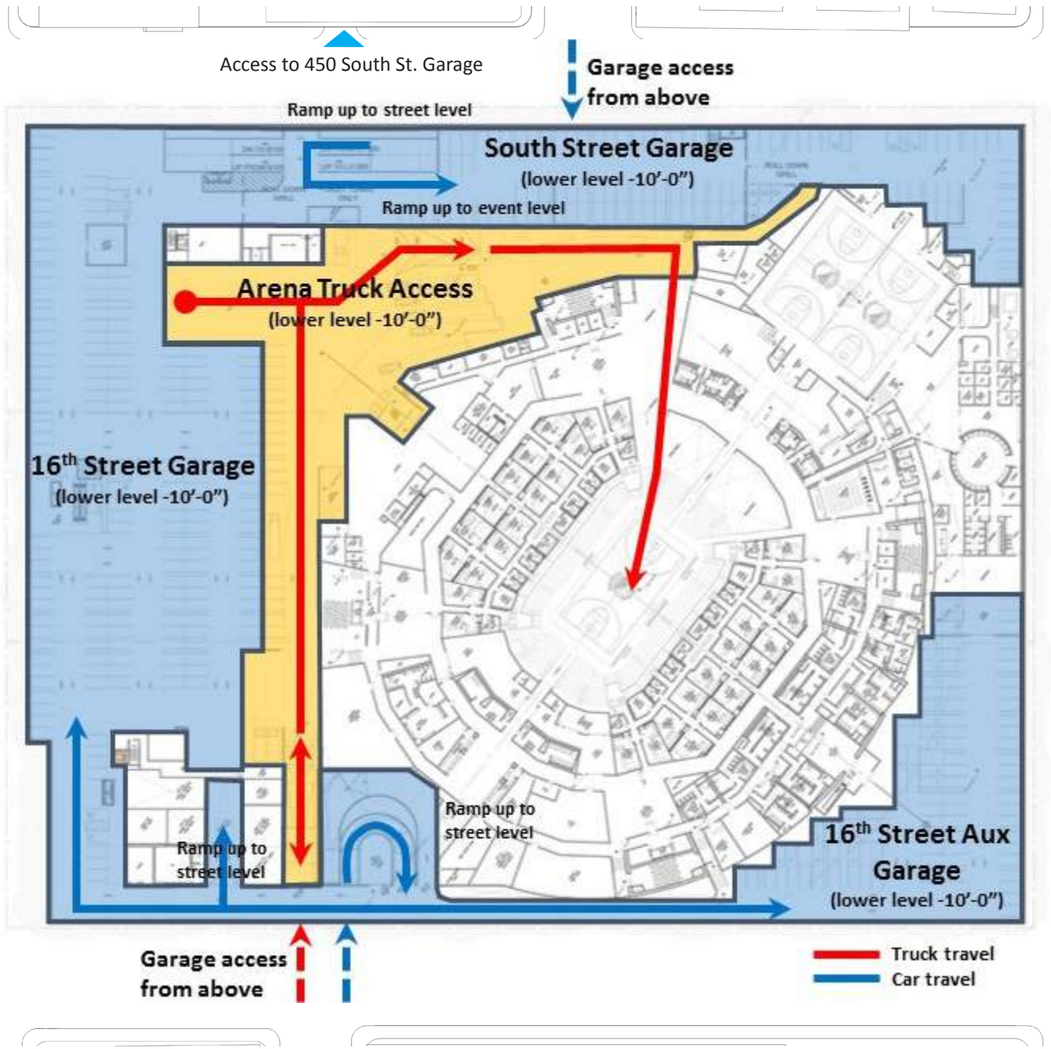
[2] The areas shown represent the maximum (including Optional area from UCSF). Without Optional area, the maximum and minimum stalls dedicated to Retail would be reduced by 19 stalls (=9,600 sq ft/500 sq ft per stall).

Table 5

See pages 49-51 for parking level plans.

Please note, the project described in this table is inconsistent with portions of the current D4D. Details are provided in Appendix A and will be addressed via a future D4D amendment.

VEHICLE PARKING AND CIRCULATION



P22

Fig. 12

All parking on-site is located in a contiguous garage space. Drivers may enter from either driveway and readily circulate between "South Street Garage" and "16th Street Garage" areas. Garage area labels are for ease of reference only.

DATA CHARTS

BIKE PARKING

Class 1 Bicycle Parking Requirements and Counts [1]

Structure	*Quantity*	*Unit*	*Design Supply*
Commercial/Industrial			
Event Center [2]	562,700	GSF	400
16th Street Tower - Office	271,700	GSF	52
South Street Tower-Office	265,000	GSF	52
	Total Commercial/Industrial		**504**
Retail/Restaurant			
16th Street Building	400	GSF	0
South Street Building	26,700	GSF	3
Food Hall	34,000	GSF	4
		Total Retail	**7**
	TOTAL PARKING		**511**

[1] The project also anticipates including 75 Class 2 spaces via on site bicycle racks.
[2] Class 1 bicycle parking for the event center is provided via a permanent bicycle valet (300 spaces) and temporary staffed bicycle corrals (100 spaces).

Table 6

Please note, the Project described in this table is inconsistent with portions of the current D4D because the number of bike parking spaces exceeds the required number for retail and commercial/industrial uses. Details are provided in Appendix A and will be addressed via a future D4D amendment.

Classifications:

Class 1 Bicycle Parking: Long-term secure bicycle parking, including bicycle lockers, bicycle cages/rooms (access-controlled), bicycle stations (including valet service), temporary monitored bicycle parking (including special-event bike corrals), and school bicycle parking.

Class 2 Bicycle Parking: Short-term bicycle parking, including sidewalk bicycle racks, metered bicycle rings, and on-street bicycle corrals.

DATA CHARTS

BIKE PARKING

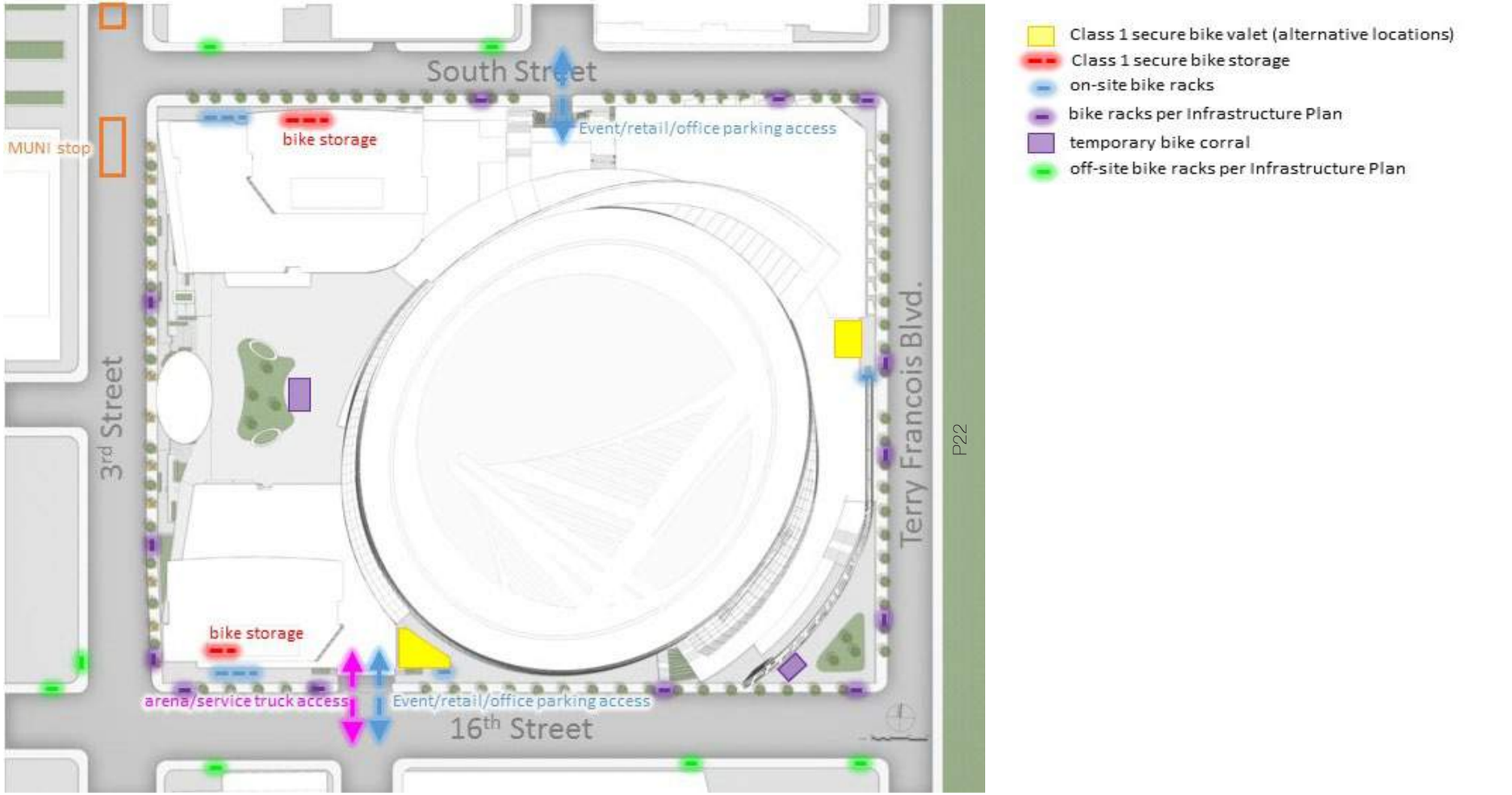


Fig. 13

Precise bike valet location is to be determined, in concert with the public process to design P22.

DATA CHARTS

SERVICE LOADING

Loading Requirements and Counts

Description	Qty. Provided Loading Slips
Arena	7
Retail	3
Commercial	3

Table 7

Subgrade Level 1 - Loading Locations

Description	Qty	Dimensions
Arena Loading	5	10’ wide x 70’ long
Arena Kitchen Loading	2	10’ wide x 35’ long
Arena Trash Compactor	3	10’ wide x 35’ long
Office Loading	3	10’ wide x 35’ long
Retail Loading	3	10’ wide x 35’ long
Commercial Trash	2	10’ wide x 35’ long

Table 8

Please note, the Project described in these tables is inconsistent with portions of the current D4D due to unique Event Center loading requirements. Details are provided in Appendix A and will be addressed via a future D4D amendment.

SERVICE LOADING

Access to 450 South St. Garage

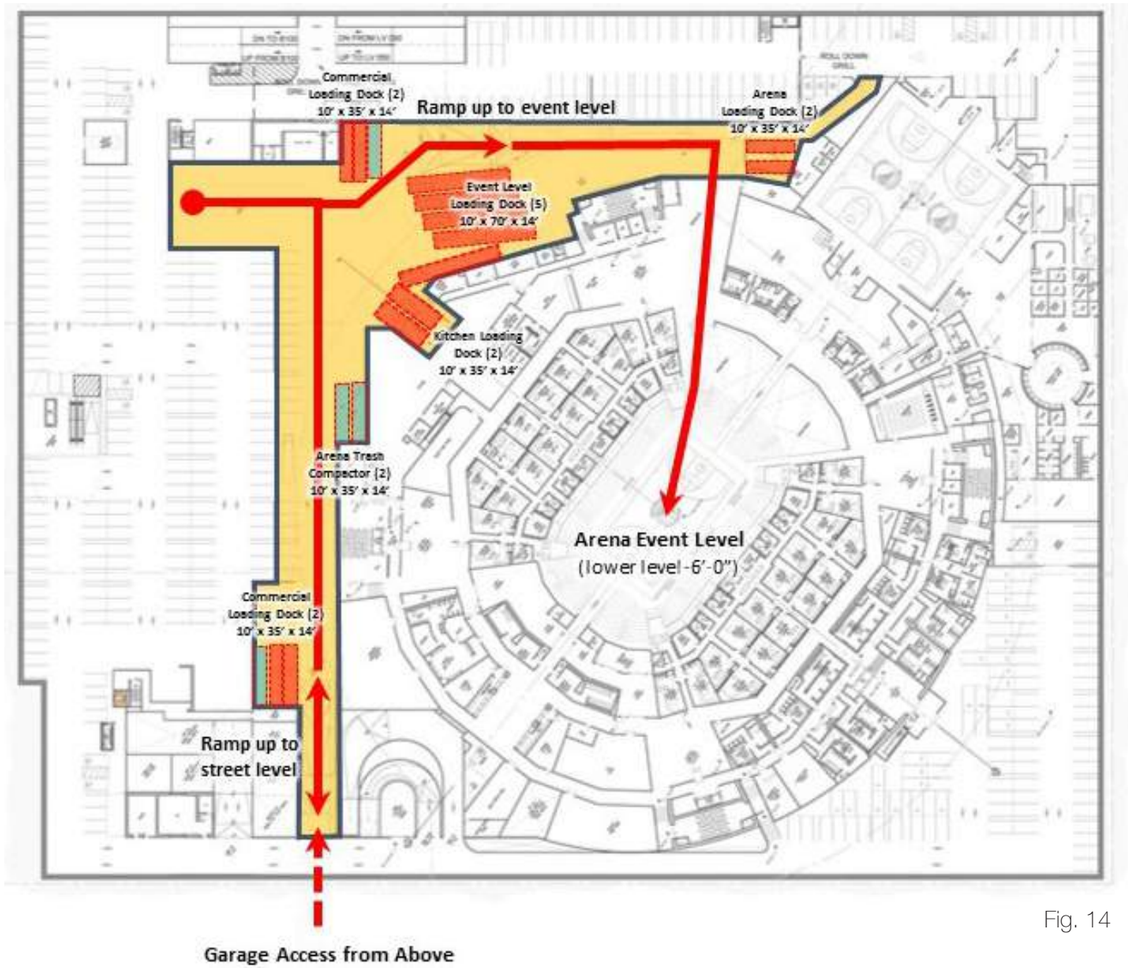


Fig. 14

VICINITY PLANS

Surrounding Land Uses

The Blocks 29-32 site sits at the nexus of several intersecting land uses in Mission Bay, including commercial development (north and south), research and clinical uses (UCSF, west and future south), and residential buildings (north and northwest of the site). While numerous parcels in the vicinity of Blocks 29-32 have incorporated minor retail development, retail uses in the site vicinity overall are sparse.

The proposed project will offer a new neighborhood center for these uses in the creation of a generous public plaza along Third Street Commercial development will be concentrated to the northwest and southwest corners of the site to maintain the commercial urban character of Third Street. The Event Center, characterized by unique architecture and cultural, arts, and entertainment use, will be located further east.

Retail uses will be diverse in character and distributed across the site to provide quick access for visitors approaching from all adjacent uses. Retail will be especially concentrated towards the northeastern corner of the site, to serve high-intensity public use of the adjacent Bayfront Park.

Fig. 15

VICINITY PLANS

Park/Green Spaces
Waterways
Major Phase Boundary

Fig. 16

Public Open Space

Public open space in the vicinity of Blocks 29-32 consists primarily of passive green spaces, including an east-west spine of green space north of the site and the waterfront park network that includes P23 (now under development). Just north of P22, an open space has been designated as a boater parking area to encourage active use of the waterfront.

The BCDC Permit that applies to portions of Mission Bay South within the BCDC's jurisdiction (Permit No. 5-00, as amended) calls for the construction of P22 with the development of Blocks 29-32. This will be one of the signature elements of Mission Bay's open space system. The design of the Event Center and other buildings will emphasize the importance of this space, and the bay beyond, with multiple publicly accessible overlooks and a porous, open-air "food hall" on the northeastern corner directly across from the park.

The on-site open space will include a Main Plaza, Southeast Plaza, generous sloped Pedestrian Path, and Bayfront Overlook. The Main Plaza in particular will complement the landscaped park and waterfront boulevard with a more urban civic plaza along the transit-heavy Third Street. Stepped park plates and covered ramps leading to the plaza from the sidewalk will add a soft human character, while the Gatehouse element will help shape the plaza to create a distinct sense of place. The porous nature of the plaza along Third Street will also offer visual connection to the nearby public spaces of Gene Friend Way and Campus Lane on the UCSF campus, and to other open spaces further west of the site.

VICINITY PLANS

View Corridors

The Blocks 29-32 site is located near the waterfront, with significant views to the Bay. Two key varas, incorporated into the Plan to preserve Bay views, intersect with Blocks 29-32 at Illinois Street and Campus Lane. There is also a secondary view corridor intersecting the site at Bridgeview Way. The Project's location offers ample views at elevation to the San Francisco skyline, Bay Bridge, East Bay, and Potrero Hill.

Under the proposed Project, the varas established to preserve dramatic and interesting views at Illinois Street and Bridgeview Way will terminate at several key architectural elements on-site. Visitors approaching the site from these corridors will access multi-layered and multi-level views to the Plaza, Event Center, Pedestrian Path, and architectural detailing on the street. Similarly, the vara at Campus Lane will terminate at the Event Center instead. The dramatic architecture of the Event Center, coupled with the scaled Gatehouse element and the intense public activity of the Main Plaza, will offer an alternative and equally engaging view.

Architectural detailing like the Event Center's Bayfront Terrace feature will be designed to enhance opportunities for additional views at elevation.

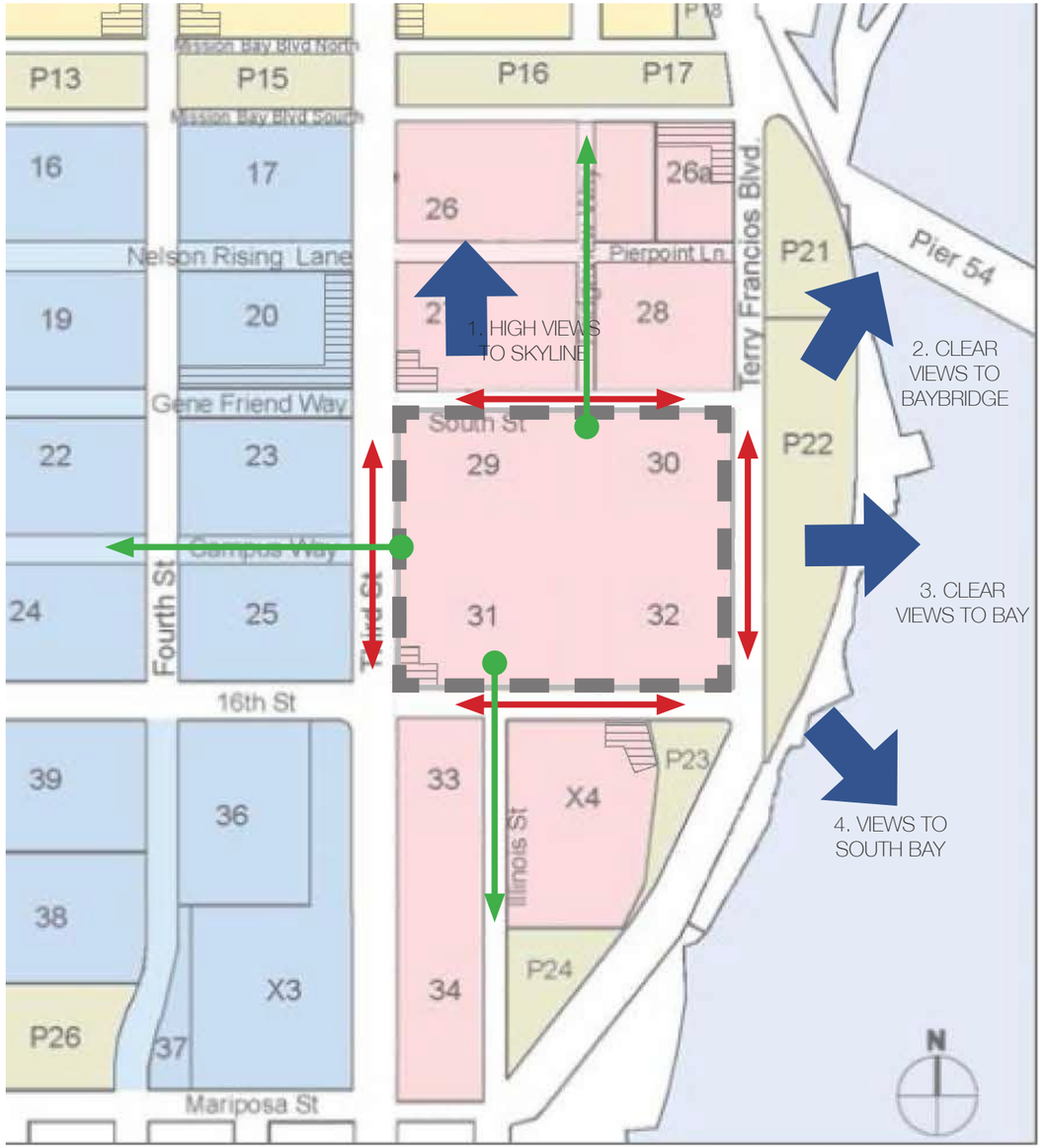


Fig. 17

1. HIGH VIEWS TO SKYLINE — Fig. 18

2. CLEAR VIEWS TO BAY BRIDGE — Fig. 19

3. CLEAR VIEWS TO BAY — Fig. 20

4. VIEWS TO SOUTH BAY — Fig. 21

VICINITY PLANS

Bay Trail / Bike Greenway

Mission Bay Project Pedestrian Access and Jogging Trail

Planned Pedestrian Bridge

Major Phase Boundary

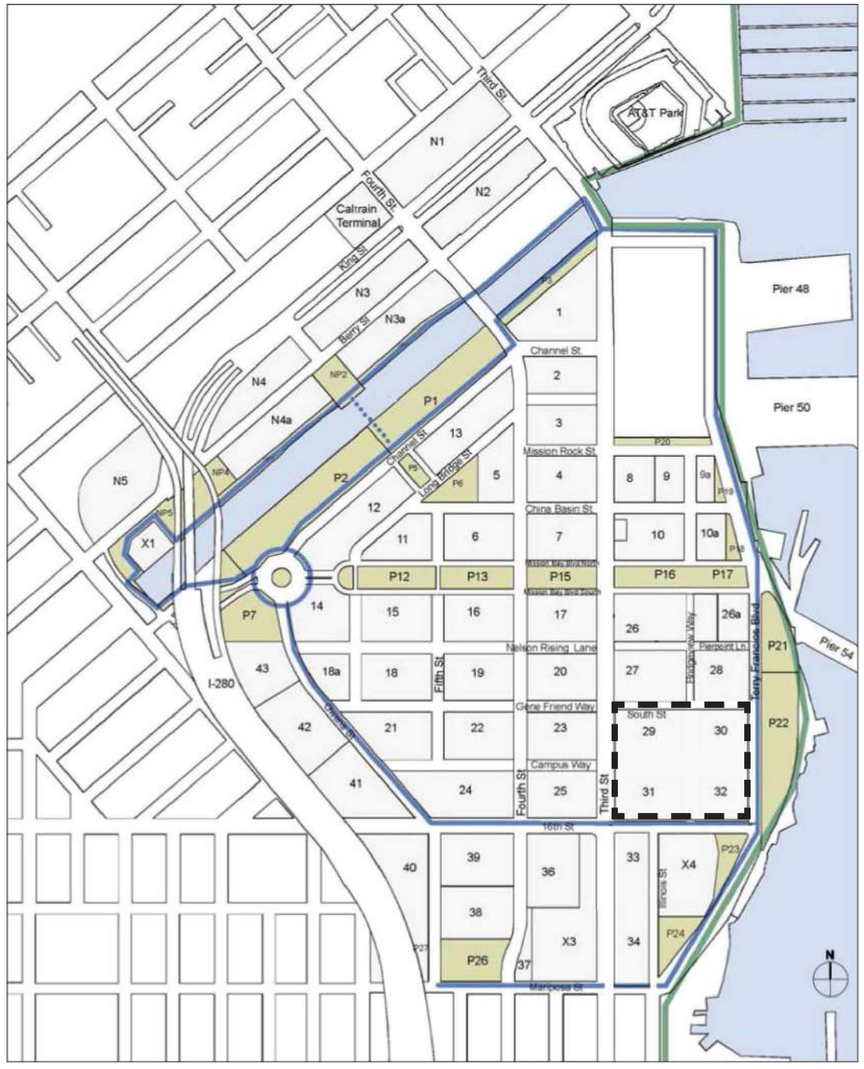


Fig. 22

Pedestrian Circulation

The street grid around Blocks 29-32 is orthogonal but varied. Sidewalks are generous along Third Street, but the experience of a wide roadway lacks pedestrian scale. South Street and 16th Street are scaled to look and function more like a traditional urban street, while Terry Francois Boulevard will be designed as a generous, multi-modal and inviting waterfront boulevard for vehicles, bikes, and pedestrians alike. Bridgeview Way is designed as a privately-maintained neighborhood roadway, and Campus Lane and Gene Friend Way function primarily as pedestrian walkways.

The development on Blocks 29-32 will purposefully break up the orthogonal street grid of the surrounding vicinity to create a site where pedestrian circulation is varied, natural, and organic. Each corner of the site will provide key entry/exit points for pedestrians, with cantilevers or gateways emphasizing the sense of arrival and welcome as they transition to the on-site experience. As a result, the site will have no “back doors” and instead function as a local center for pedestrians approaching from all directions.

Pedestrians will also have opportunities to move through the site at several mid-block locations that reinforce the intent of planned varas for Mission Bay: on Third Street, entering the Main Plaza across from Campus Lane; on South Street, approaching the Pedestrian Path across from Bridgeview Way; and on 16th Street, via the cut-throughs or atrium passage from the street to the plaza. On the Pedestrian Path along Terry Francois Boulevard, a break in building massing will create a Bayfront Overlook that echoes the same open feeling and gesture to views as the other varas on site.

Finally, design features like the Gatehouse and park plates will help scale the pedestrian experience of Third Street, while more consistent streetwalls along South Street and 16th Street will reinforce the urban neighborhood character of these roadways for pedestrians approaching the site. Travel along Bridgeview Way’s sidewalks will be discouraged for Event Center patrons.

VICINITY PLANS

Transit Circulation

Blocks 29-32 sit at the nexus of two key transit paths.

Running north/south, the Muni T line stops directly at the intersection of Third Street and South Street. Accordingly, a large, weather-protected plaza at the northwestern corner of the site will create a gracious and well-scaled “front porch” and a welcoming entrance for transit users. The Plaza area will also provide additional queuing and enforcement area for pedestrians waiting for Muni trains post-event. This corner will be a primary entry/exit area for transit users bound for Muni connections, Caltrain, or connections to BART via the planned Central Subway

On the east/west axis, the Muni 22 bus route along 16th Street passes by the southwestern corner of the site. As with the northwestern corner, the mixed-use building at the southwest will be pulled back from the street edge to provide ample space for pedestrians to exit transit queuing areas, and multiple options (stairs or slopes) to move from the street corner to the Main Plaza area.

A potential future ferry dock located at the intersection of 16th Street and Terry Francois Boulevard is also currently under consideration. A dock would create a ferry passenger unloading zone near the large Southeast Plaza, a primary building entry. Connecting transit to the development at this location will produce a dramatic sense of arrival and easy wayfinding for guests.

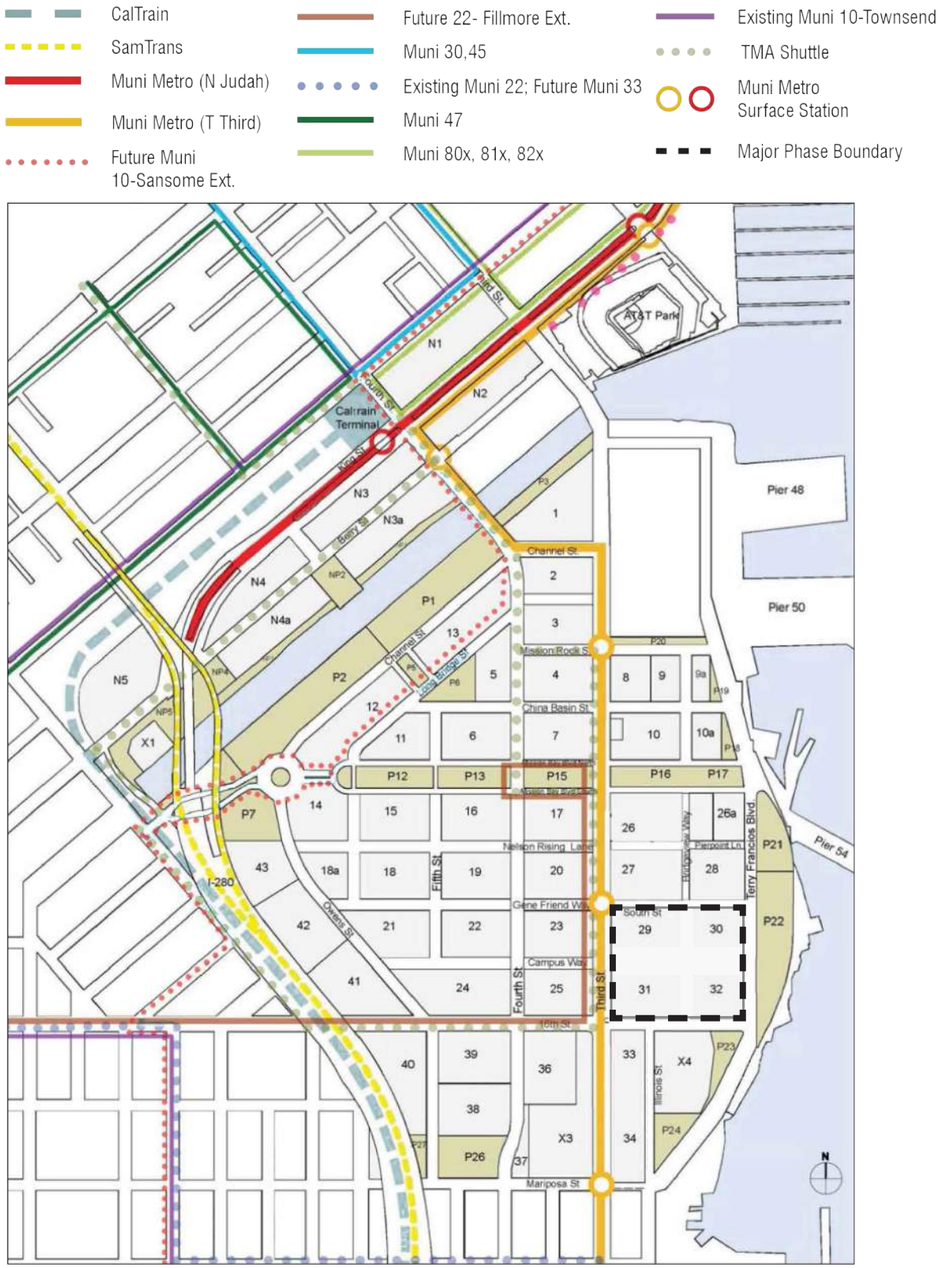


Fig. 23

VICINITY PLANS

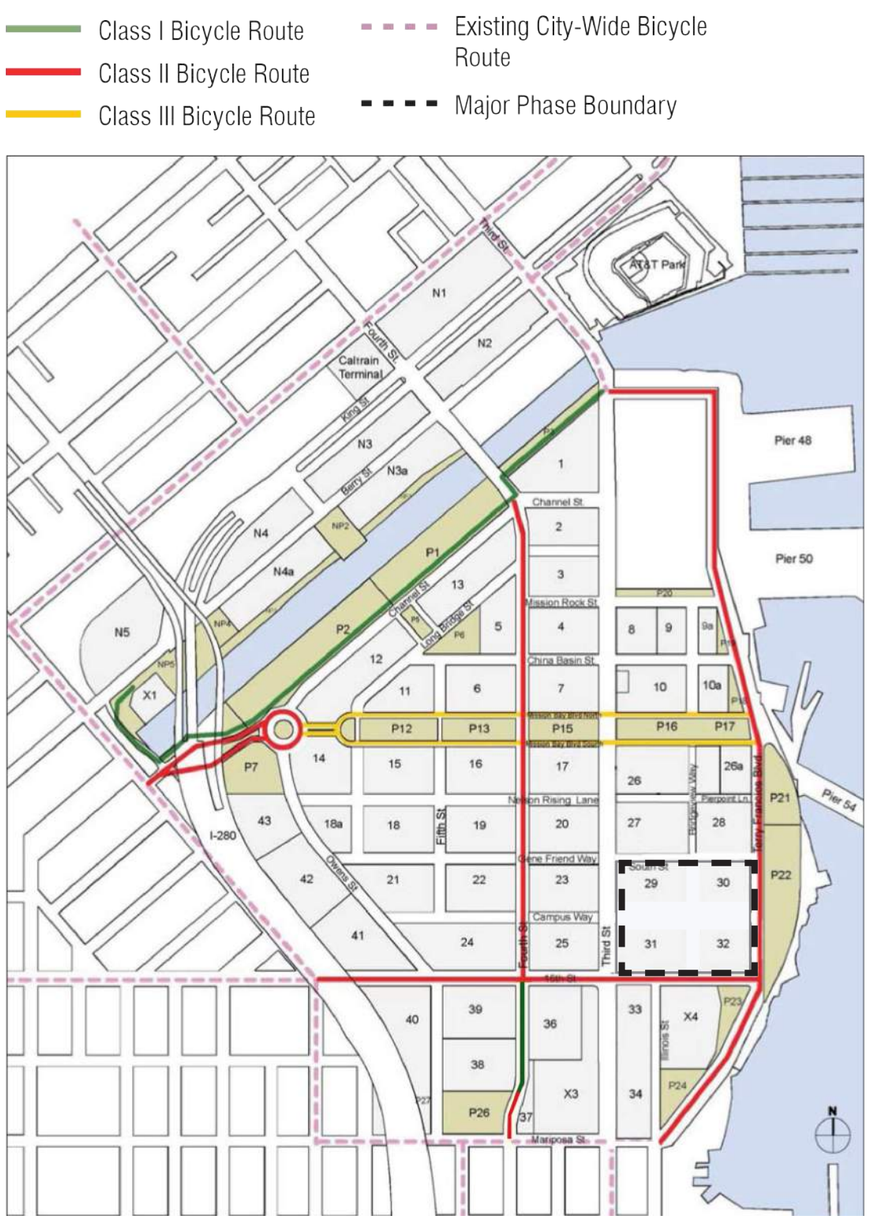


Fig. 24

Bicycle Circulation

Key bike routes in the site vicinity include those along Illinois Street, 16th Street, and the planned cycletrack along Terry Francois Boulevard. A Bay Area Bike Share pod is planned for a location northwest of the site. The routes will offer strong connections to the Bay Trail/Embarcadero Promenade north of the site, and to the main Seventeenth Street bikeway that will run west of Seventh Street as part of the SFMTA's Transit Effectiveness Project.

Bike routes will bring substantial numbers of visitors and workers to the site. The Golden State Warriors are committed to supporting the development of a generous Bike Valet at the intersection of these routes on 16th Street and Terry Francois Boulevard (exact location to be determined). From the bike valet, cyclists will be able to safely access the Southeast Plaza entry or circulate to the Main Plaza Entry to the Event Center without crossing curb cuts. Additionally, temporary bike corrals will be located on each plaza for high-volume events.

The Mission Bay South Infrastructure Plan includes several on-street racks for Class 2 bike parking on the sidewalk immediately adjacent to or across the street from Blocks 29-32. The Golden State Warriors will supplement these racks with additional racks (planned street furniture) concentrated at site corners to facilitate quick parking and site entry.

Bicycle parking for office users will be located at grade or in the parking garage, in close proximity to routes on 16th Street and Illinois Street and to both office lobbies.

SITE PLANS

SITE PLAN

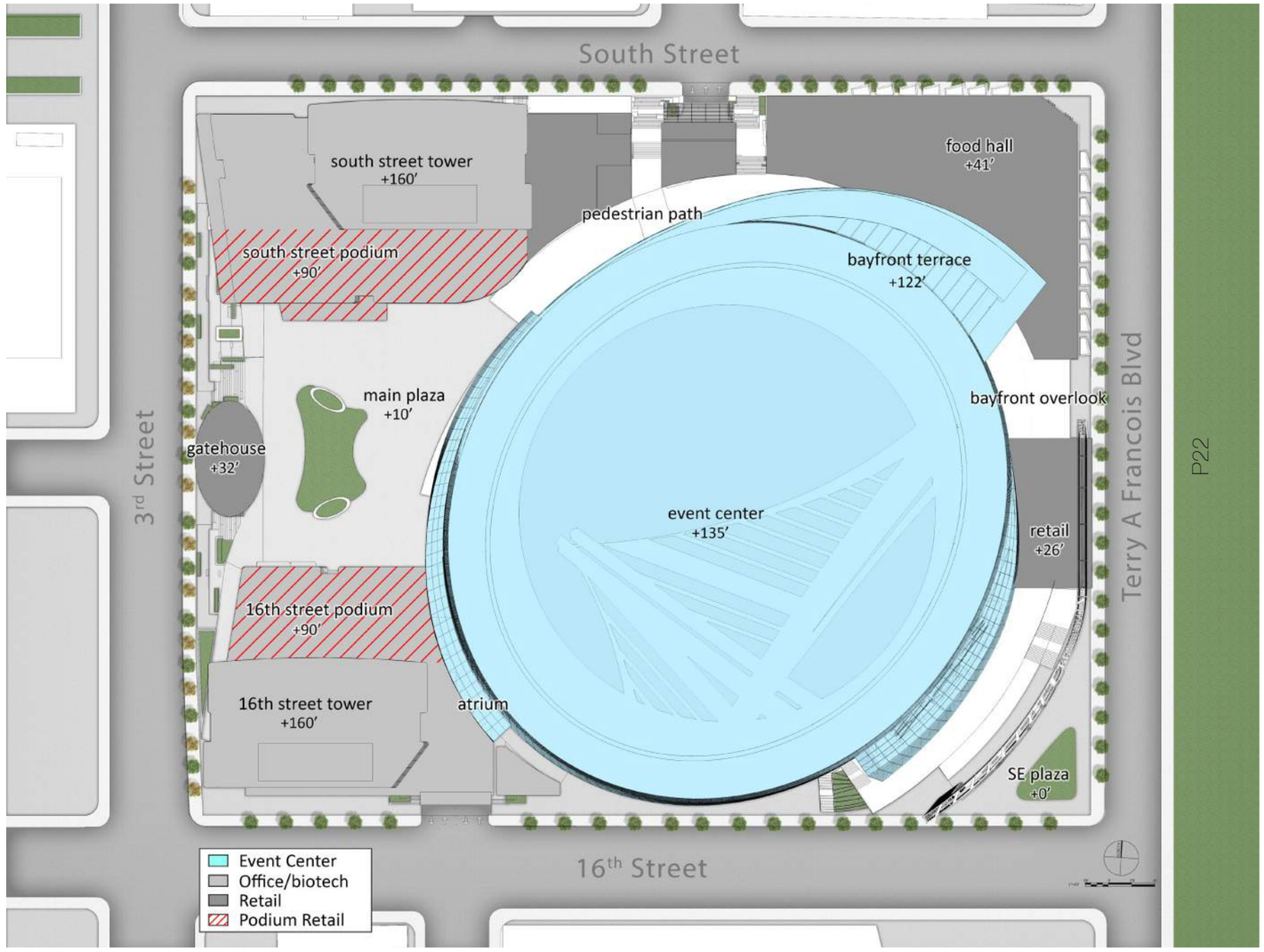
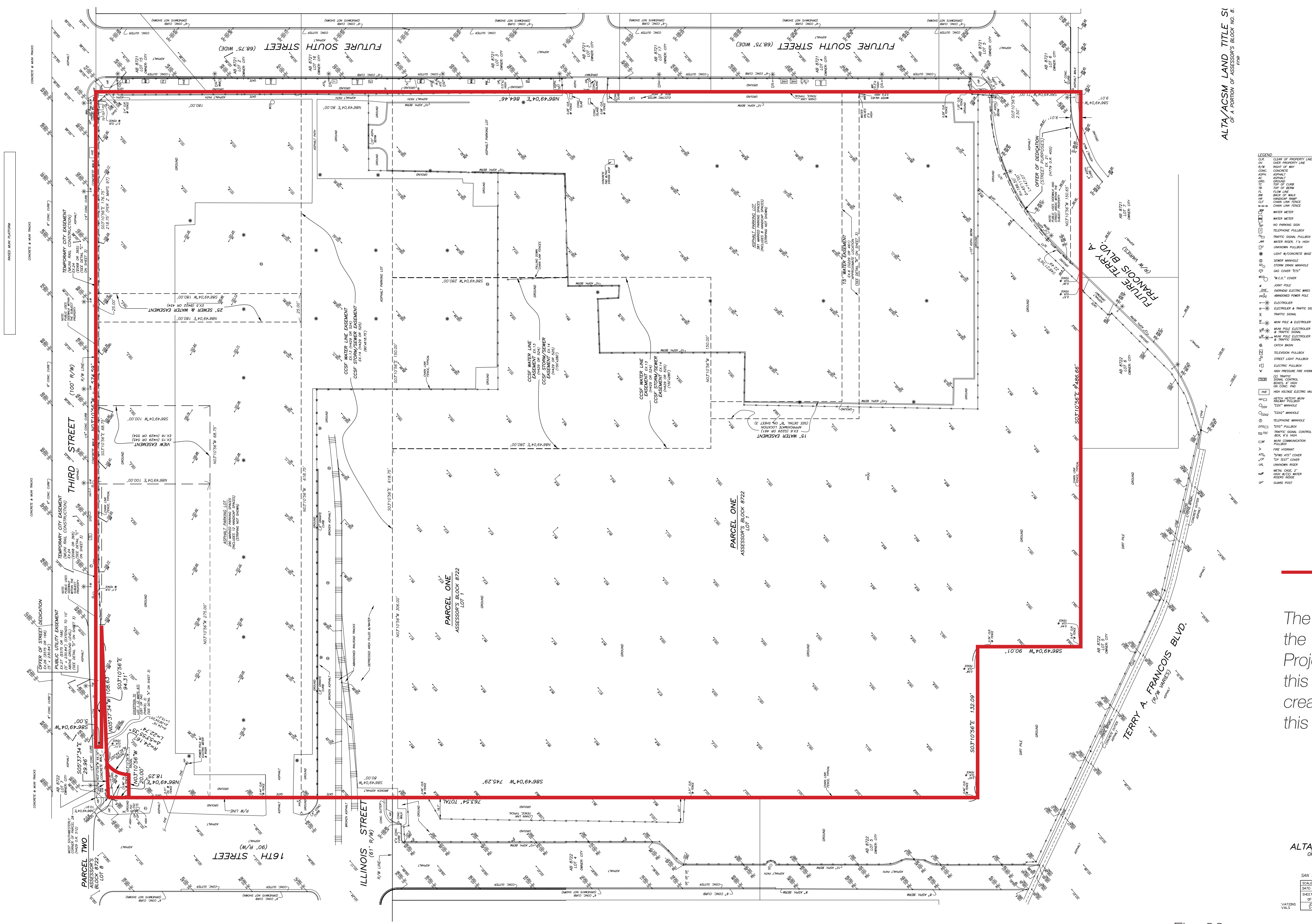


Fig. 25

On-site landscaping shown here is representative only. Landscape plans for the site will be formally approved as part of the Project's Basic Concept/Schematic Design package.

SITE PLANS

EXISTING SITE BOUNDARIES AND SURVEY



Property line as of April 2014

The property line as shown here does not represent the final proposed boundary of the completed Project. Please refer to the Executive Summary of this document for details on proposed strategy to create parcels and offers of dedication on pieces of this land.

NORTH

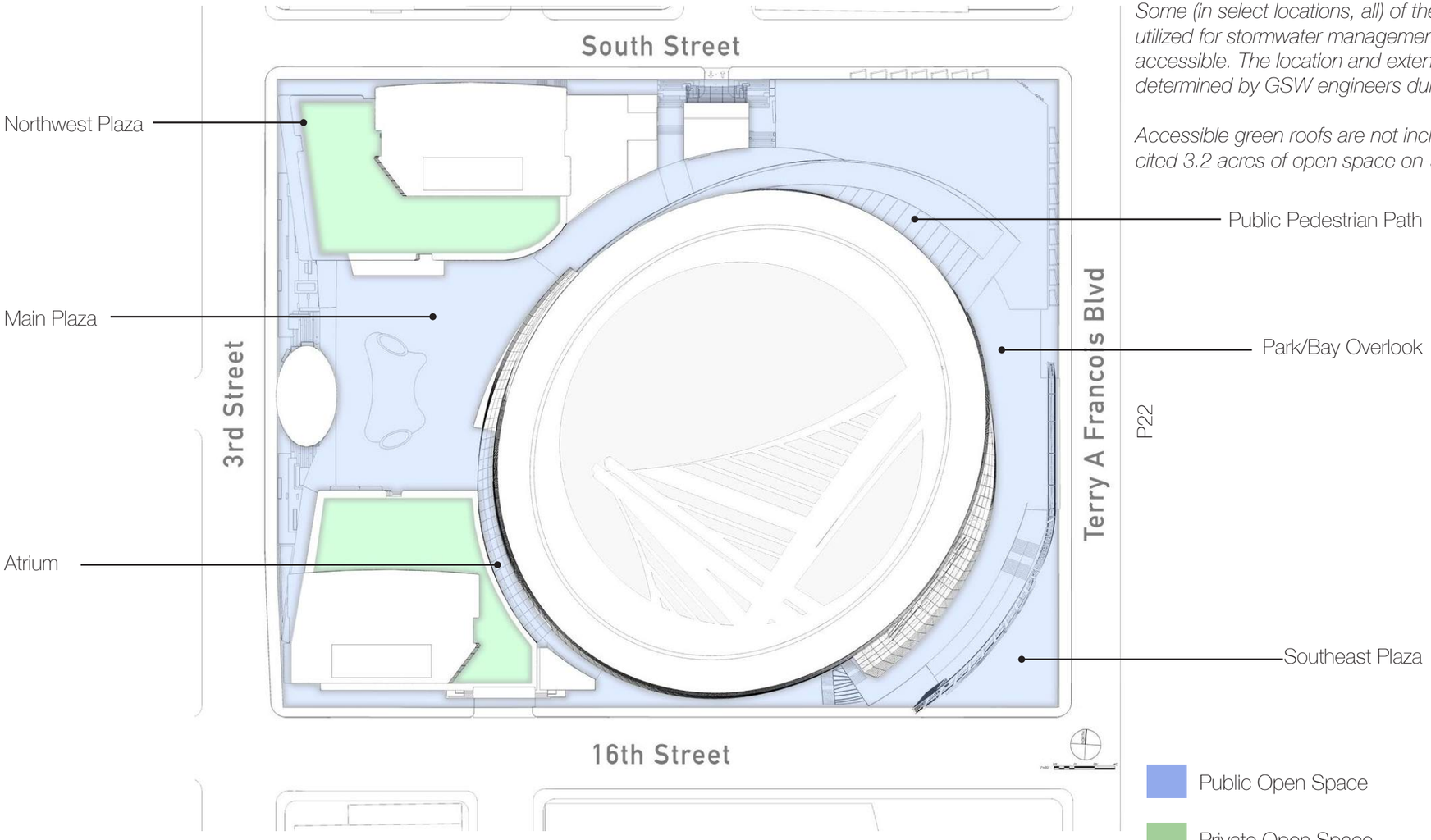
ALTA/ACSM LAND TITLE SURVEY
OF A PORTION OF ASSESSOR'S BLOCK NO. 8722
FOR
GSW ARENA LLC
SAN FRANCISCO CALIFORNIA

SCALE: 1" = 20' DATE: 4/21/14 SHEET: 1 OF: 3 JOB NO. S-8647	MARTIN M. RON ASSOCIATES LAND SURVEYORS 859 HARRISON STREET, SUITE 200 SAN FRANCISCO, CA 94107 (415) 543-4500	SURV: RW/DD DES. DRW: JP CHK: BR REV NO.

Fig. 26

SITE PLANS

OPEN SPACES



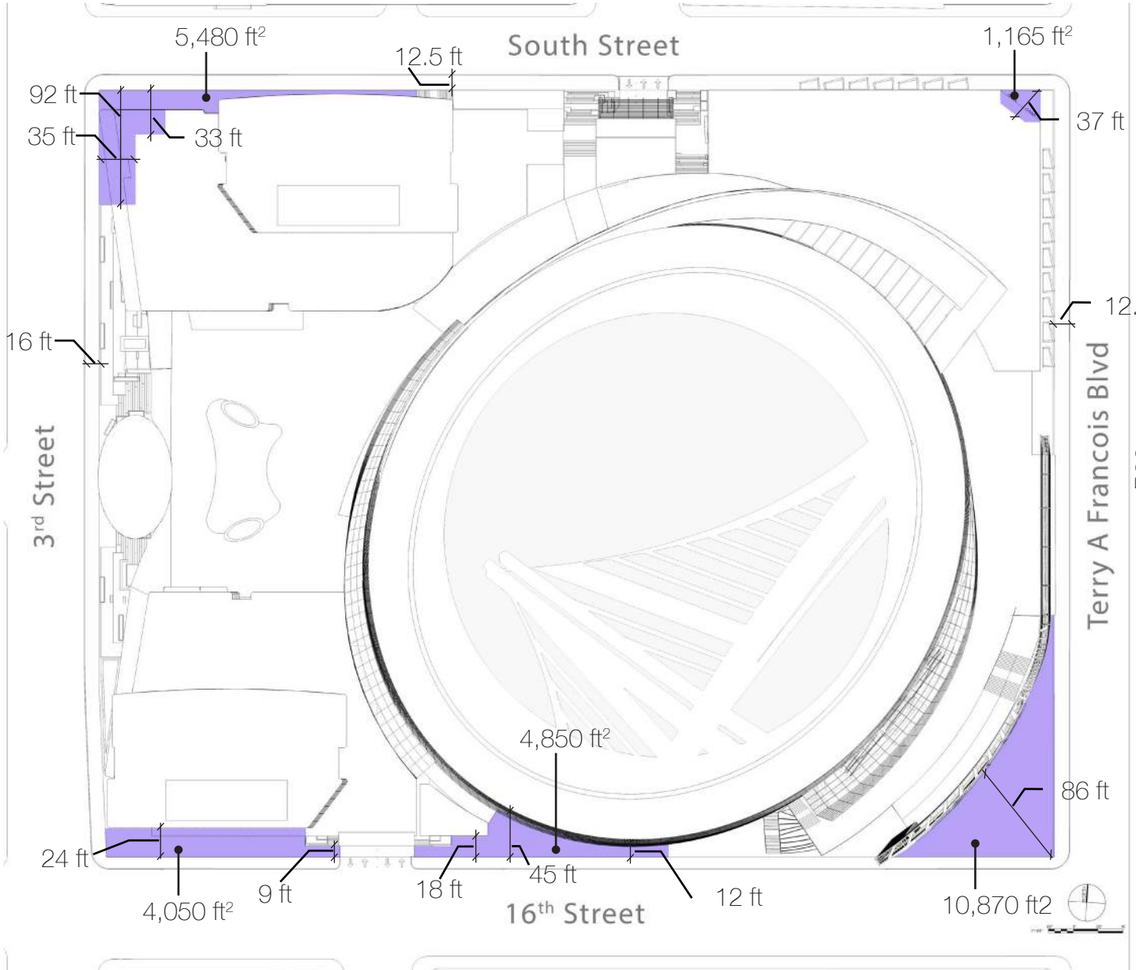
Some (in select locations, all) of the green roof spaces will be utilized for stormwater management and will not be directly accessible. The location and extent of these areas will be determined by GSW engineers during Schematic Designs.

Accessible green roofs are not included in the previously-cited 3.2 acres of open space on-site.

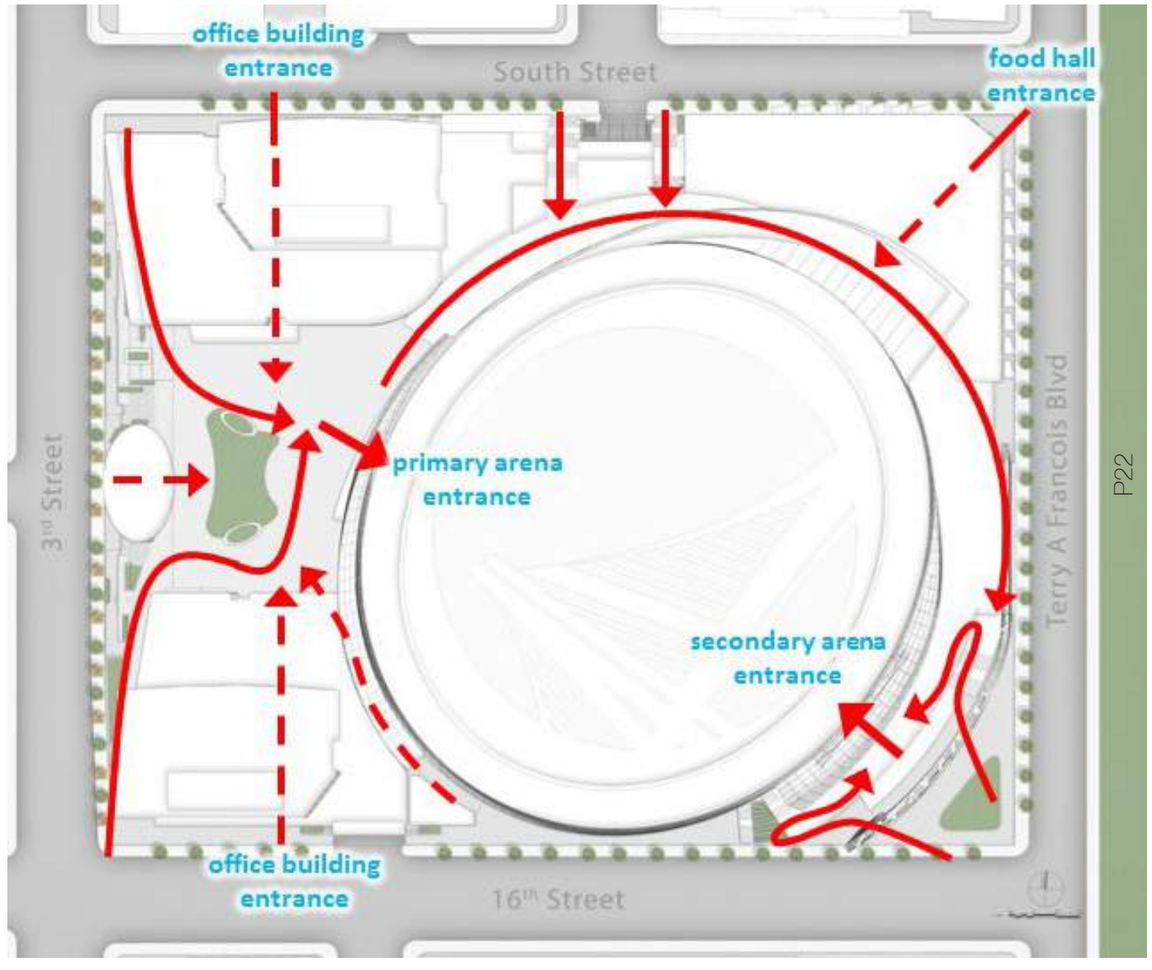
Fig. 27

SITE PLANS

PEDESTRIAN STAGING AREAS AND CIRCULATION



Site perimeter: Post-event pedestrian queuing space Fig. 28



Site interior: Pedestrian Circulation and Access Options Fig. 29

LEGEND

Open path of travel

Path through building interior

SITE PLANS

VEHICLE ACCESS

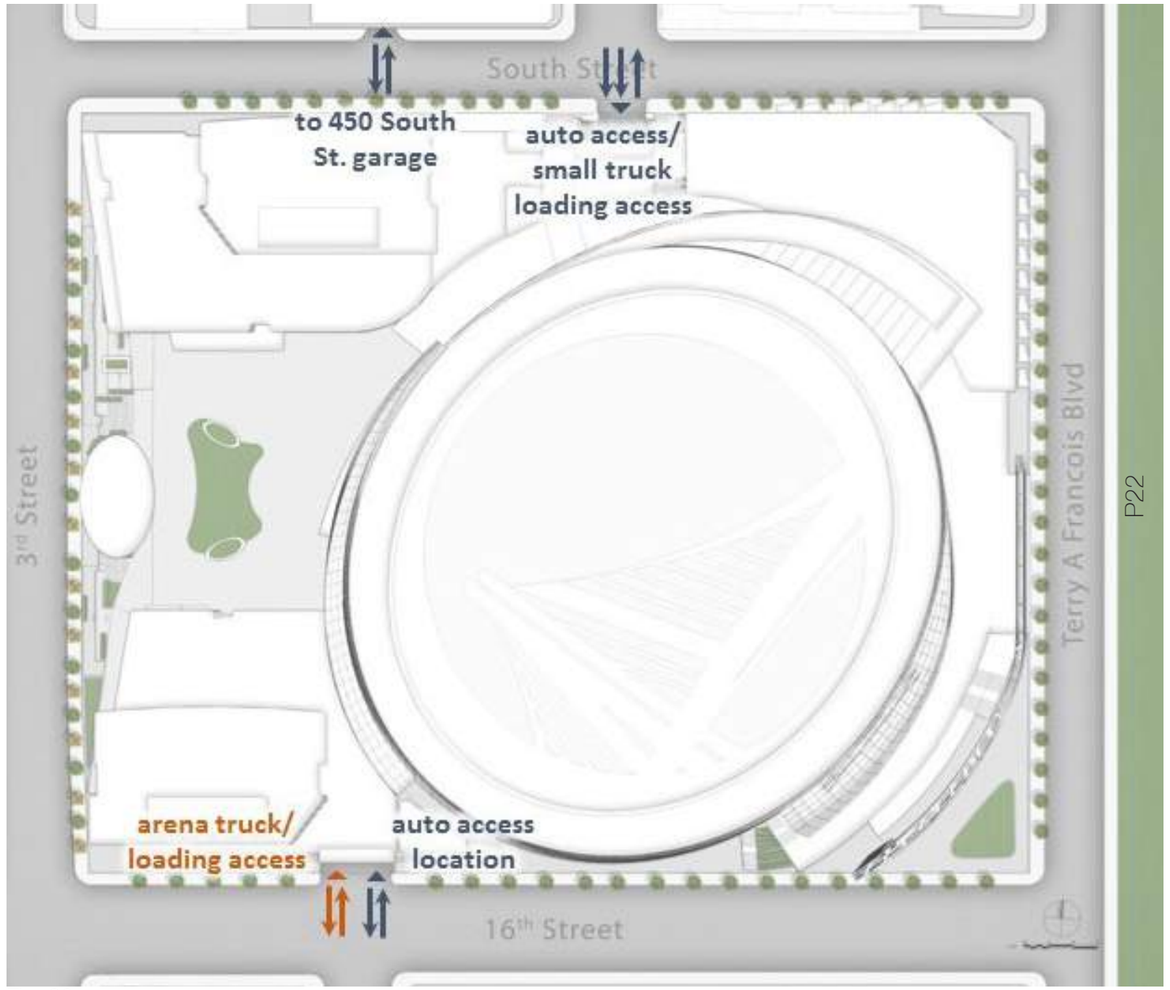
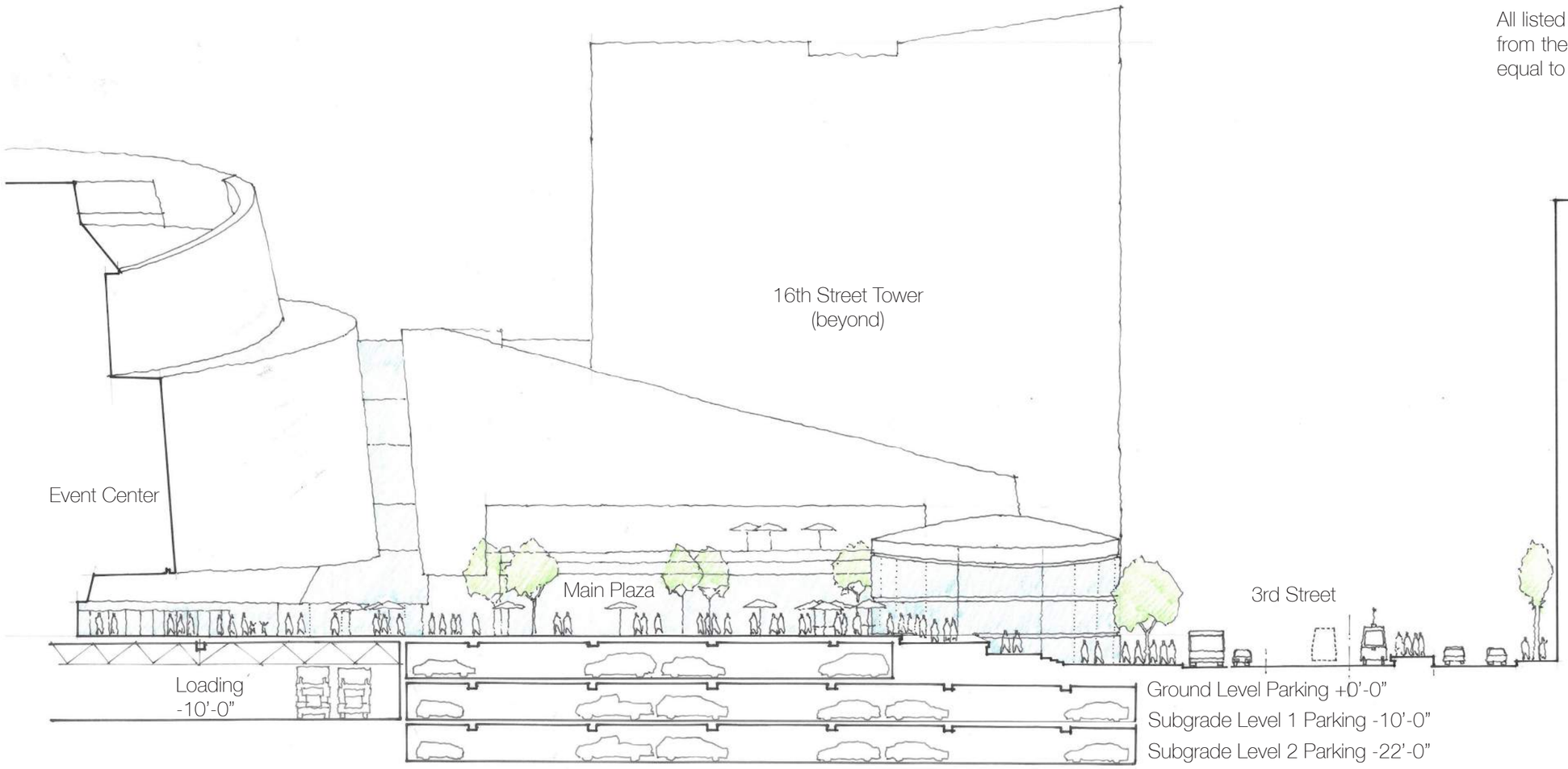


Fig. 30

All parking on-site is located in a contiguous garage space. Drivers may enter from either driveway and readily circulate between "South Street Garage" and "16th Street Garage" areas. Garage area labels are for ease of reference only.

STREETSCAPE AND PLAZA SECTION AT 3RD STREET

All listed building elevation labels are measured from the 100.00' Mission Bay Datum, which is equal to the 0.00' San Francisco City Datum.



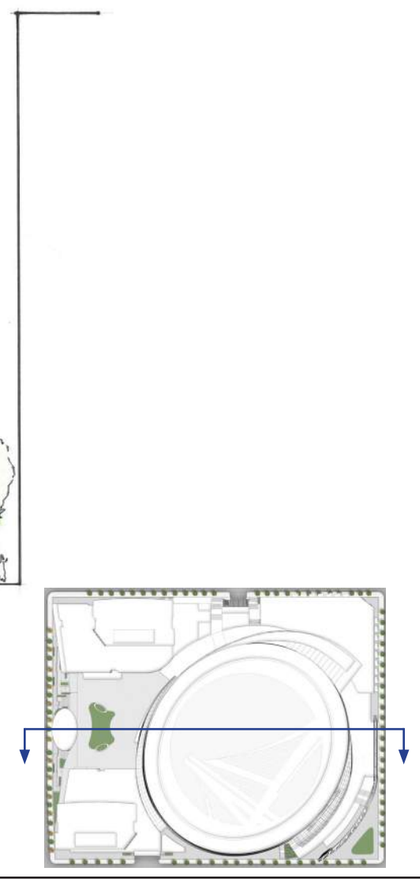


Fig. 31

SITE PLANS

STREETSCAPE IMPROVEMENTS

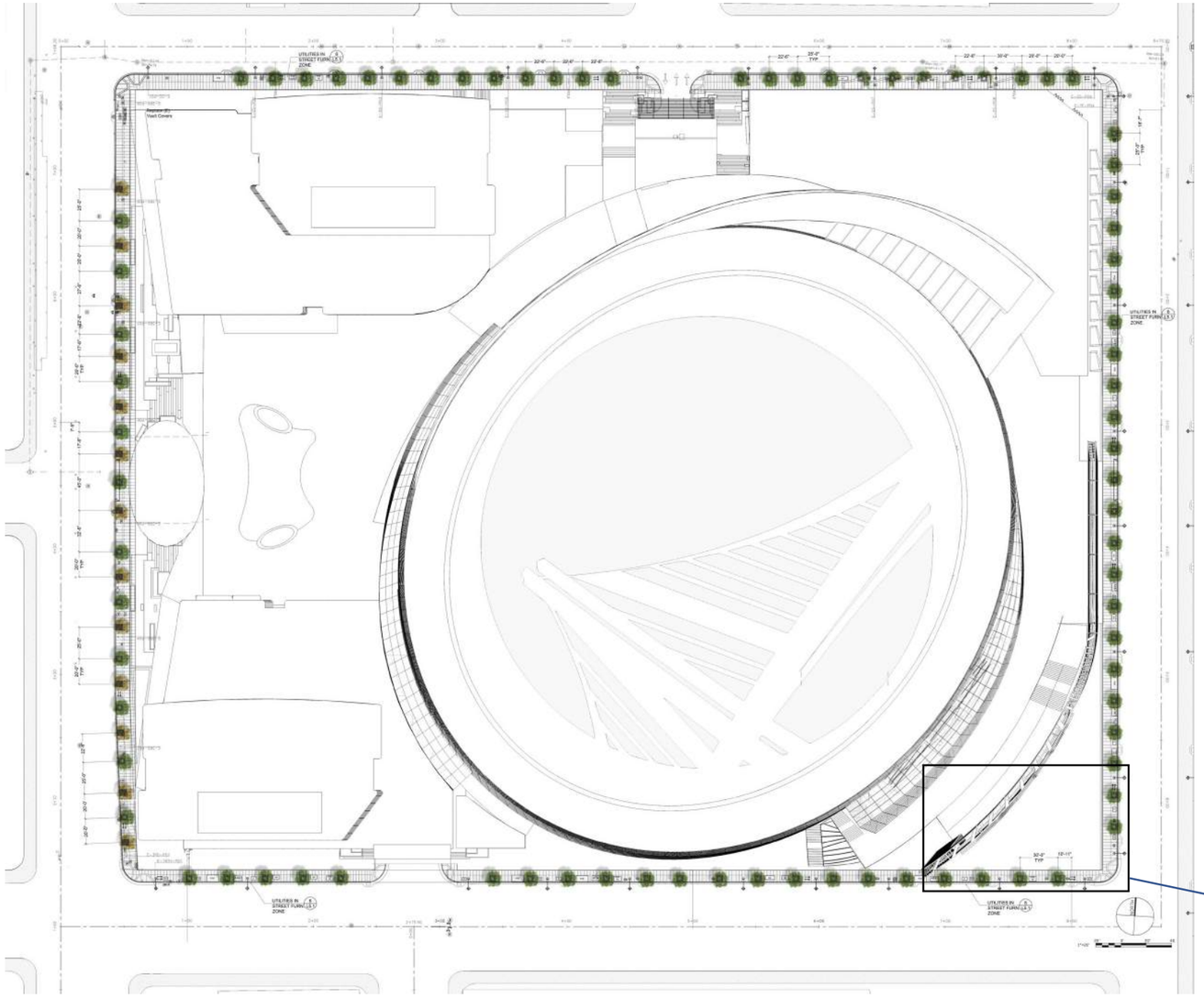


Fig. 32

This plan is based on the Landscape Planting Plan from the Mission Bay Blocks 39-32 Public Improvements Plan, received from the master developer and dated 12/10/07. Breaks in proposed tree plantings shown in the original Plan complied with the varas located across from Campus Lane, Illinois Street, and Bridgeview Way.

In a deviation from the 12/10/07 Plan, the Project instead proposes re-introducing trees in those locations, given the altered nature of the view corridors under the proposed design and the desire for a pleasant sidewalk environment. A small number of tree removals, notated here and concentrated primarily in the northwest corner of the site, also represent a deviation from the Plan. Reducing trees in select locations will provide adequate pedestrian queuing and transit loading space before and after large events.

The Project's final streetscape plan will be approved through a separate permit.

Washington robusta

Arbutus marina

Ginkgo biloba

Melaleuca quinquenervia

Liquidambar styraciflua

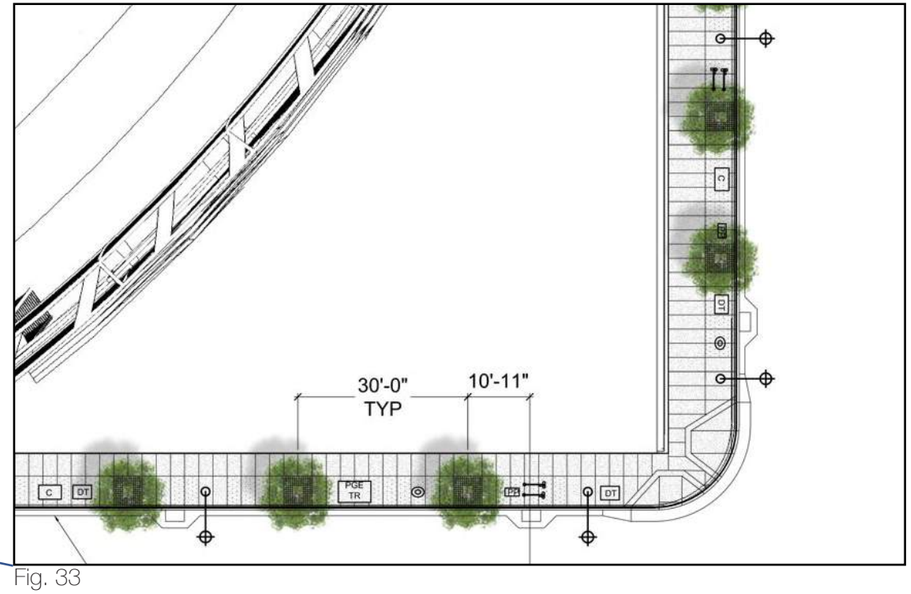


Fig. 33

Trees currently planned for 16th St. may need to be removed or relocated to facilitate efficient vehicle and bus loading along the curb frontage.

SITE PLANS

SIDEWALK PAVING AND FURNISHINGS

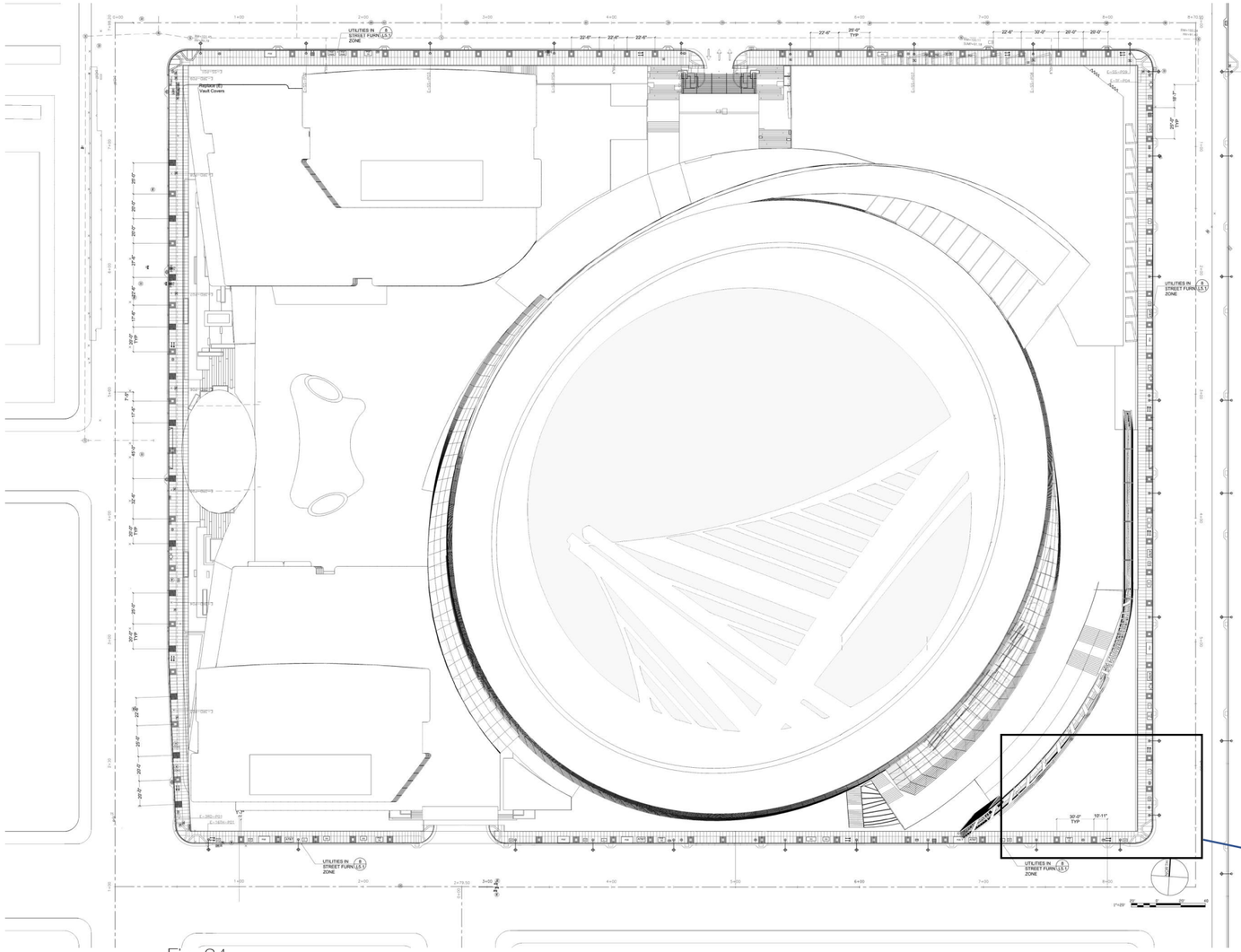


Fig. 34

LAYOUT LEGEND

- Bollard
- Bicycle Stand
- Fire Hydrant
- Trash Receptacle
- Tree Well, Granite Sets
- Street Light
- Structural Soil Trench
- Concrete Paving

This plan is based on the Landscape Planting Plan from the Mission Bay Blocks 39-32 Public Improvements Plan, received from the master developer and dated 12/10/07 and further modified for the Project. Breaks in proposed street furnishings shown in the original Plan complied with the intent of the varas located across from Campus Lane, Illinois Street, and Bridgeview Way

In a deviation from the 12/10/07 Plan, the Project instead proposes re-introducing street furniture in those locations, given the altered nature of the view corridors under the proposed design and the desire for a pleasant and utilitarian sidewalk environment. A small number of street furniture removals, notated here and concentrated primarily in the northwest corner of the site, also represent a deviation from the Plan. Reducing street furniture in select locations will provide adequate pedestrian queuing and transit loading space before and after large Event Center events.

The Project's final streetscape plan will be approved through a separate permit.

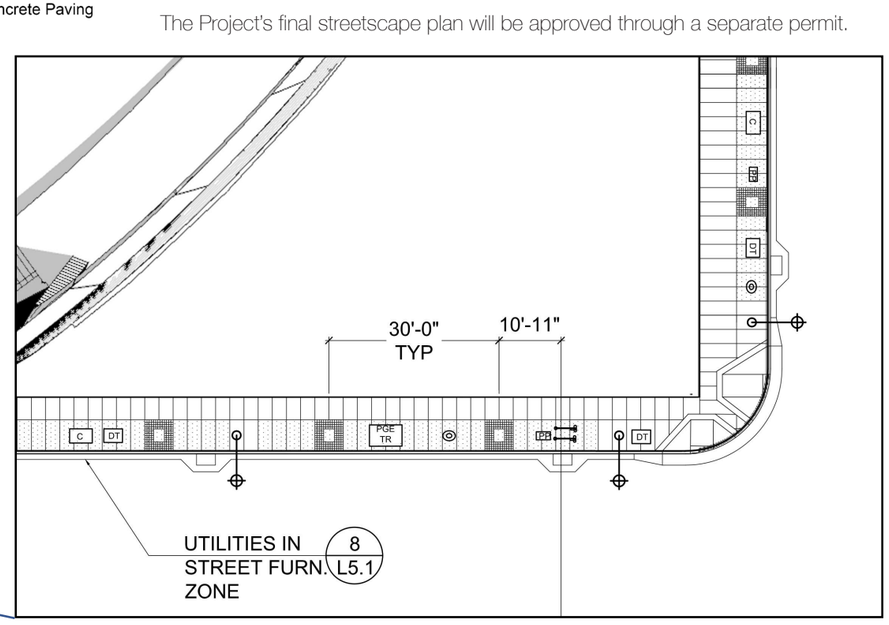


Fig. 35

INFRASTRUCTURE PLANS

OVERALL UTILITIES

UTILITY INFRASTRUCTURE OVERVIEW

IN ANTICIPATION OF THE FUTURE DEVELOPMENT OF BLOCKS 29-32, THE INFRASTRUCTURE IMPROVEMENTS NEEDED TO SERVICE THE SITE HAVE ALREADY BEEN COMPLETED IN 3RD STREET AND SOUTH STREET.

THE INSTALLATION OF THE FOLLOWING UTILITY SYSTEMS ALONG 16TH STREET HAVE ALREADY BEEN COMPLETED:

- SEPARATE SANITARY SEWER MAIN
- SEPARATE STORM DRAIN MAIN

THE INSTALLATION OF THE FOLLOWING UTILITY SYSTEMS ALONG 16TH STREET WILL TAKE PLACE DURING THIS MAJOR PHASE:

- DOMESTIC WATER MAIN
- RECLAIMED WATER MAIN
- GAS MAIN

THE INSTALLATION OF THE FOLLOWING UTILITY SYSTEMS ALONG THE FUTURE TERRY A FRANCOIS BLVD WILL TAKE PLACE DURING THIS MAJOR PHASE:

- SEPARATE SANITARY SEWER MAIN
- SEPARATE STORM DRAIN MAIN
- DOMESTIC WATER MAIN
- RECLAIMED WATER MAIN
- GAS MAIN

THERE ARE SEVERAL EXISTING SERVICE LATERALS EXTENDING FROM THE EXISTING UTILITY MAINS ALONG SOUTH STREET THAT CAN PRESUMABLY BE USED TO SERVICE THE SITE. ADDITIONAL SERVICE LATERALS ARE PROPOSED ALONG 16TH STREET AND THE FUTURE TERRY A FRANCOIS BLVD FRONTAGE.

THE EXISTING AND PROPOSED UTILITY INFRASTRUCTURE IMPROVEMENTS ARE CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

LEGEND

- PROPOSED JOINT TRENCH
- EXISTING JOINT TRENCH
- PROPOSED GAS
- EXISTING GAS
- PROPOSED LOW PRESSURE WATER
- EXISTING LOW PRESSURE WATER
- PROPOSED HIGH PRESSURE WATER
- EXISTING HIGH PRESSURE WATER
- PROPOSED RECLAIMED WATER
- EXISTING RECLAIMED WATER
- PROPOSED COMBINED SEWER
- EXISTING COMBINED SEWER
- COMBINED SEWER MANHOLE
- PROPOSED SANITARY SEWER
- EXISTING SANITARY SEWER
- SANITARY SEWER MANHOLE
- PROPOSED STORM DRAIN
- EXISTING STORM DRAIN
- STORM DRAIN MANHOLE

GRAPHIC SCALE 50 0 50 100 NORTH

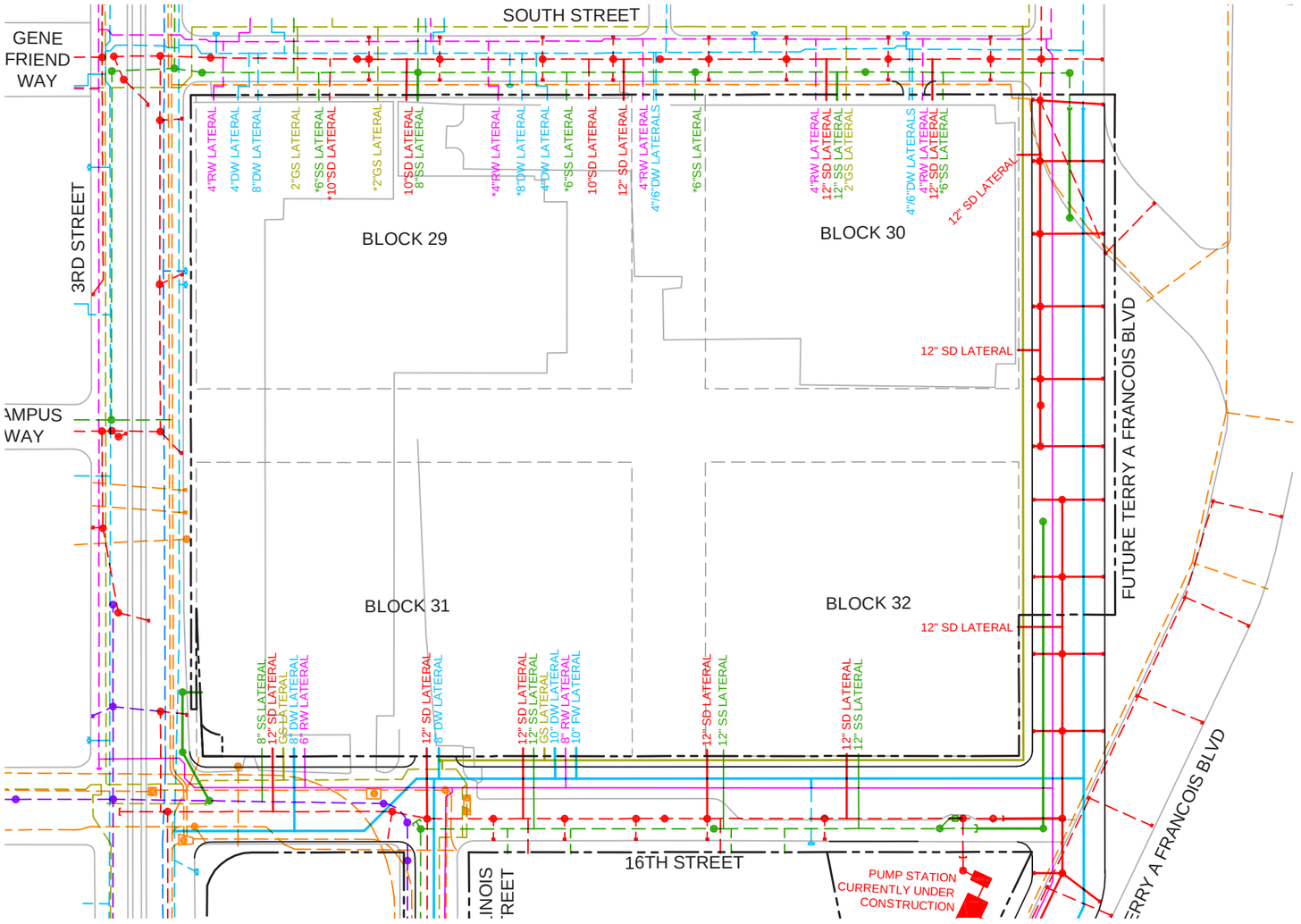


Fig. 36

INFRASTRUCTURE PLANS

SANITARY SEWER

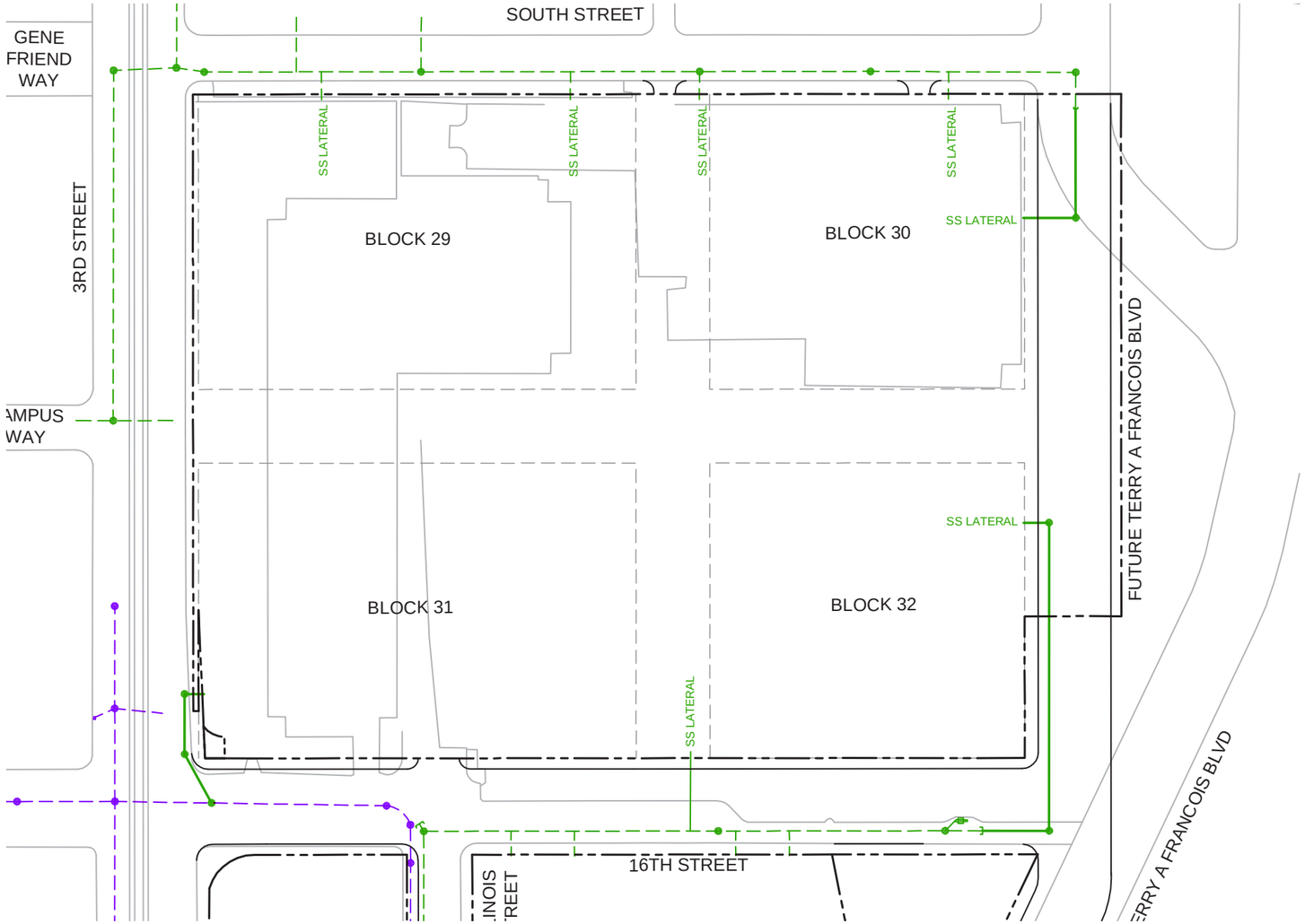


Fig. 37

SANITARY SEWER OVERVIEW

THE EXISTING SITE FLOWS TO TWO SEPARATE BASINS, MARIPOSA BASIN AND CENTRAL BASIN, AND THE ROUTING OF THE PROPOSED INFRASTRUCTURE IMPROVEMENTS WILL REMAIN CONSISTENT WITH THE EXISTING FLOW PATTERNS. FOR REFERENCE, THE DIVISION BETWEEN THE TWO BASINS IS APPROXIMATELY 300' NORTH OF 16TH STREET.

CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN, SEPARATE SANITARY SEWER AND STORM DRAIN MAINS HAVE ALREADY BEEN INSTALLED IN 3RD ST, 16TH ST, AND SOUTH ST.

THE FOLLOWING INFRASTRUCTURE IMPROVEMENTS WILL TAKE PLACE DURING THIS MAJOR PHASE:

- EXTEND THE EXISTING SANITARY SEWER MAIN AT THE INTERSECTION OF SOUTH STREET AND TERRY A FRANCOIS BLVD SOUTH APPROXIMATELY 100'
- EXTEND THE EXISTING SANITARY SEWER MAIN NEAR THE INTERSECTION OF 16TH STREET AND TERRY A FRANCOIS BLVD NORTH APPROXIMATELY 300'
- INSTALL MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

LEGEND

- PROPOSED COMBINED SEWER
- EXISTING COMBINED SEWER
- COMBINED SEWER MANHOLE
- PROPOSED SANITARY SEWER
- EXISTING SANITARY SEWER
- SANITARY SEWER MANHOLE

GRAPHIC SCALE 50 0 50 100 NORTH

INFRASTRUCTURE PLANS

STORM DRAINAGE

STORM DRAINAGE OVERVIEW

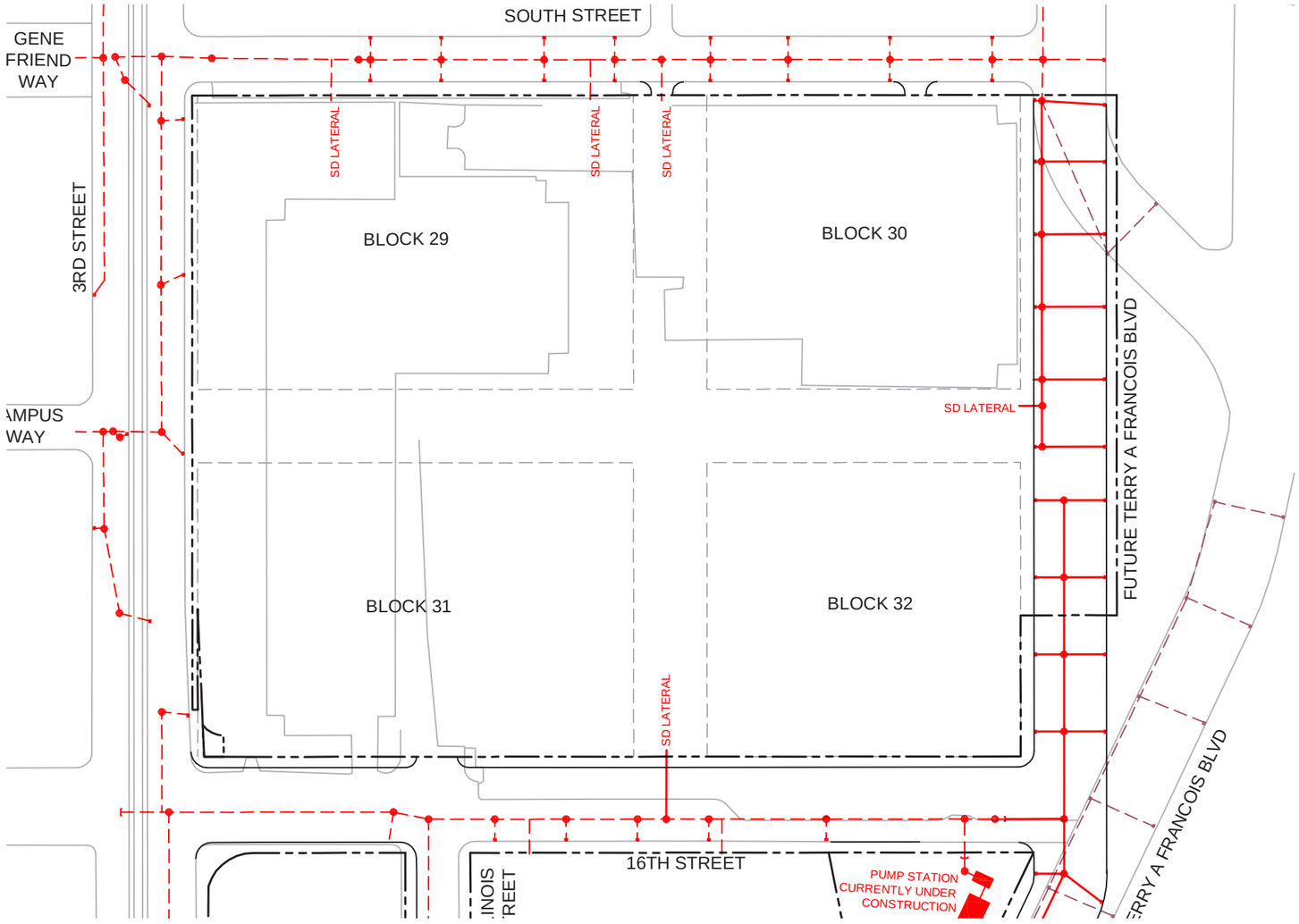
THE EXISTING SITE DRAINS TO TWO SEPARATE BASINS, MARIPOSA BASIN AND CENTRAL BASIN, AND THE ROUTING OF THE PROPOSED INFRASTRUCTURE IMPROVEMENTS WILL REMAIN CONSISTENT WITH THE EXISTING DRAINAGE PATTERNS. FOR REFERENCE, THE DIVISION BETWEEN THE TWO BASINS IS APPROXIMATELY 300' NORTH OF 16TH STREET. THE STORMWATER PUMP STATION LOCATED NEAR THE SOUTHEAST CORNER OF THE SITE IS CURRENTLY UNDER CONSTRUCTION.

CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN, SEPARATE SANITARY SEWER AND STORM DRAIN MAINS HAVE ALREADY BEEN INSTALLED IN 3RD ST, 16TH ST, AND SOUTH ST.

THE FOLLOWING INFRASTRUCTURE IMPROVEMENTS WILL TAKE PLACE DURING THIS MAJOR PHASE:

- EXTEND THE EXISTING STORM DRAIN MAIN AT THE INTERSECTION OF SOUTH STREET AND TERRY A FRANCOIS BLVD SOUTH APPROXIMATELY 300'
- EXTEND THE EXISTING STORM DRAIN MAIN NEAR THE INTERSECTION OF 16TH STREET AND TERRY A FRANCOIS BLVD NORTH APPROXIMATELY 300'
- INSTALL MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

THE EXISTING STORM DRAIN LINES, LATERALS AND CATCH BASINS CAN BE ABANDONED ONCE THE PORTION OF TERRY A FRANCOIS BLVD TO BE RELOCATED IS CONSTRUCTED.



LEGEND
- PROPOSED STORM DRAIN
- EXISTING STORM DRAIN
- STORM DRAIN MANHOLE
- EXISTING STORM DRAIN TO BE ABANDONED

GRAPHIC SCALE 50 0 50 100 NORTH

Fig. 38

INFRASTRUCTURE PLANS

WATER SUPPLY

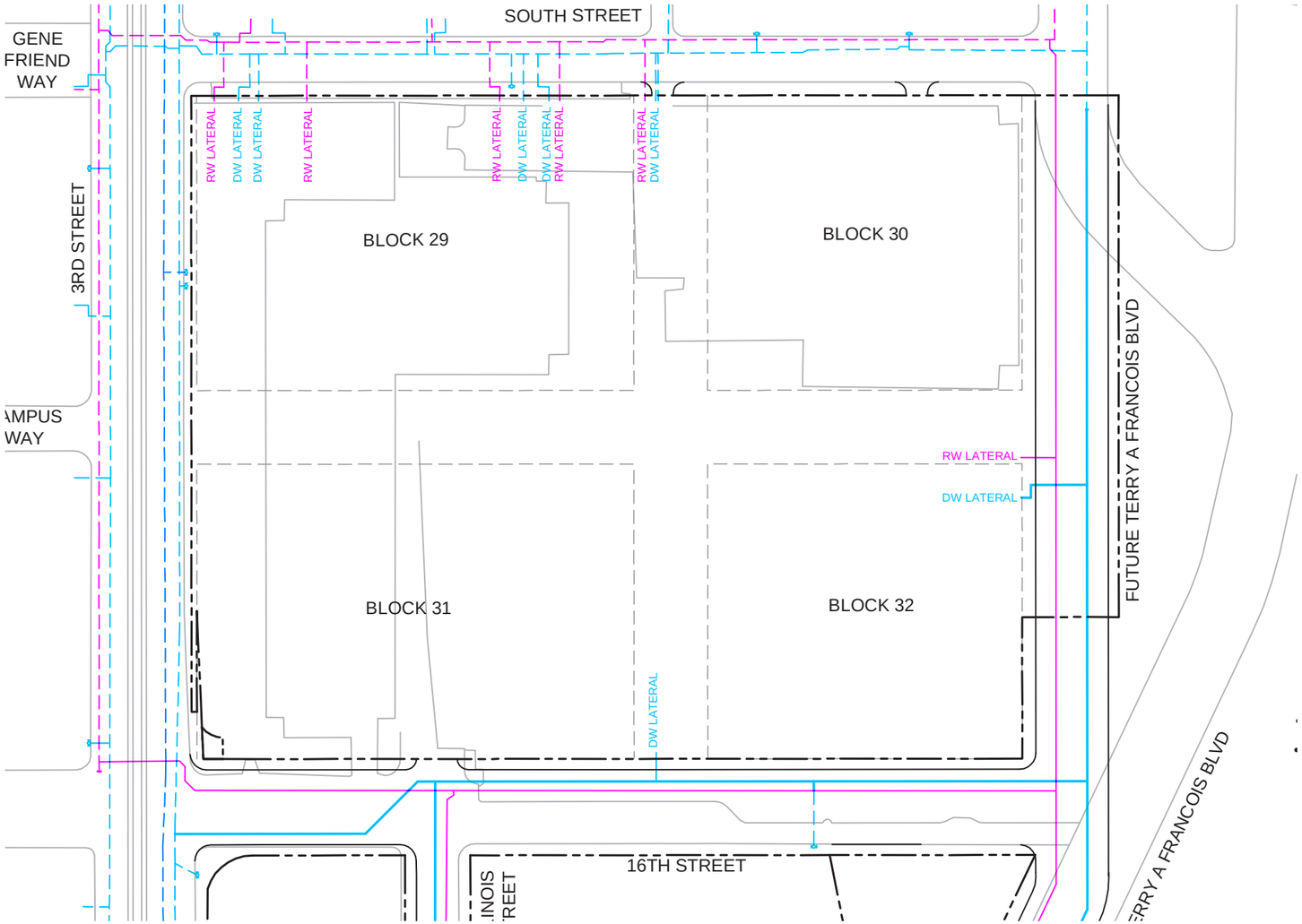


Fig. 39

LOW PRESSURE WATER OVERVIEW

THE LOW PRESSURE WATER (LPW) SYSTEM PRIMARILY SERVICES DOMESTIC WATER USE AND FIRE PROTECTION SYSTEMS. THERE ARE EXISTING LPW MAINS IN 3RD STREET AND SOUTH STREET CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

THE FOLLOWING INFRASTRUCTURE IMPROVEMENTS WILL TAKE PLACE DURING THIS MAJOR PHASE:

- THE EXISTING LPW MAIN IN 16TH STREET WILL BECOME THE RECLAIMED WATER MAIN AND A NEW LPW MAIN WILL BE INSTALLED
- A NEW LPW MAIN WILL BE INSTALLED IN THE FUTURE TERRY A FRANCOIS BLVD
- MULTIPLE SERVICE LATERALS WILL BE INSTALLED TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

HIGH PRESSURE WATER OVERVIEW

THE HIGH PRESSURE WATER SYSTEM, ALSO REFERRED TO AS THE AUXILIARY WATER SUPPLY SYSTEM (AWSS) IS USED SOLELY FOR FIRE PROTECTION. THERE IS AN EXISTING AWSS MAIN IN 3RD STREET CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

NO OTHER IMPROVEMENTS TO THE EXISTING AWSS SYSTEM ARE REQUIRED DURING THIS MAJOR PHASE.

RECLAIMED WATER OVERVIEW

THERE IS AN EXISTING RECLAIMED WATER MAIN IN 3RD STREET AND SOUTH STREET CONSISTENT WITH THE MISSION BAY SOUTH INFRASTRUCTURE PLAN.

THE FOLLOWING RECLAIMED WATER IMPROVEMENTS WILL OCCUR DURING THIS MAJOR PHASE:

- THE EXISTING LPW MAIN IN 16TH STREET WILL BECOME THE RECLAIMED WATER MAIN
- A NEW RECLAIMED WATER MAIN WILL BE INSTALLED IN THE FUTURE TERRY A FRANCOIS BLVD
- MULTIPLE SERVICE LATERALS WILL BE INSTALLED TO ACCOMMODATE THE VARIOUS POTENTIAL RECLAIMED WATER USES (I.E. TOILET SYSTEMS, LANDSCAPE IRRIGATION, ETC.)

LEGEND

- PROPOSED LOW PRESSURE WATER
- EXISTING LOW PRESSURE WATER
- PROPOSED HIGH PRESSURE WATER
- EXISTING HIGH PRESSURE WATER
- PROPOSED RECLAIMED WATER
- EXISTING RECLAIMED WATER

GRAPHIC SCALE 50 0 50 100 NORTH

INFRASTRUCTURE PLANS

JOINT TRENCH UTILITIES

JOINT TRENCH OVERVIEW

THERE ARE EXISTING JOINT TRENCHES IN SOUTH STREET, 3RD STREET AND A PORTION OF 16TH STREET. DRY UTILITIES LOCATED IN THE JOINT TRENCH MAY INCLUDE ONE OR MORE OF THE FOLLOWING:

- TELEPHONE
- CABLE
- FIBER OPTIC
- ELECTRICAL
- FIRE AND POLICE ALARM
- MUNI CONDUCTORS

INSTALLATION OF THE FOLLOWING WILL TAKE PLACE DURING THIS MAJOR PHASE:

- MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

NATURAL GAS OVERVIEW

THERE ARE EXISTING GAS MAINS IN 3RD STREET, SOUTH STREET , AND A PORTION OF 16TH STREET.

INSTALLATION OF THE FOLLOWING WILL TAKE PLACE DURING THIS MAJOR PHASE:

- NEW GAS MAIN ALONG THE REMAINDER OF 16TH STREET AND ALONG THE FUTURE TERRY A FRANCOIS BLVD
- MULTIPLE SERVICE LATERALS TO ACCOMMODATE THE ARENA AND MULTIPLE BUSINESSES, RETAIL STORES, ETC.

LEGEND

- PROPOSED JOINT TRENCH
- EXISTING JOINT TRENCH
- PROPOSED GAS
- EXISTING GAS

GRAPHIC SCALE 50 0 50 100

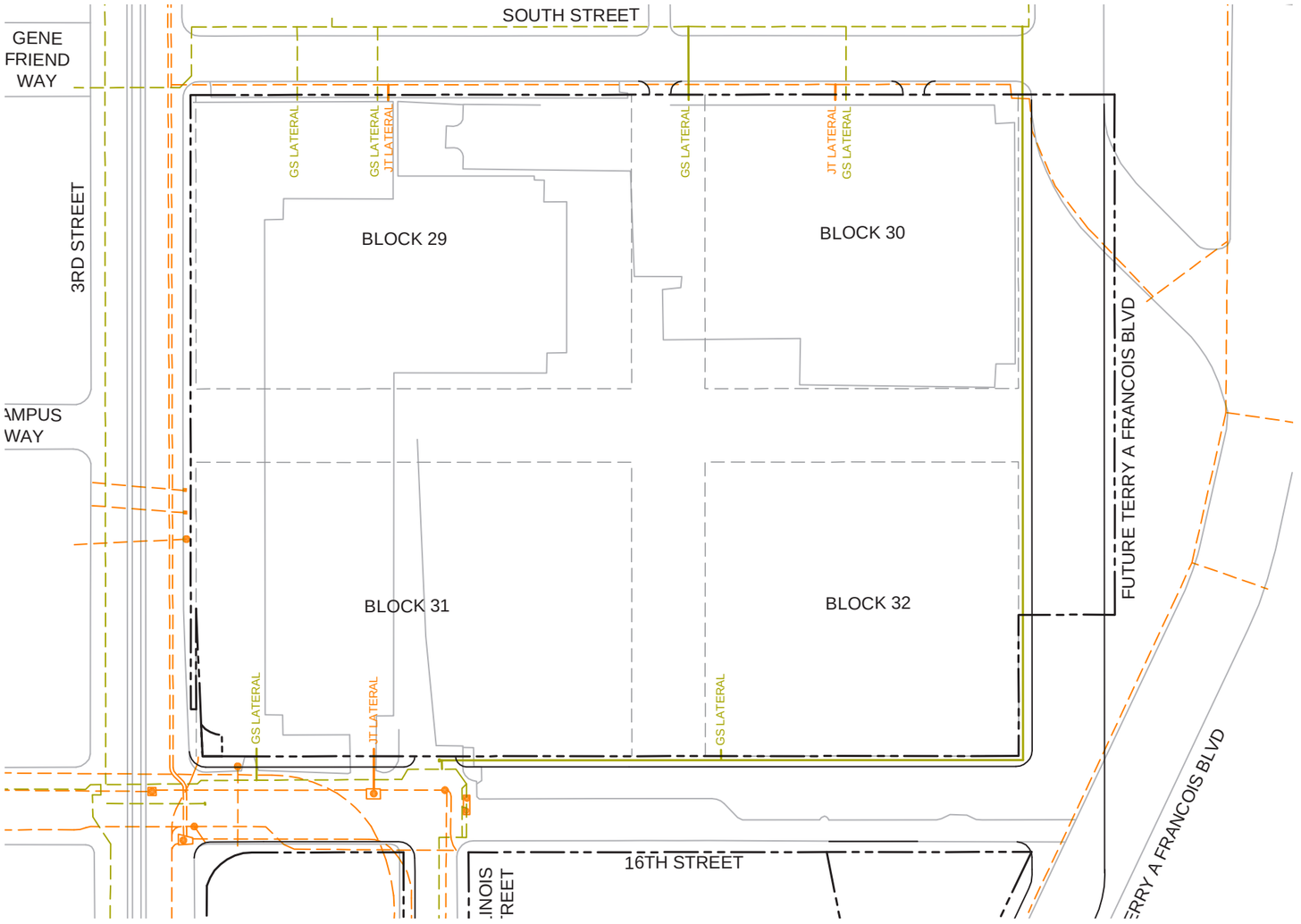


Fig. 40

INFRASTRUCTURE PLANS

TRANSPORTATION

The Project will observe principles and proposals outlined in a standalone Project Transportation Management Plan (TMP), in addition to the Mission Bay TMP. A memo and graphic set summarizing the draft document is attached to this Major Phase application. See Appendix B for detail.

ILLUSTRATIVE MATERIALS

ELEVATIONS

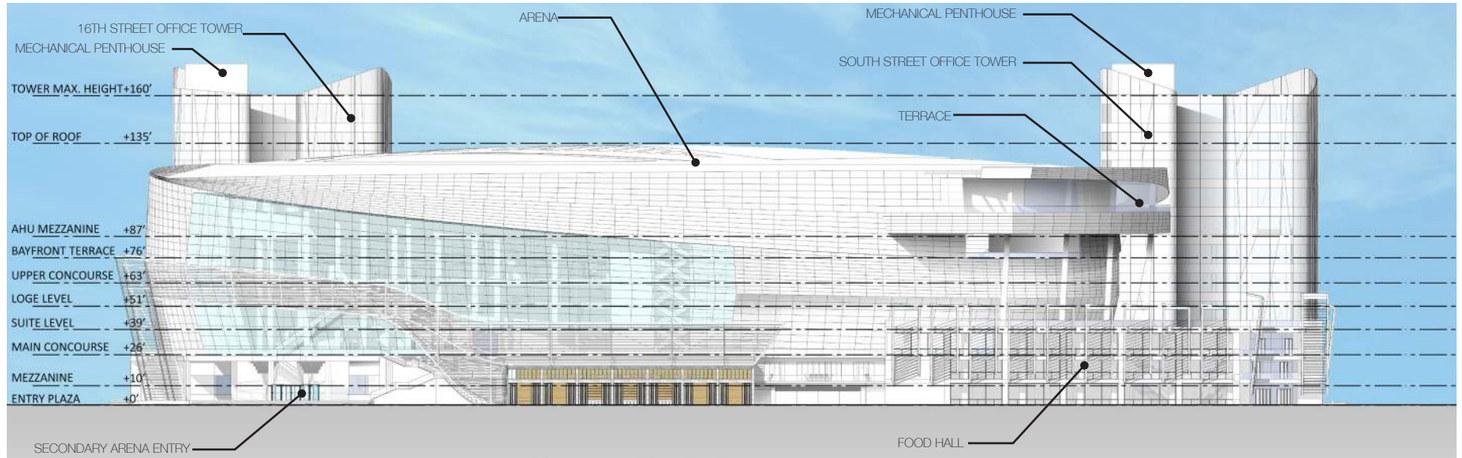


Fig. 41

EAST ELEVATION

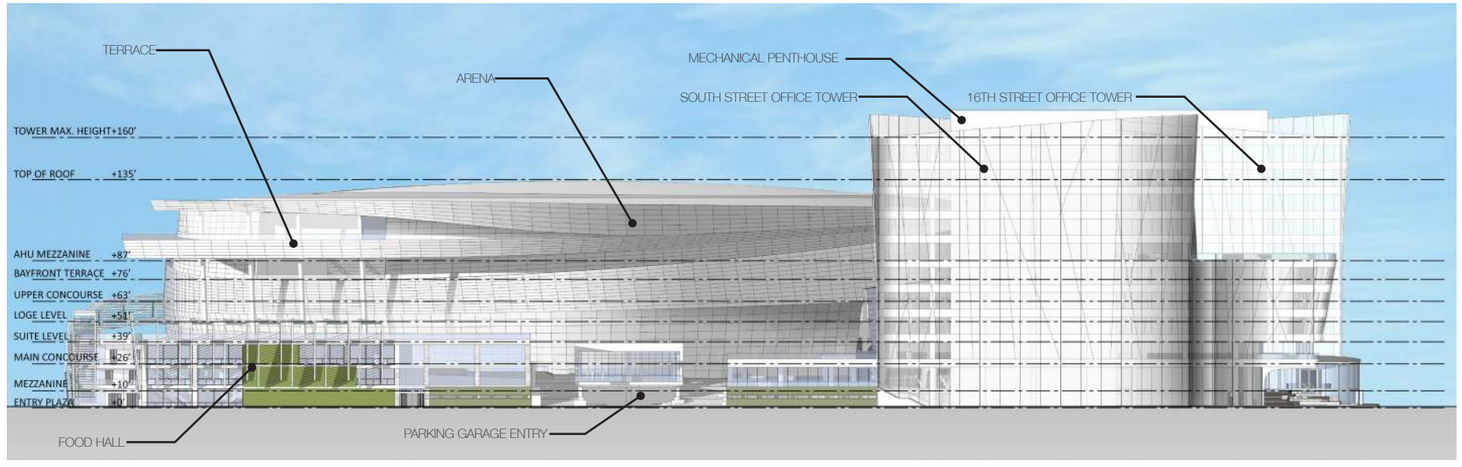


Fig. 42

NORTH ELEVATION

These elevations apply only to the proposed massing for development on Blocks 29-32, and are not intended to suggest ideas for building facades, skin or materials.
"Secondary Arena Entry" will be the main entrance to smaller events in the arena "theater" (cut-down bowl configuration).

ELEVATIONS

SOUTH ELEVATION

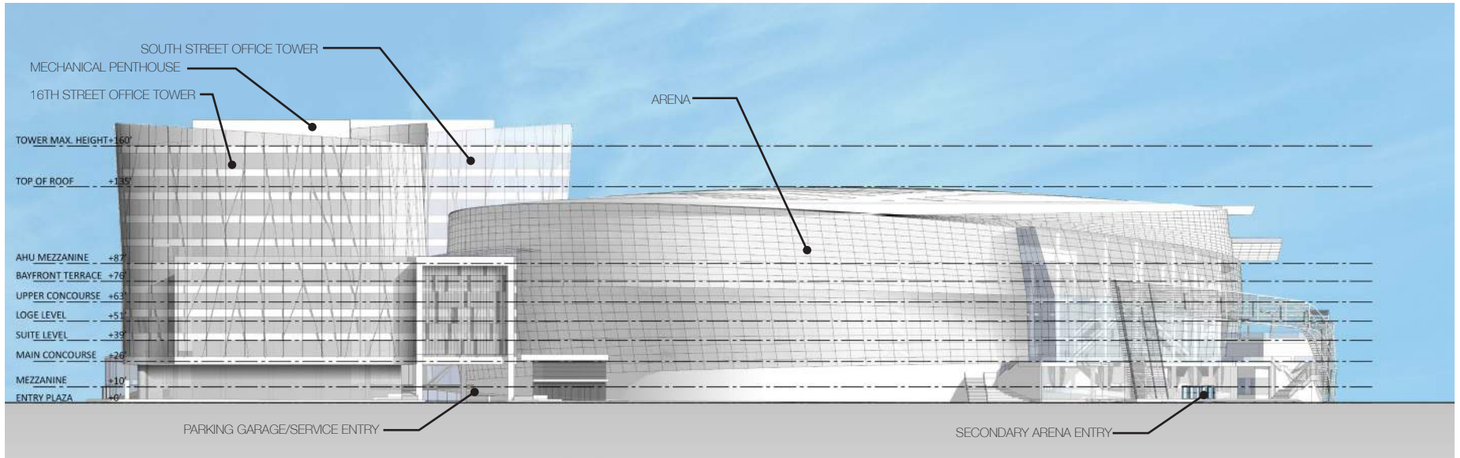


Fig. 43

WEST ELEVATION

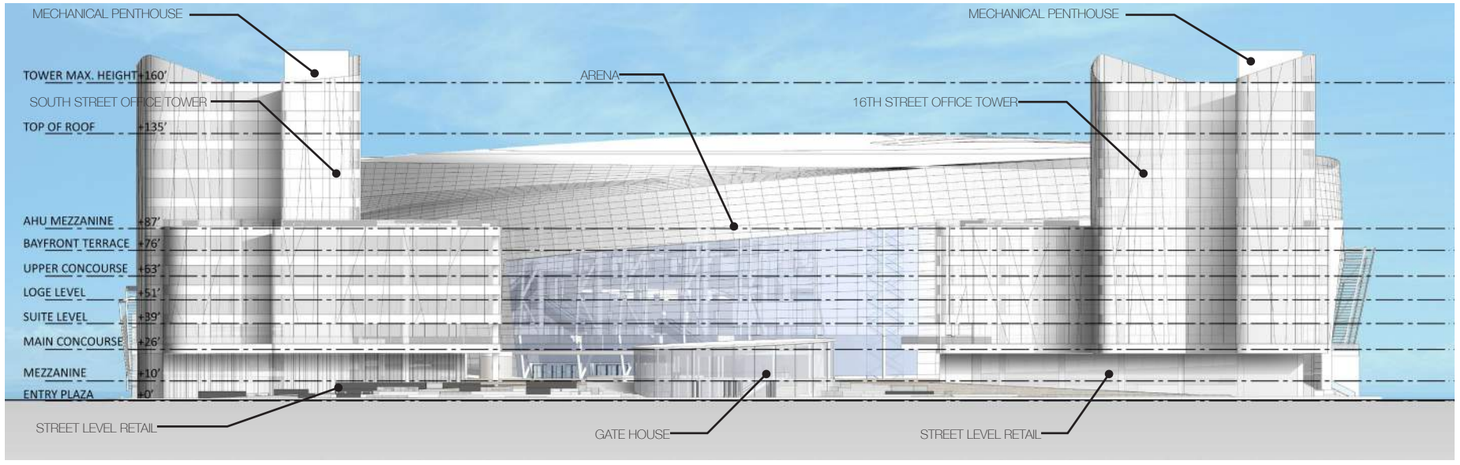


Fig. 44

These elevations apply only to the proposed massing for development on Blocks 29-32, and are not intended to suggest ideas for building facades, skin or materials.
"Secondary Arena Entry" will be the main entrance to smaller events in the arena "theater" (cut-down bowl configuration).

ILLUSTRATIVE MATERIALS

Elevation Comparison

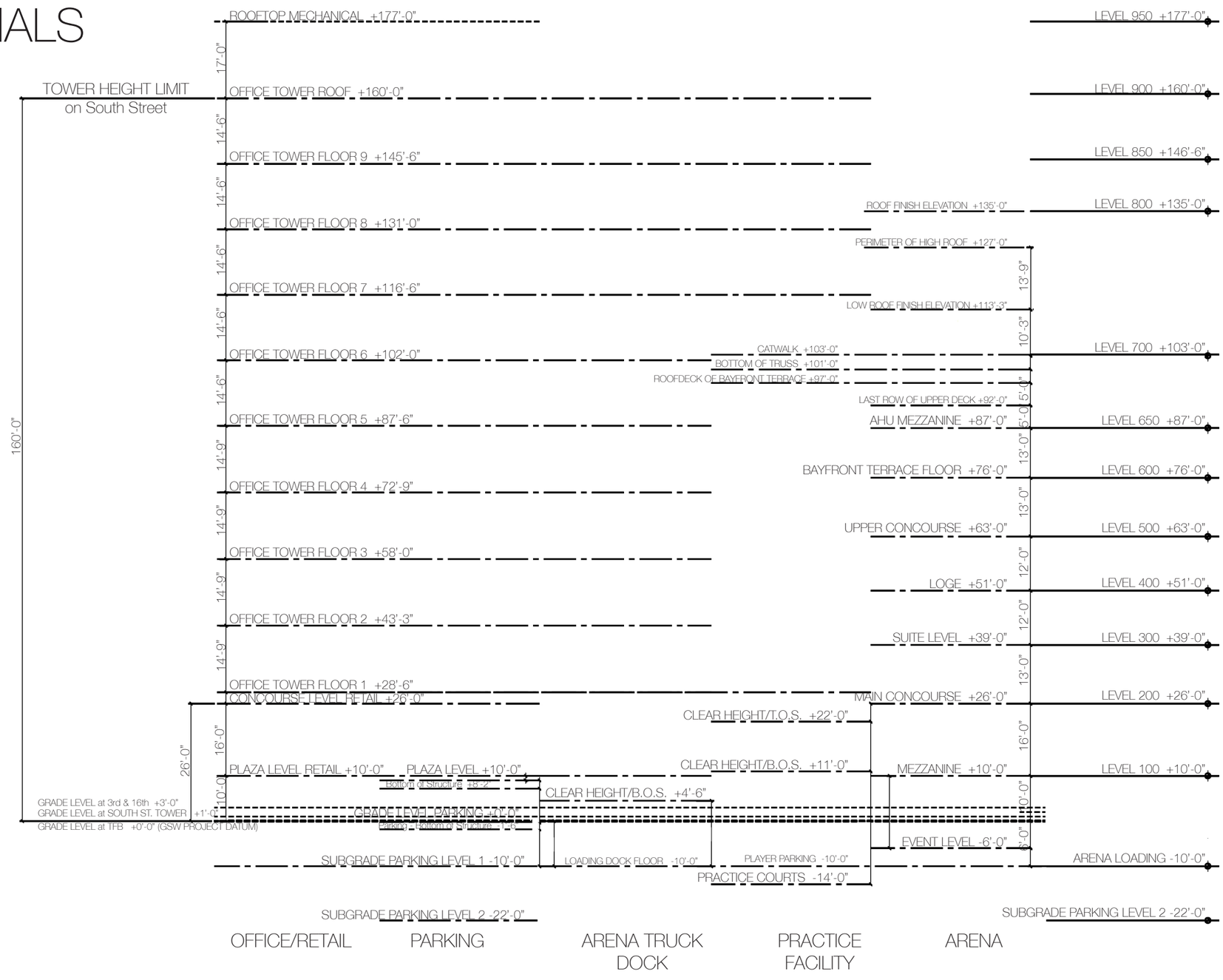


Fig. 45

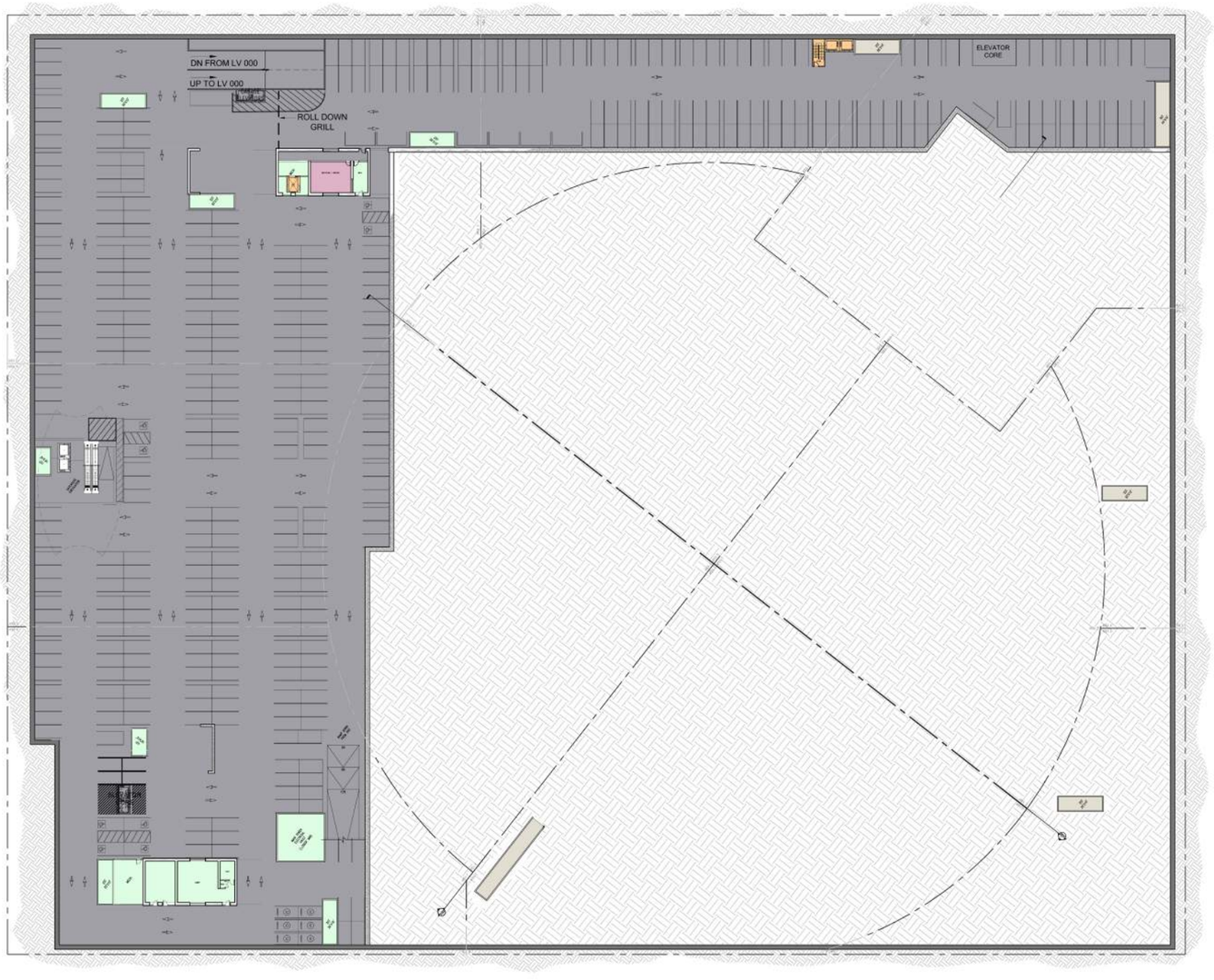


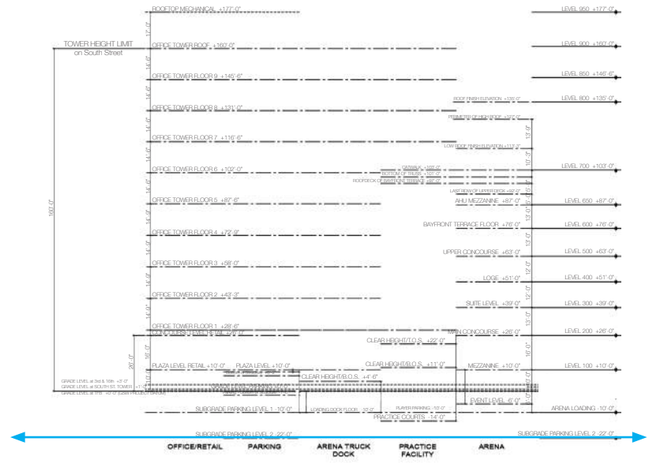
Fig. 46 Subgrade Parking Level 2: Lowest parking level, located at a range of -20'0" to -22'0"

Subgrade Level 2 Parking

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



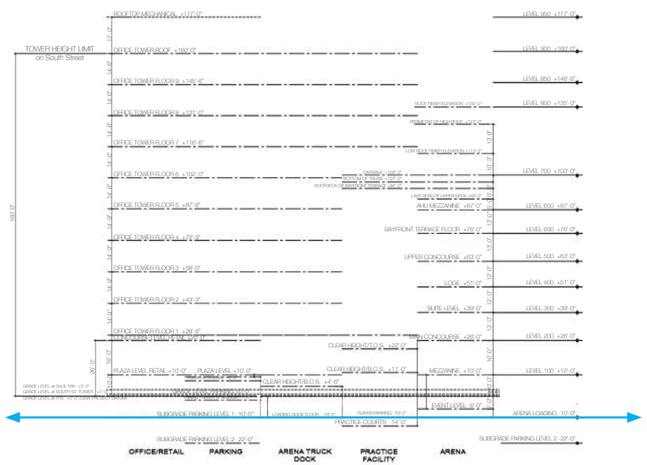
ILLUSTRATIVE MATERIALS

Event Level / Subgrade Level 1 Parking

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



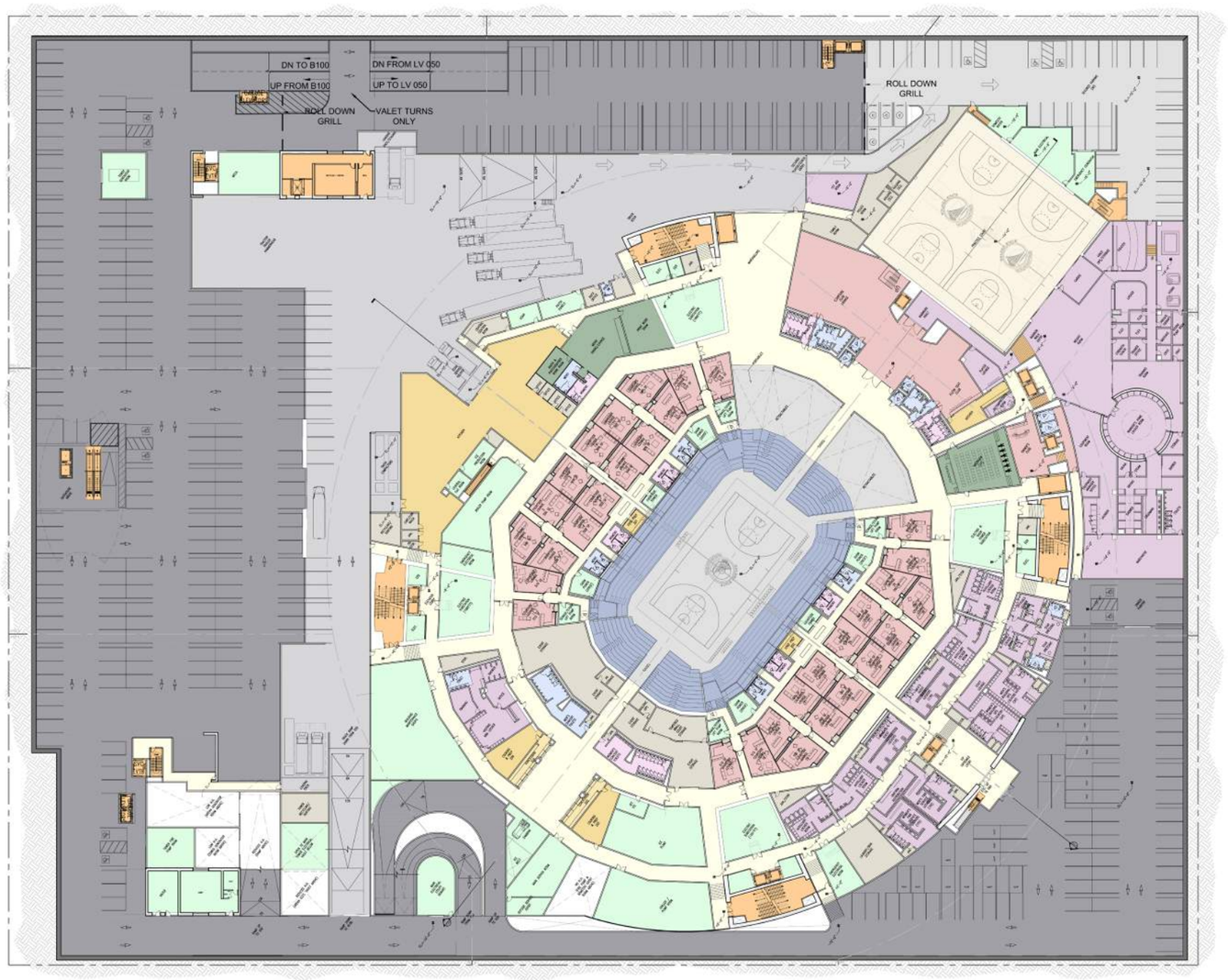


Fig. 47 Subgrade Parking Level 1: Middle parking level and loading dock level, located at -10'0"
Practice Court: Floor of Golden State Warriors Practice Facilities, located at -14'0"
Event Level: Floor of the basketball court a significant back-of-house and guest amenity space within the Event Center, located at -6'0"

ILLUSTRATIVE MATERIALS

Ground Level / Upper Parking

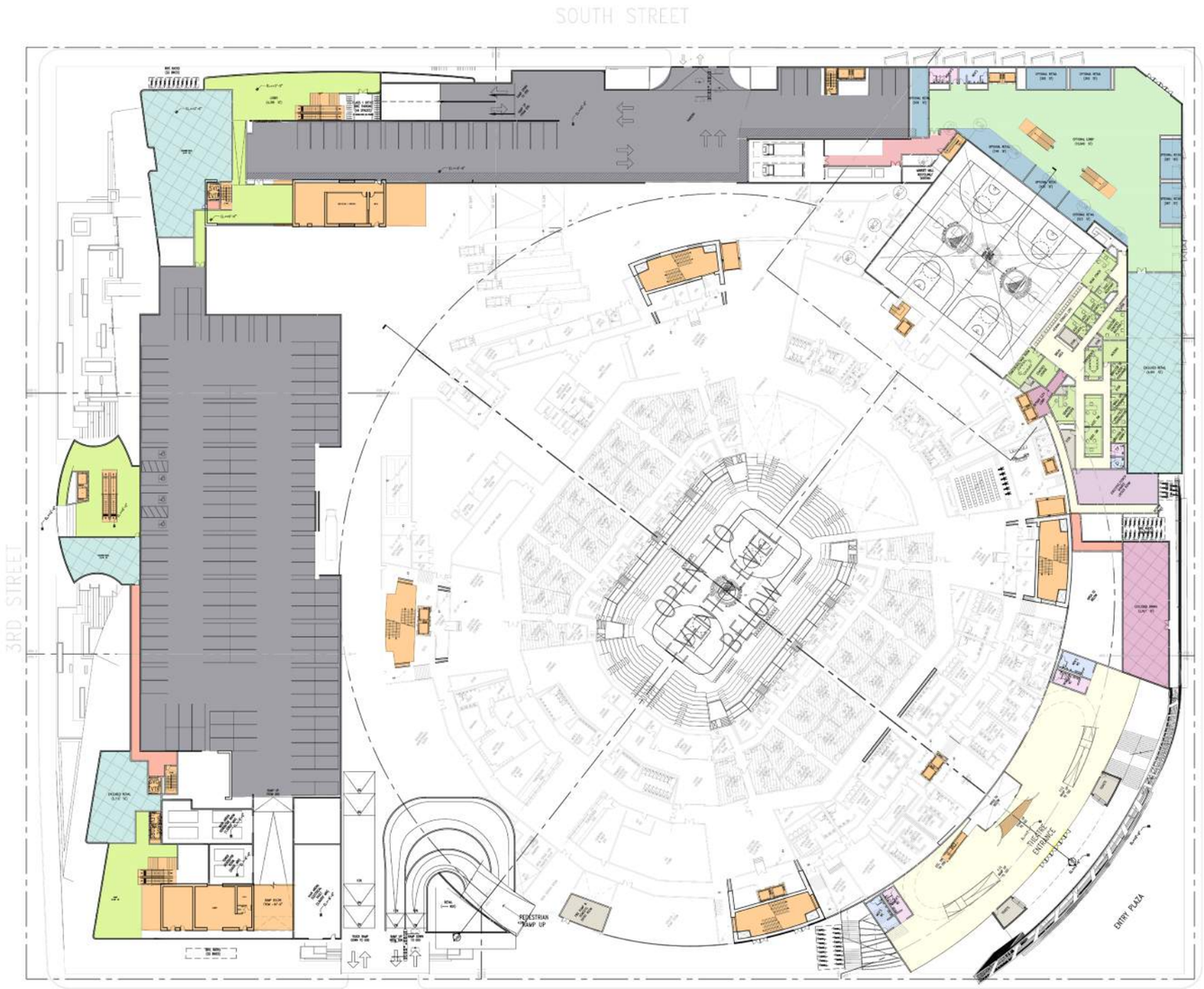
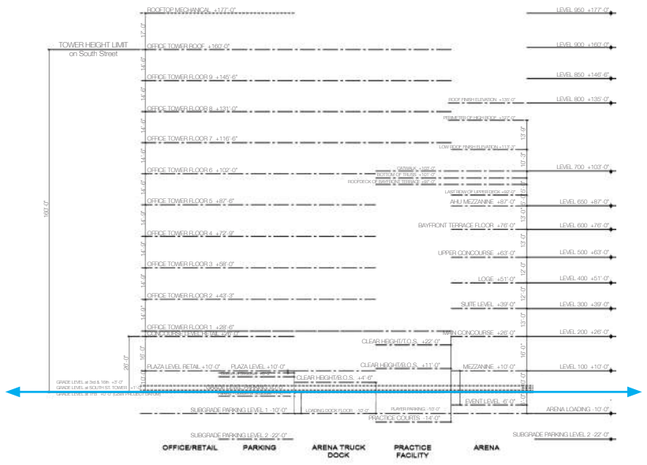


Fig. 48 Entry Plaza: Southeast plaza below the proscenium gateway, located at grade on Terry Francois Boulevard

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



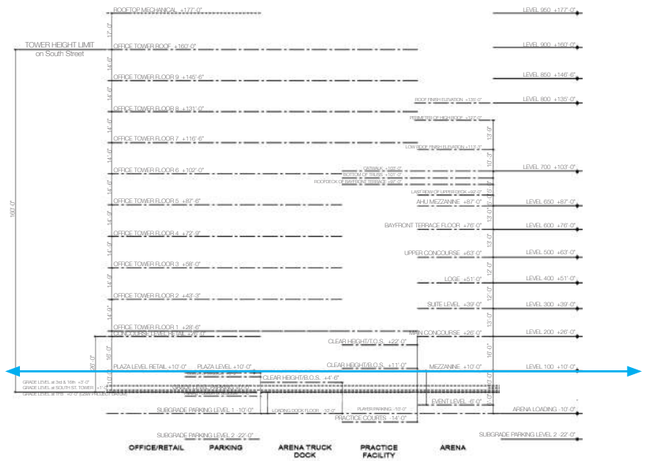
ILLUSTRATIVE MATERIALS

Plaza Level / Event Center Mezzanine and Offices

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



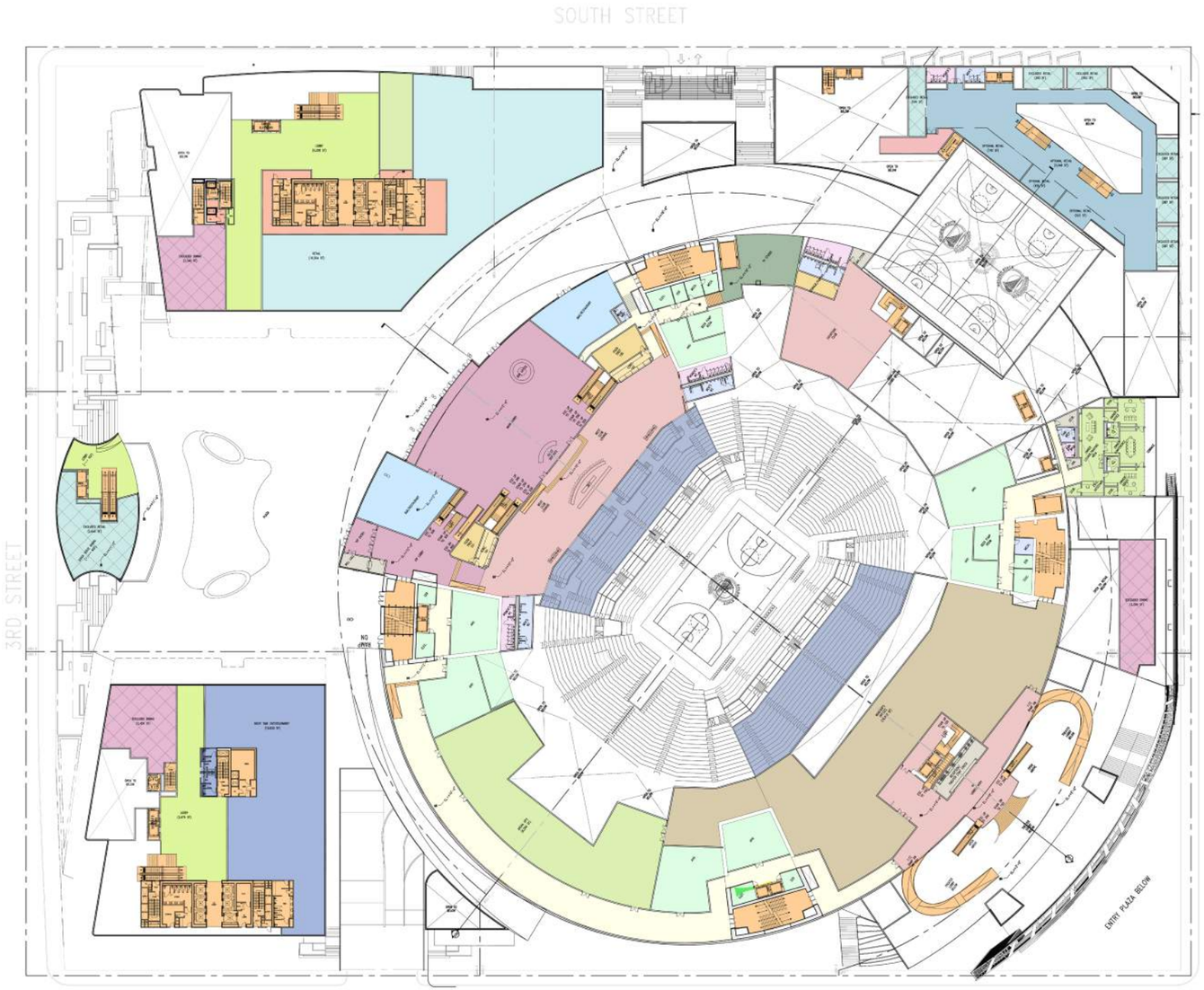


Fig. 49 Mezzanine: Level at which guests enter the Event Center from the Main Plaza, located at +10'0"

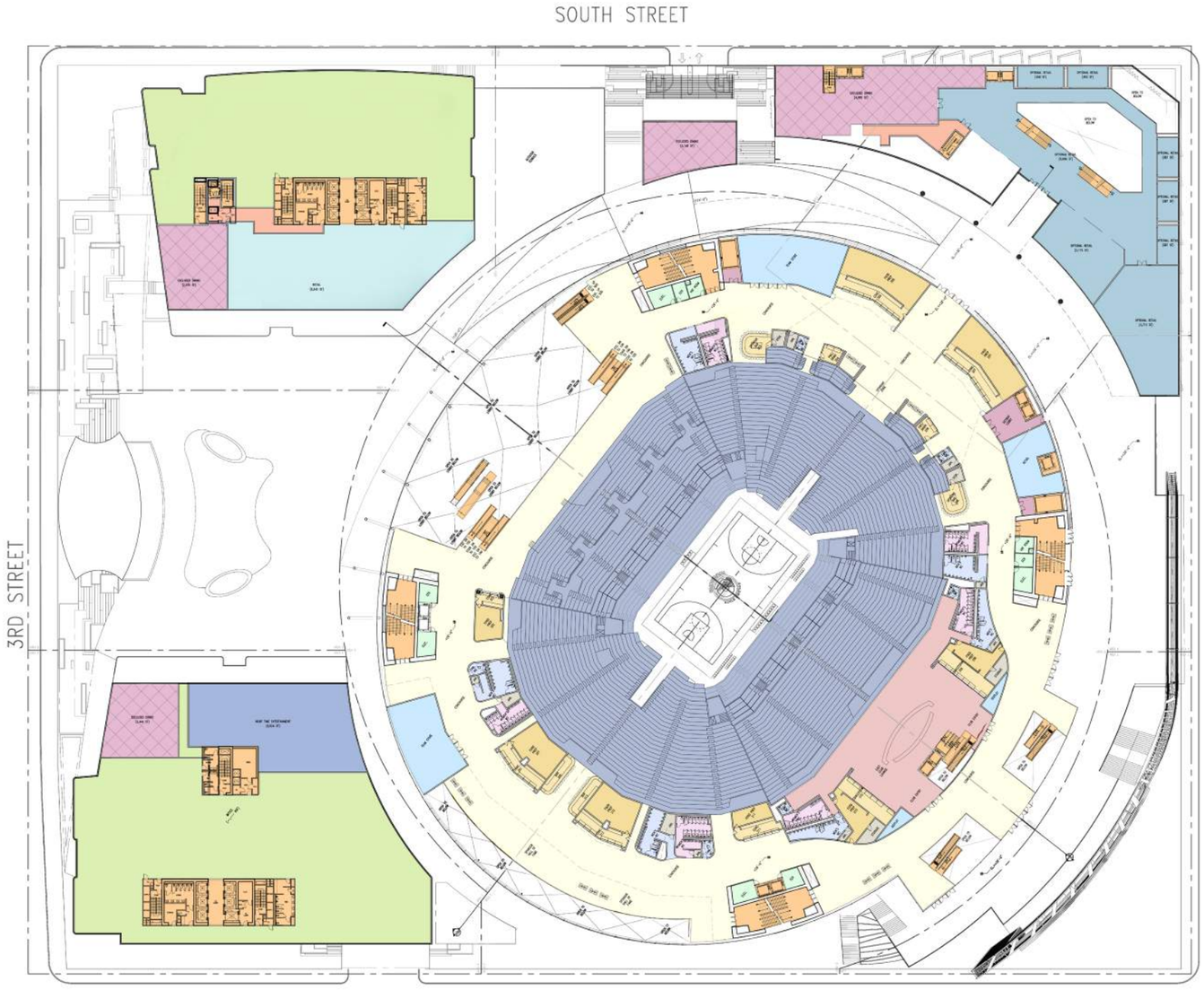


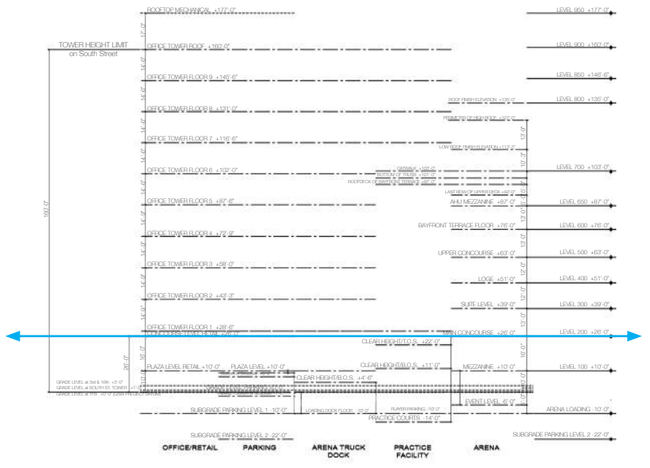
Fig. 50 Main Concourse: Primary access to Event Center's GA lower seating bowl, located at +26'0"

Event Center Main Concourse Level

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



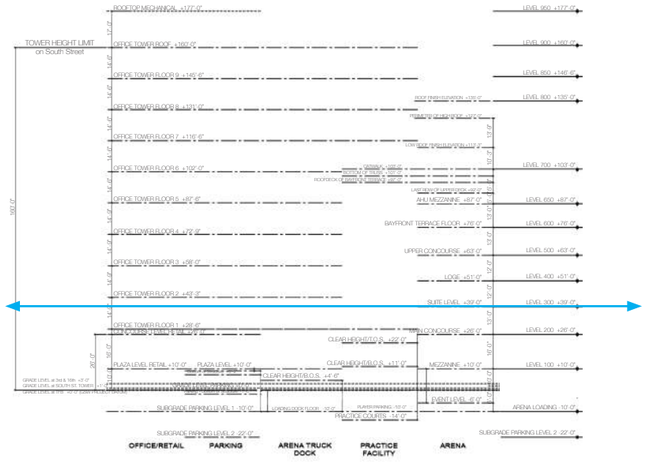
ILLUSTRATIVE MATERIALS

Event Center Suite Level

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



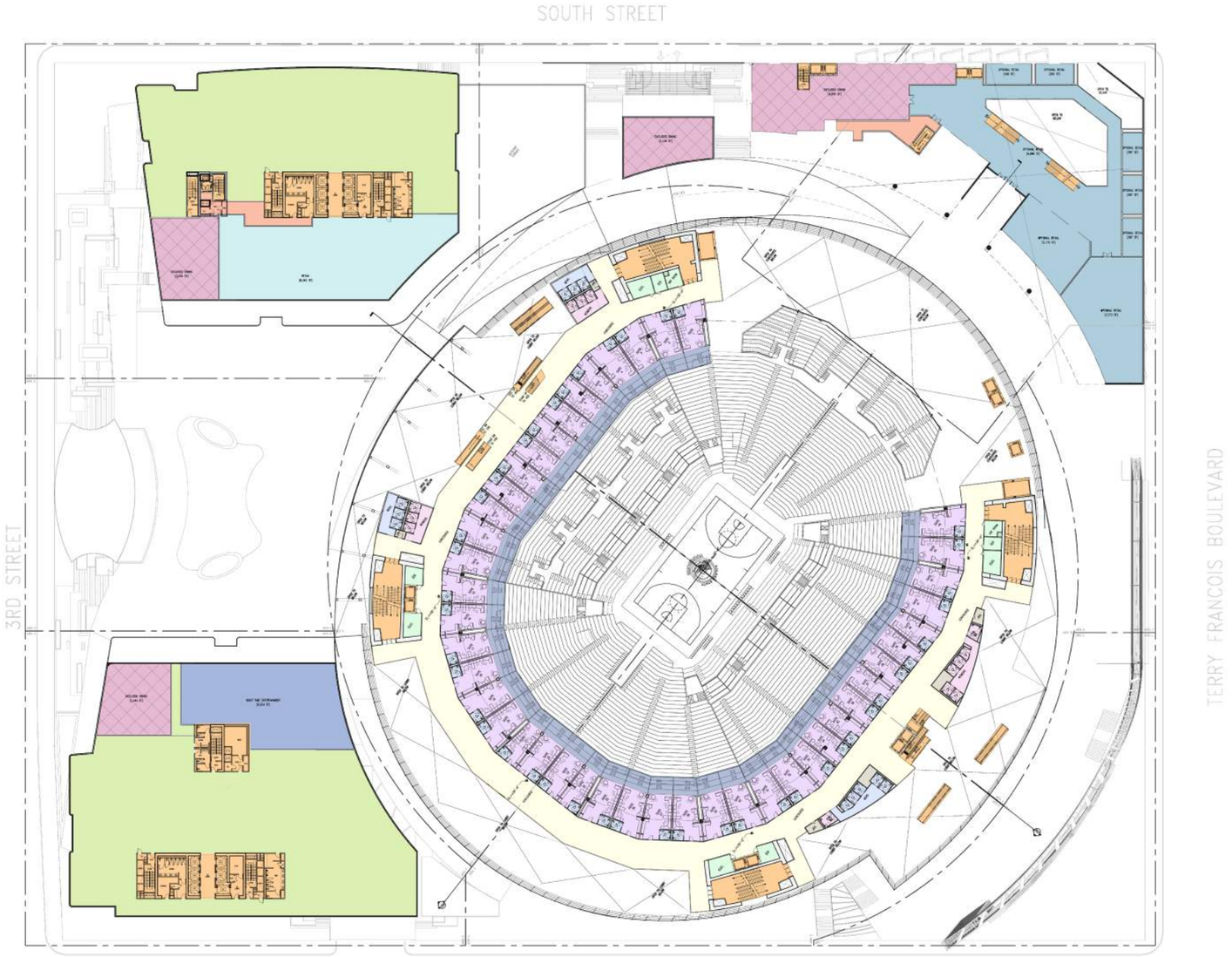


Fig. 51 Suite Level: Traditional Suite seating options for Event Center attendees, located at +39'0"
Food Hall Roof: Roof height of the northeast corner structure will measure +41'0"

ILLUSTRATIVE MATERIALS

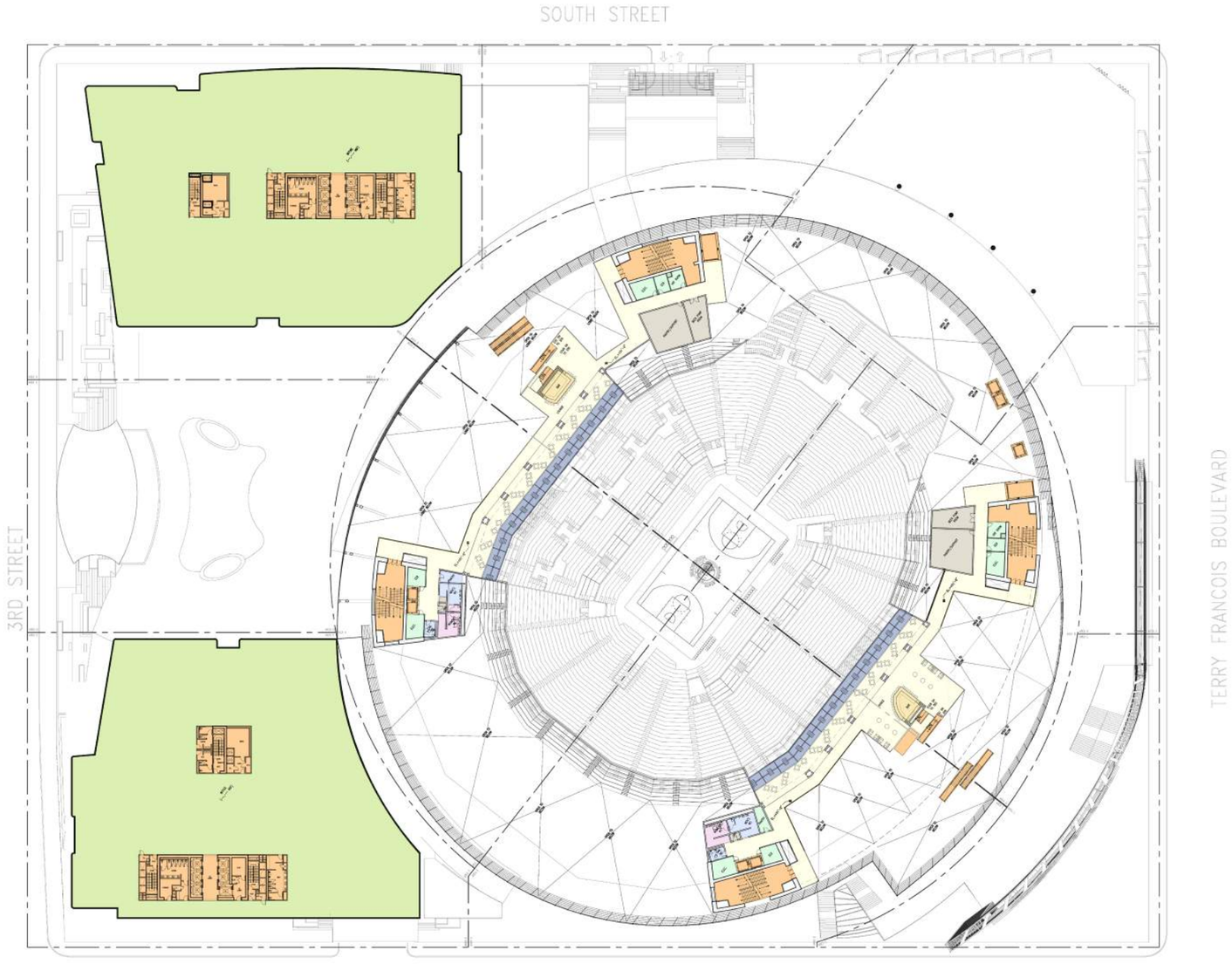


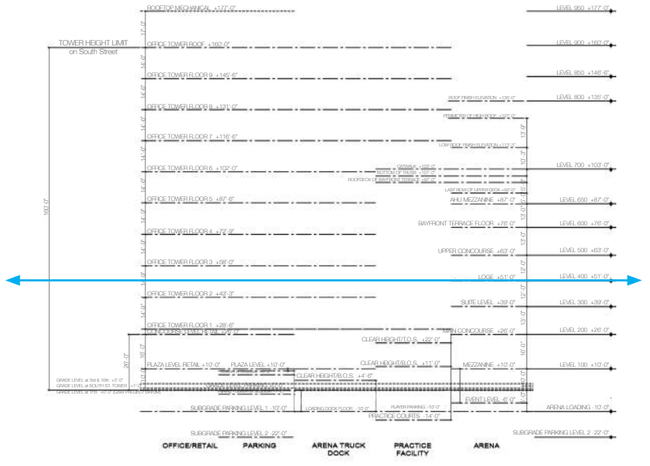
Fig. 52 Loge Level: Theater Box seating options for Event Center attendees, located at +51'0"

Event Center Theater / Loge Level

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



ILLUSTRATIVE MATERIALS

Event Center Upper Concourse / Offices Level

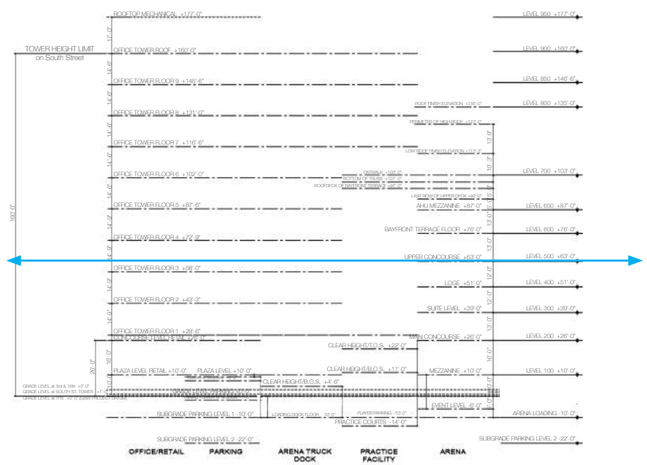
ZONE/FUNCTION COLOR KEY

ARENA

- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT

- Office
- Retail
- Night Time Entertainment
- Parking



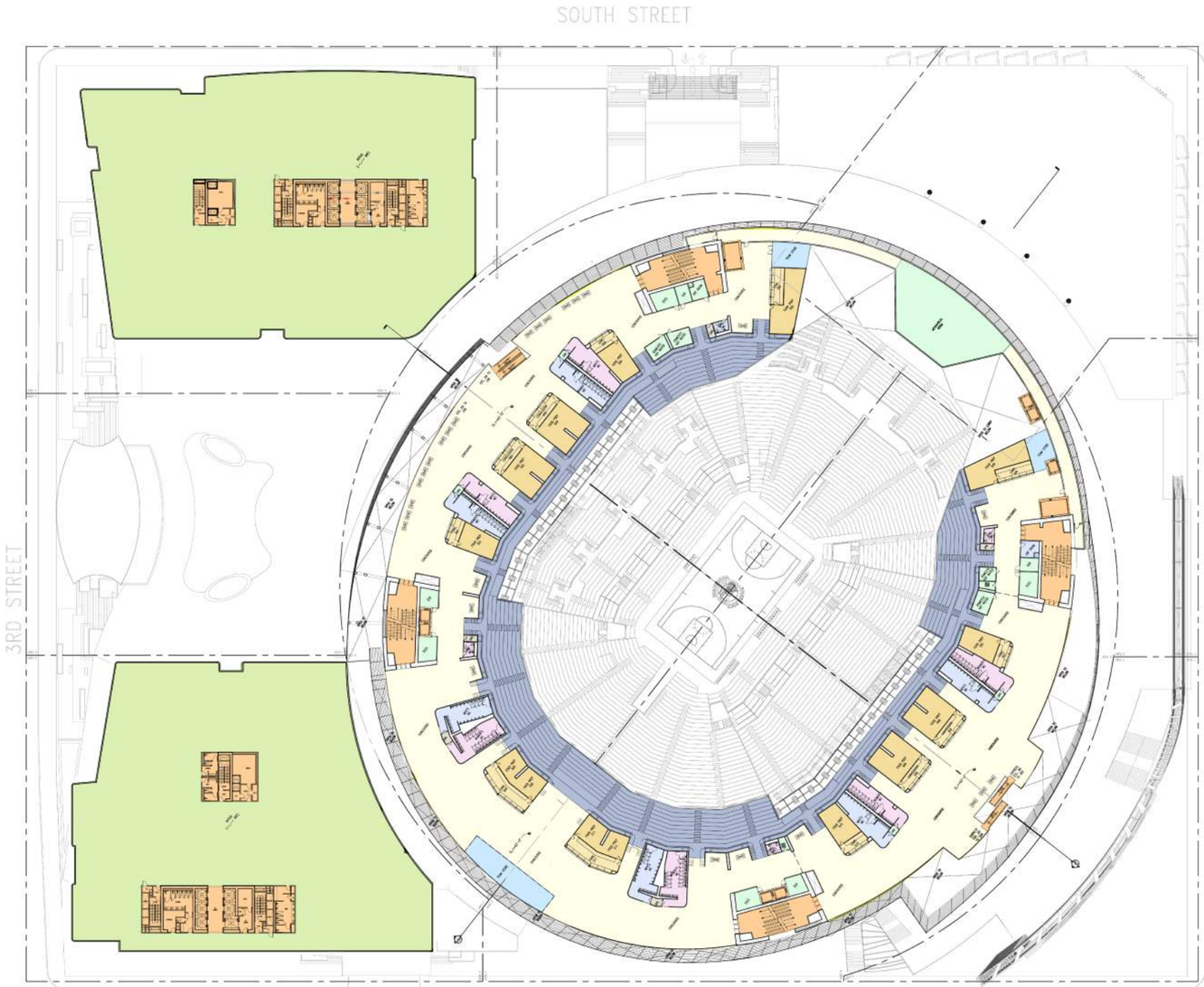
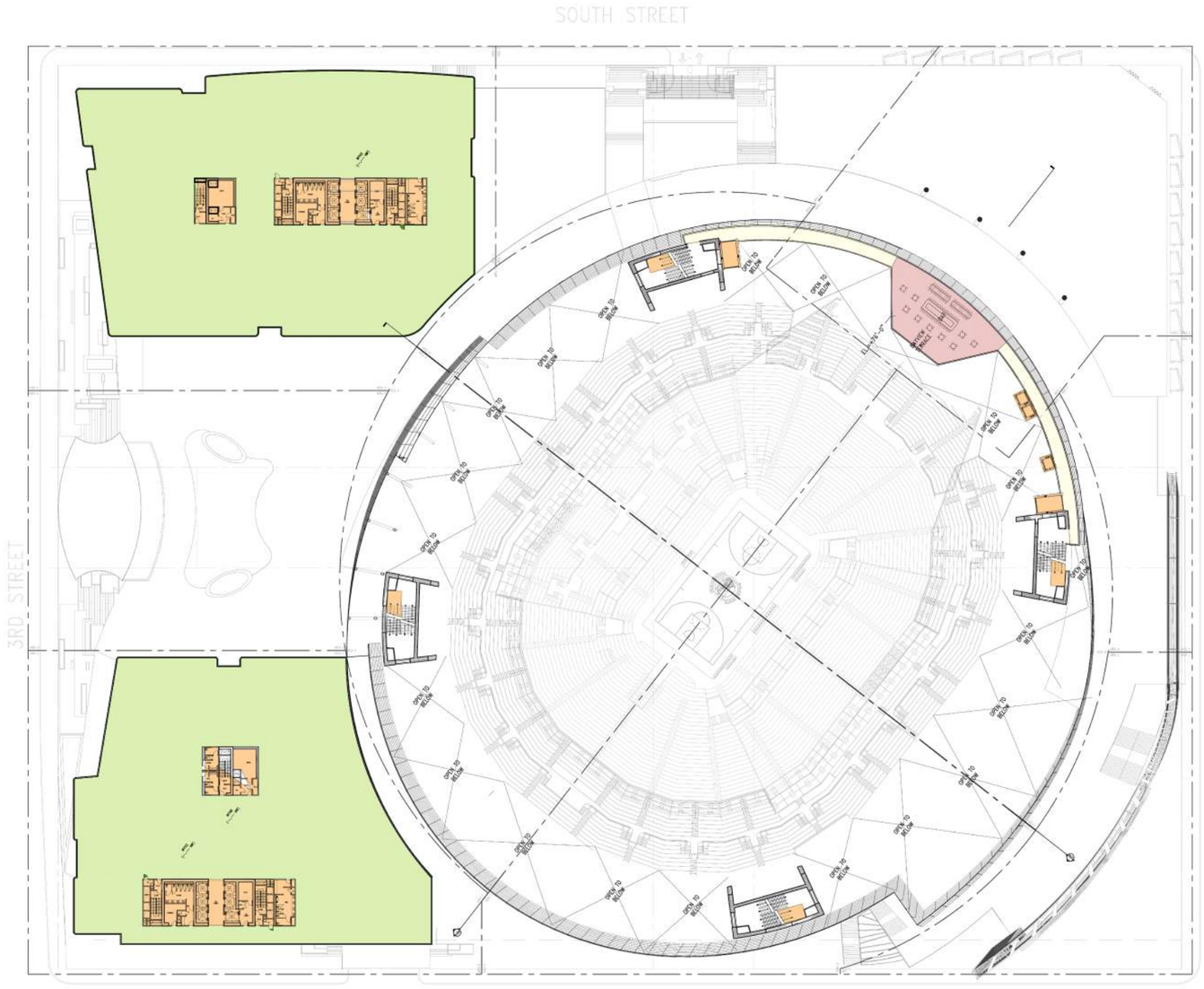


Fig. 53 Upper Concourse: Primary access to Event Center upper seating bowl, located at +63'0"

ILLUSTRATIVE MATERIALS

Bayfront Terrace / Offices Level



ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking

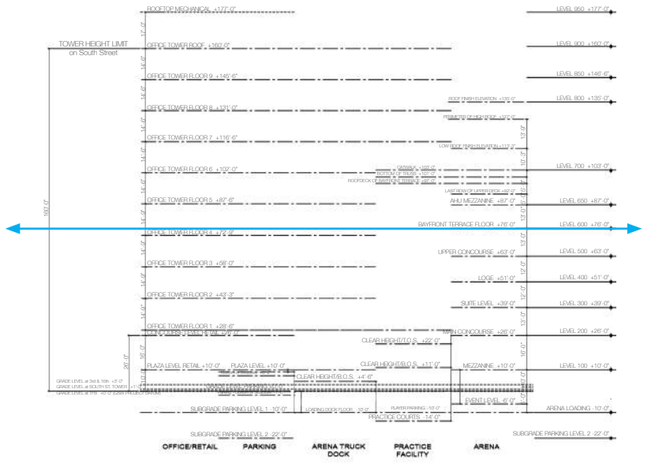


Fig. 54 Bayfront Terrace: Floors of the elevated Bayfront Terrace, located at approximately +76'0" (lower level) and +100'0" (upper level)

ILLUSTRATIVE MATERIALS

Office Tower / AHU Mezzanine

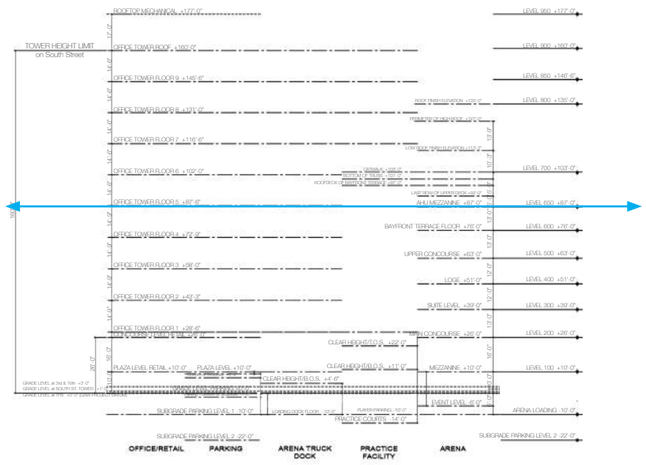
ZONE/FUNCTION COLOR KEY

ARENA

- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT

- Office
- Retail
- Night Time Entertainment
- Parking



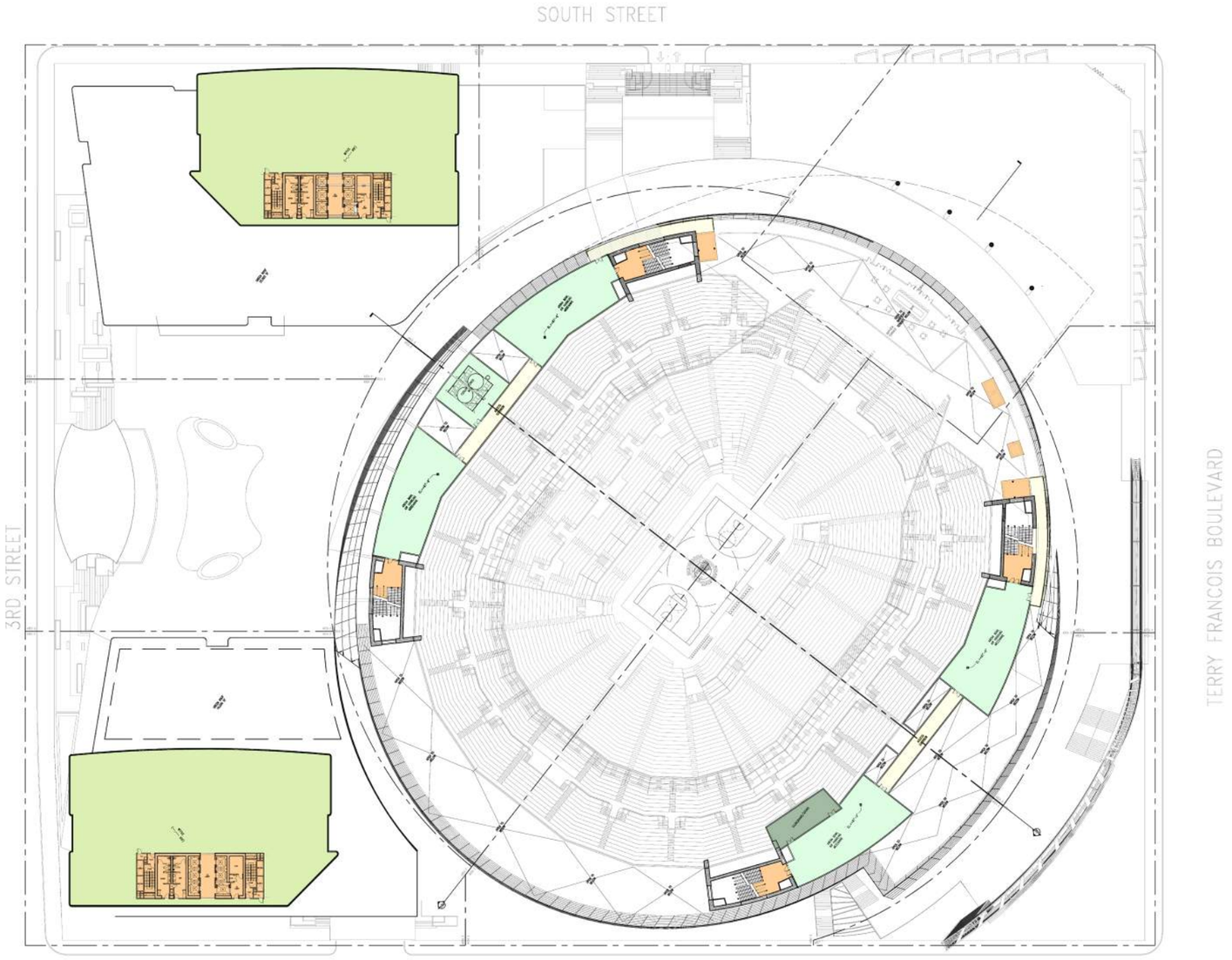


Fig. 55 AHU Mezzanine: Mechanical areas for the Event Center functions, located at +87'0"
Mixed-Use Podium Roof: Maximum office/lab podium height will be located at +90'0" as required by the D4D

ILLUSTRATIVE MATERIALS

Office Tower / Event Center Catwalk

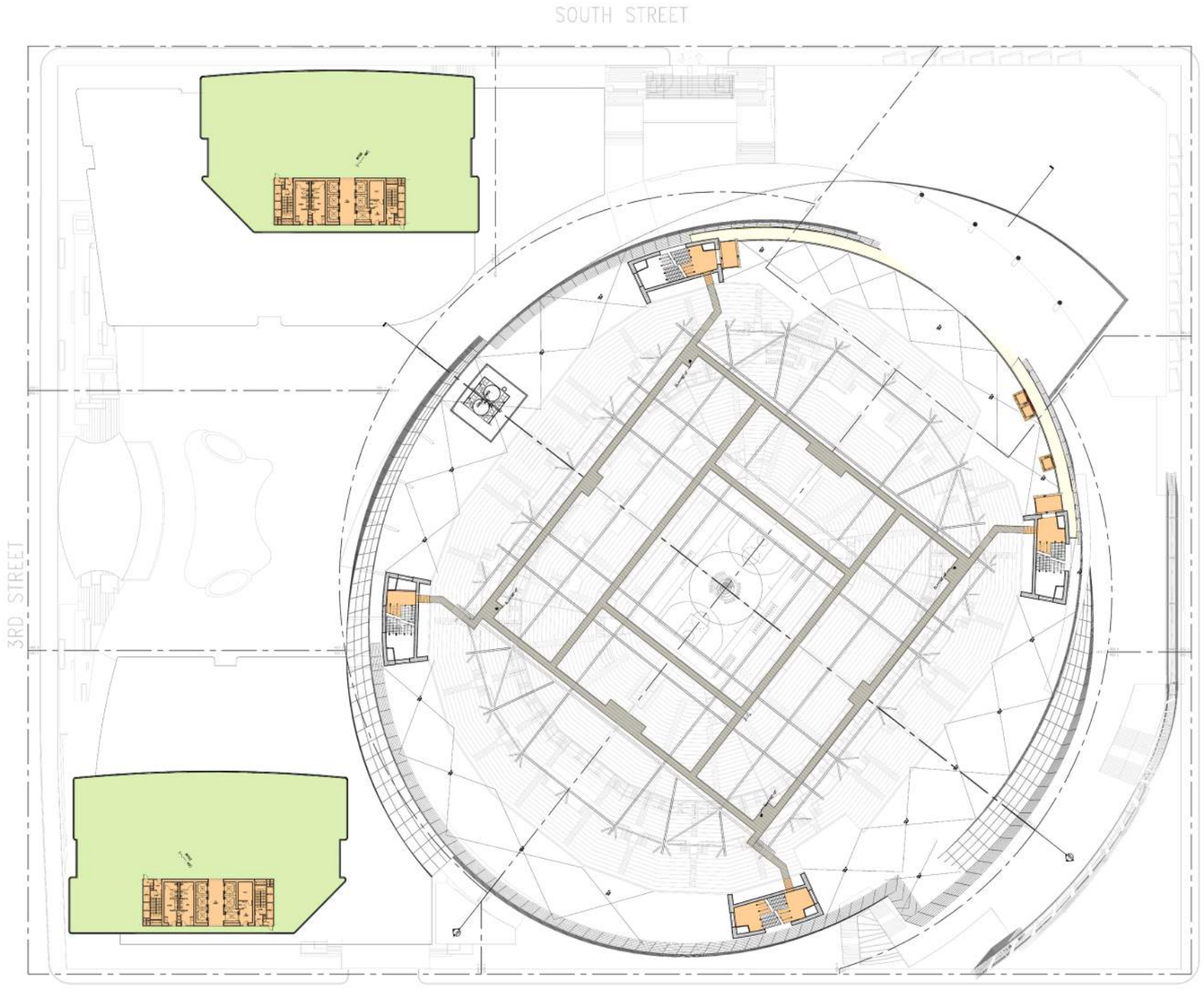
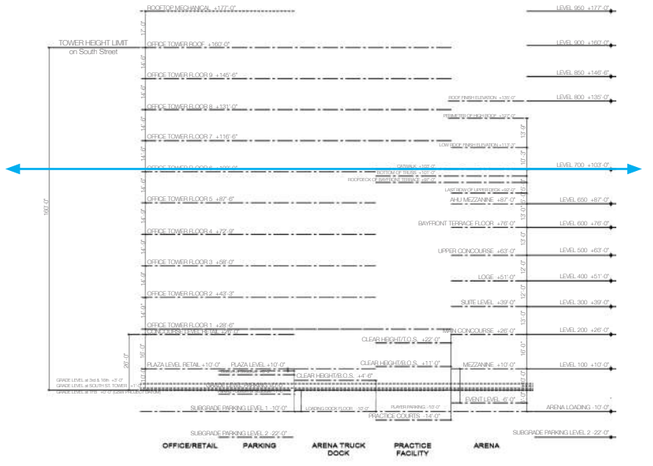


Fig. 56 Catwalk Level: Catwalk which services event center functions, located at +103'0"

ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking



ILLUSTRATIVE MATERIALS

Office Tower

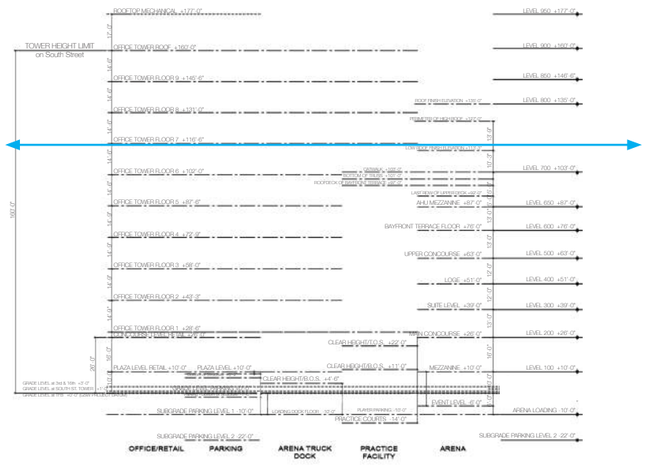
ZONE/FUNCTION COLOR KEY

ARENA

- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT

- Office
- Retail
- Night Time Entertainment
- Parking



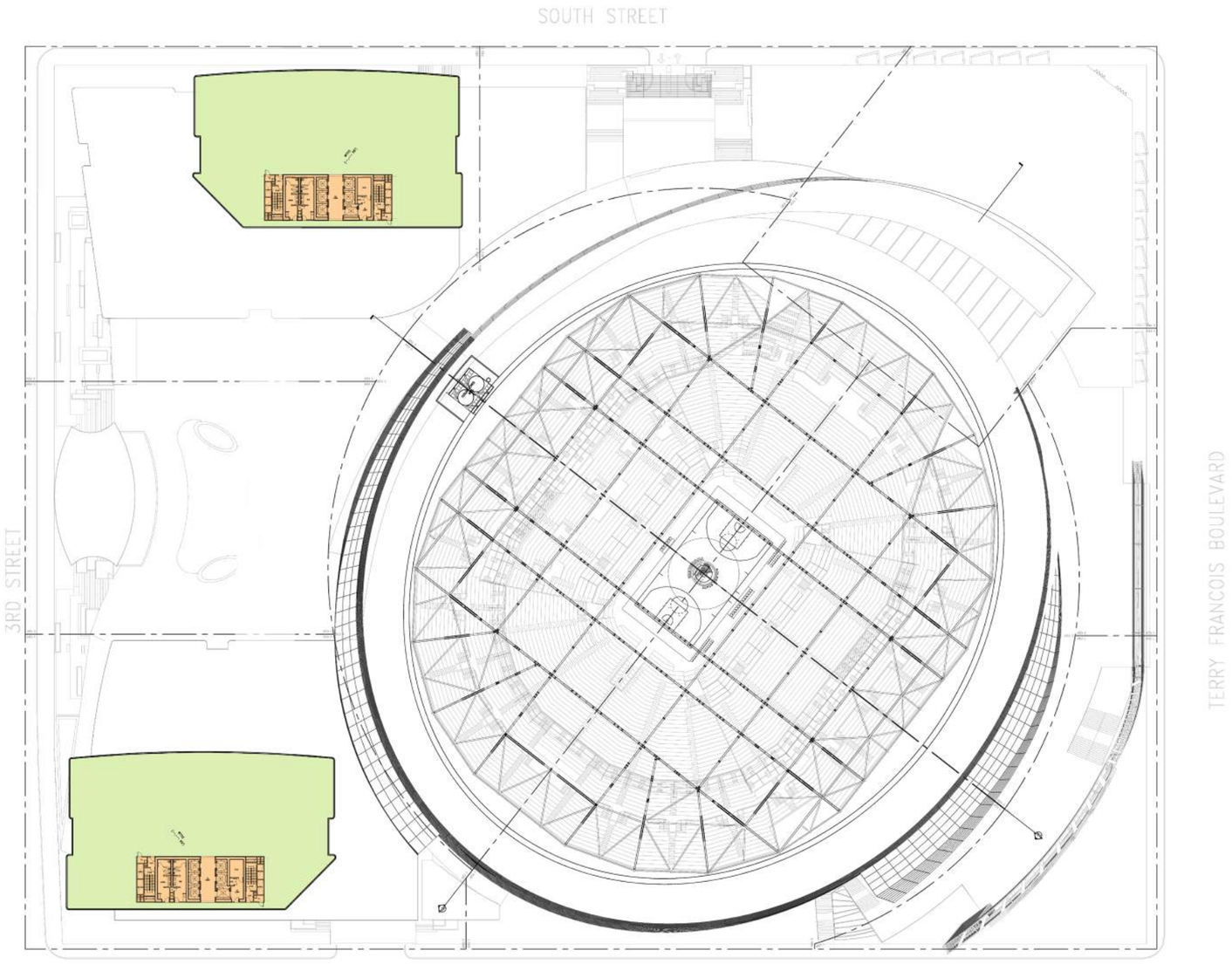
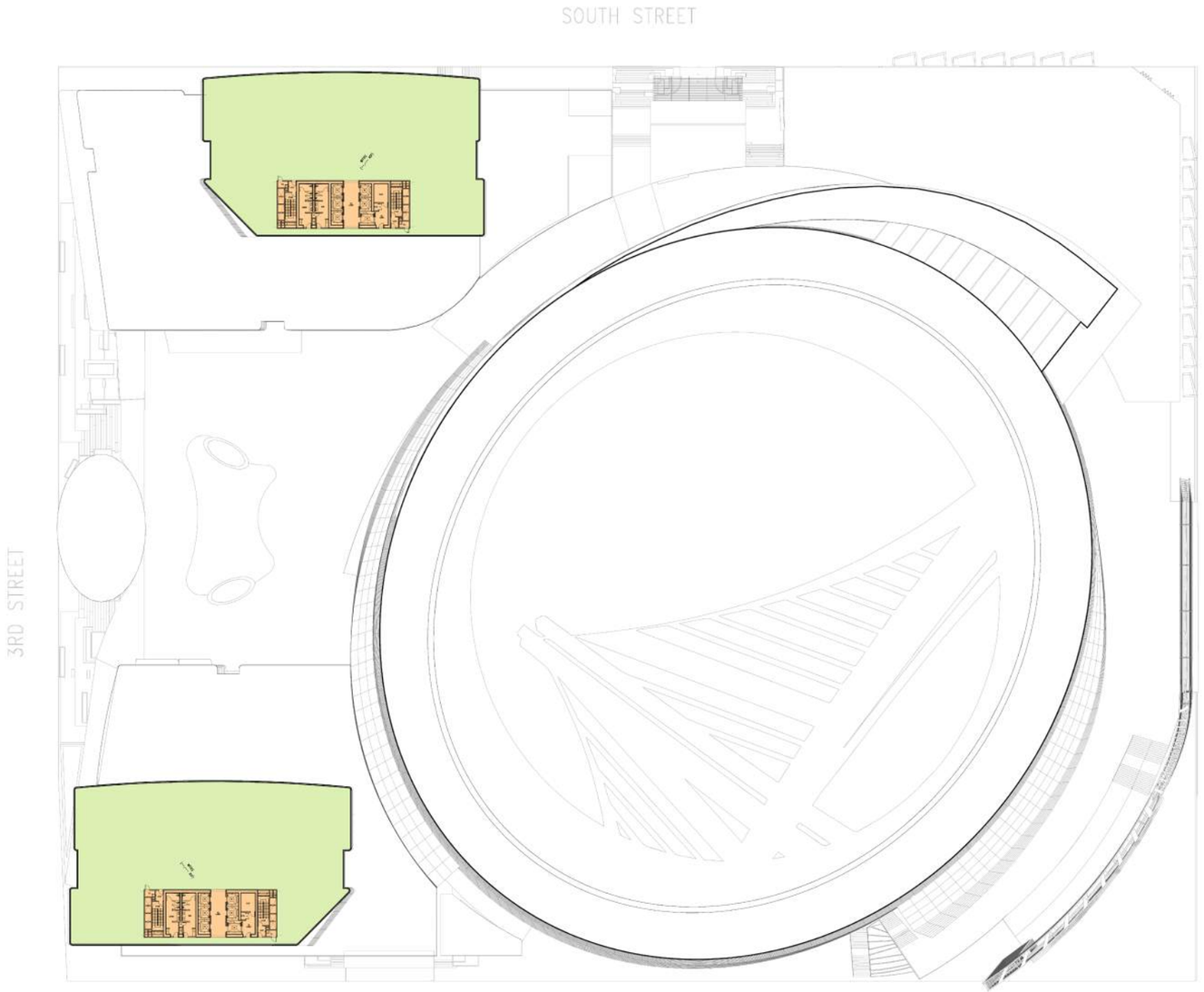


Fig. 57

ILLUSTRATIVE MATERIALS

Office Tower / Event Center Roof



ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking

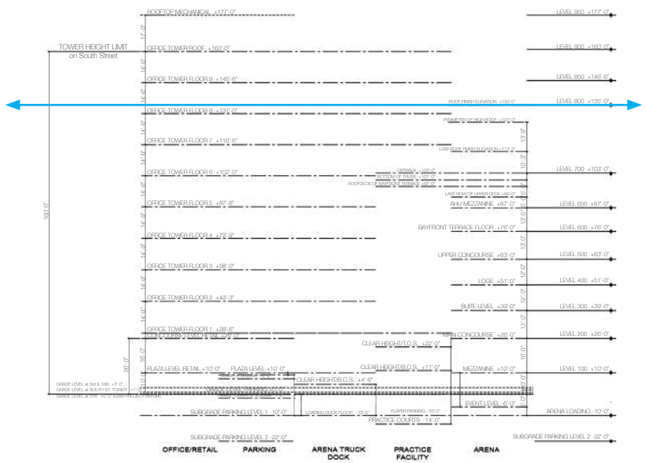


Fig. 58 Event Center Roof: Gently sloped roof will measure +135'0" at the center of the Event Center building and +125'0" on the exterior parapet (roof edge) of the Event Center building

ILLUSTRATIVE MATERIALS

Office Tower

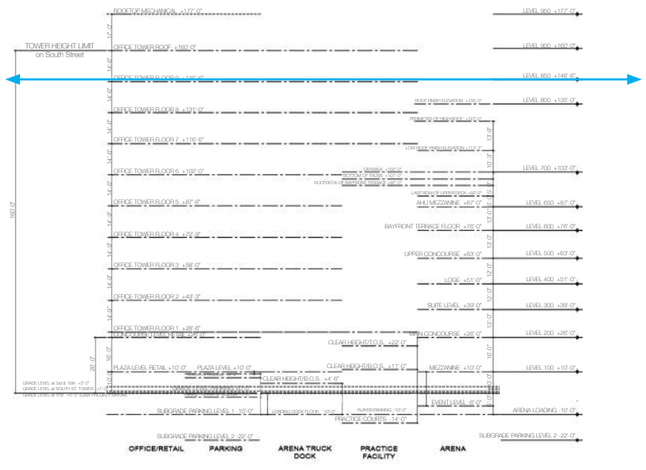
ZONE/FUNCTION COLOR KEY

ARENA

- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT

- Office
- Retail
- Night Time Entertainment
- Parking



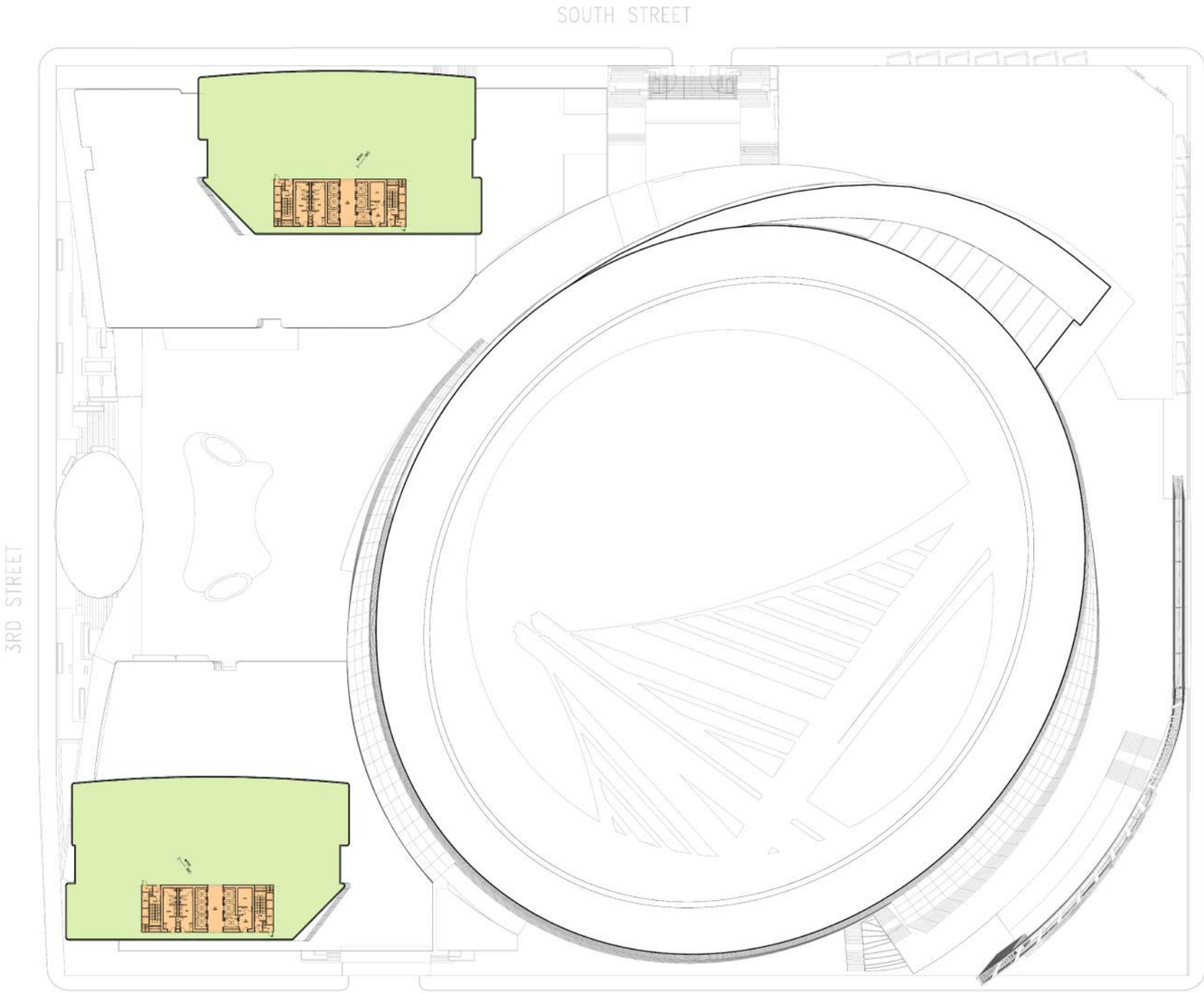
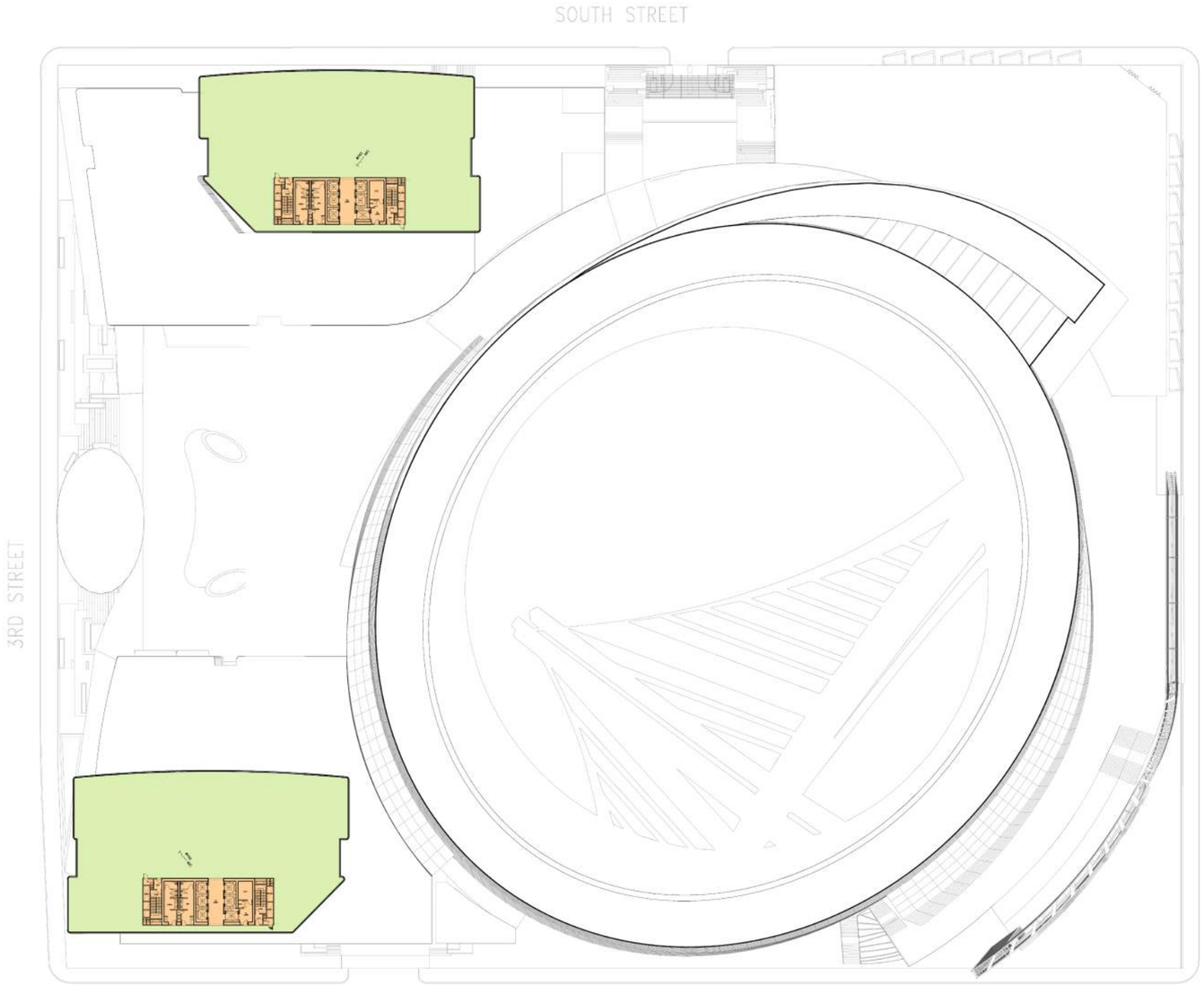


Fig. 59

ILLUSTRATIVE MATERIALS

Office Roof



ZONE/FUNCTION COLOR KEY

ARENA
- Ice Floor/Retractables
- Concourse/Circulation
- Practice Courts
- Suites
- Lounge/Club
- (M/W)Toilets
- Food and Beverage
- Lockers/Other Sport Rooms
- Media/Press
- Sponsor/Retail
- Offices/Admin
- BOH/Storage
- Vertical Circulation
- Technical (MEP)
- Seating Bowl

ANCILLARY DEVELOPMENT
- Office
- Retail
- Night Time Entertainment
- Parking

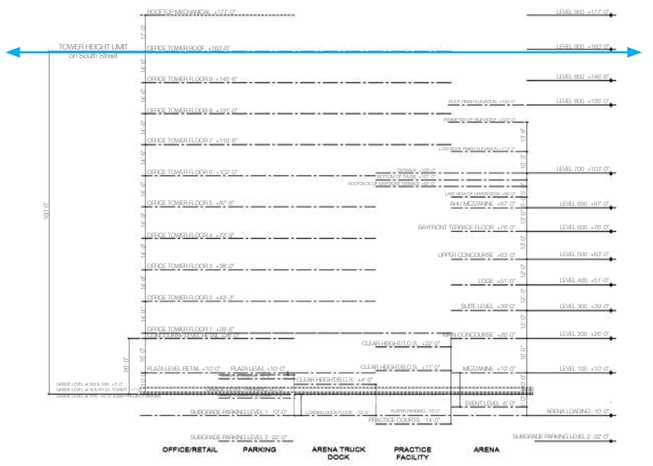


Fig. 60 Mixed-Use Tower Roof: Maximum office/lab tower height will be +160'0" consistent with the Redevelopment Plan

ILLUSTRATIVE MATERIALS

DEVELOPMENT CHARACTER

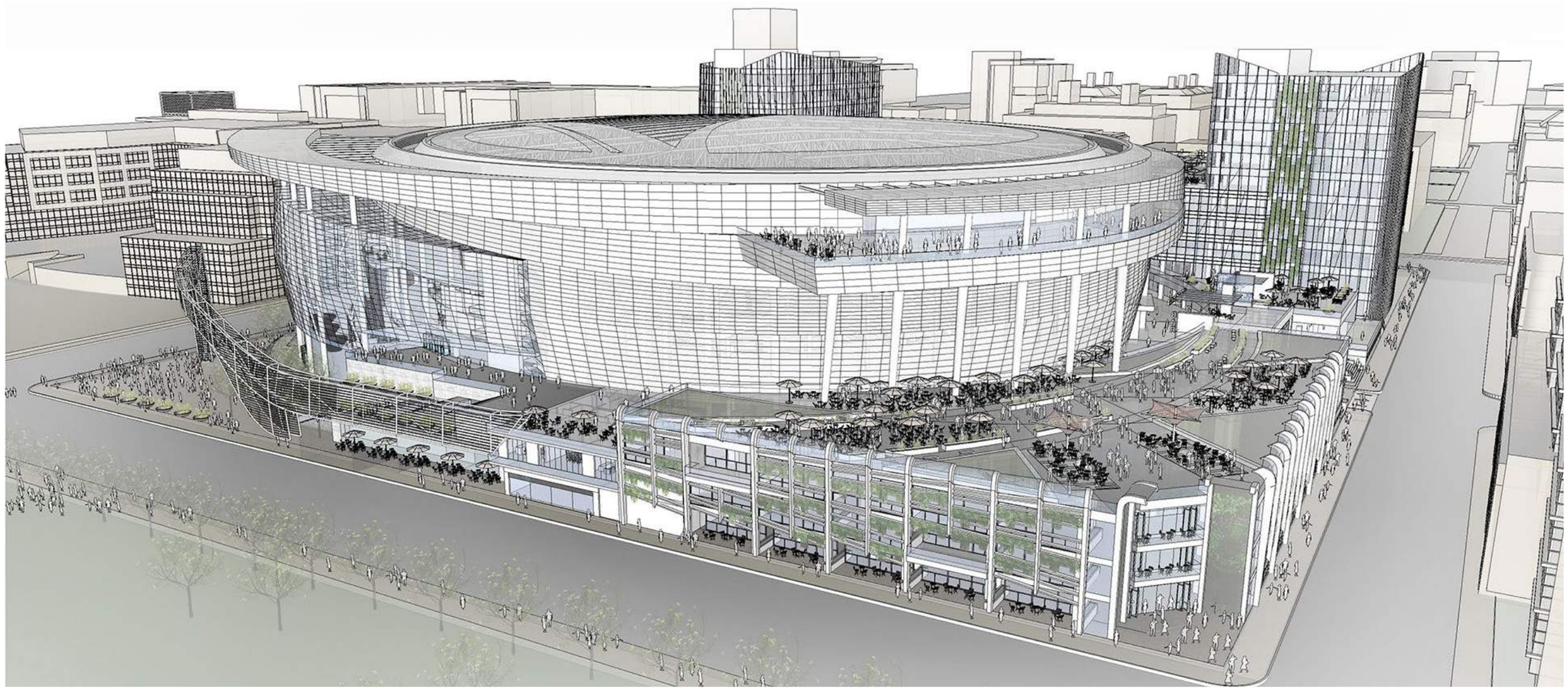


Fig. 61 : Concept Sketch from Northeast Corner – Food Hall and Bayfront Terrace

DEVELOPMENT CHARACTER

Fig. 62 : Concept Sketch from 3rd Street - South Street Office, Gate House, and Main Plaza

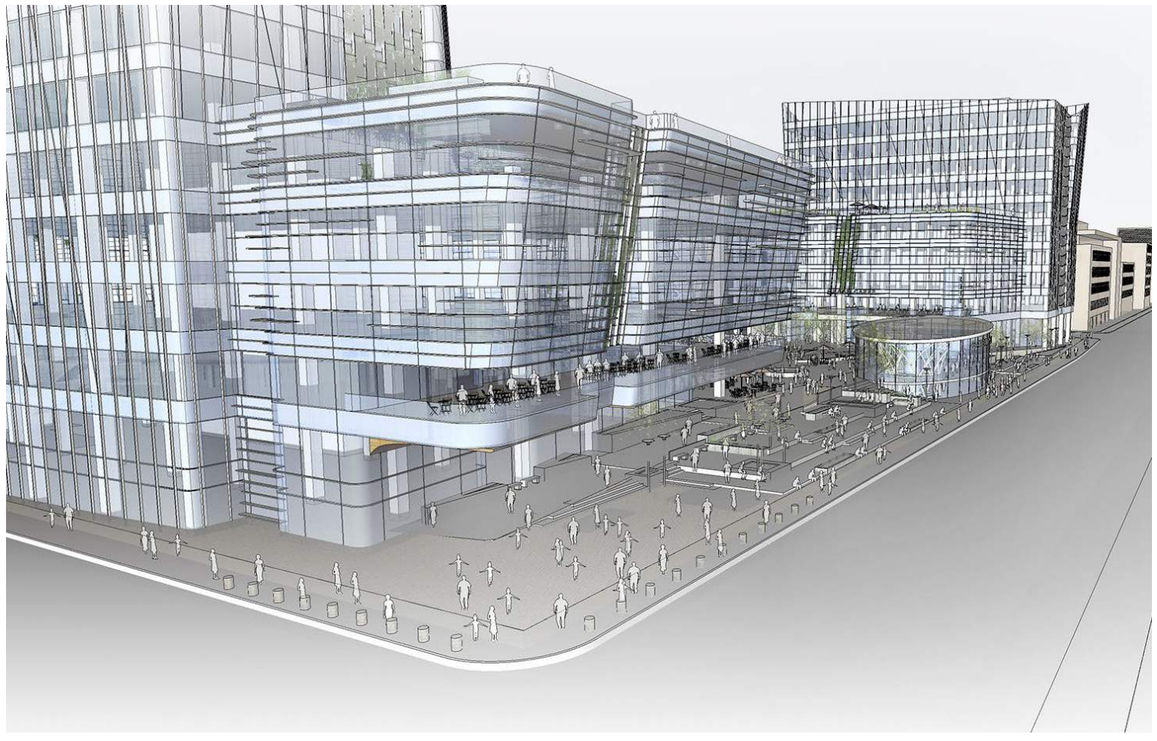


Fig. 63 : Concept Sketch from Northeast Corner - South Street Office, Northwest Plaza, and Gate House

ILLUSTRATIVE MATERIALS

DEVELOPMENT CHARACTER

Fig. 64: Concept Sketch from Southwest Corner – 16th Street Office and Main Plaza Ramp

DEVELOPMENT CHARACTER

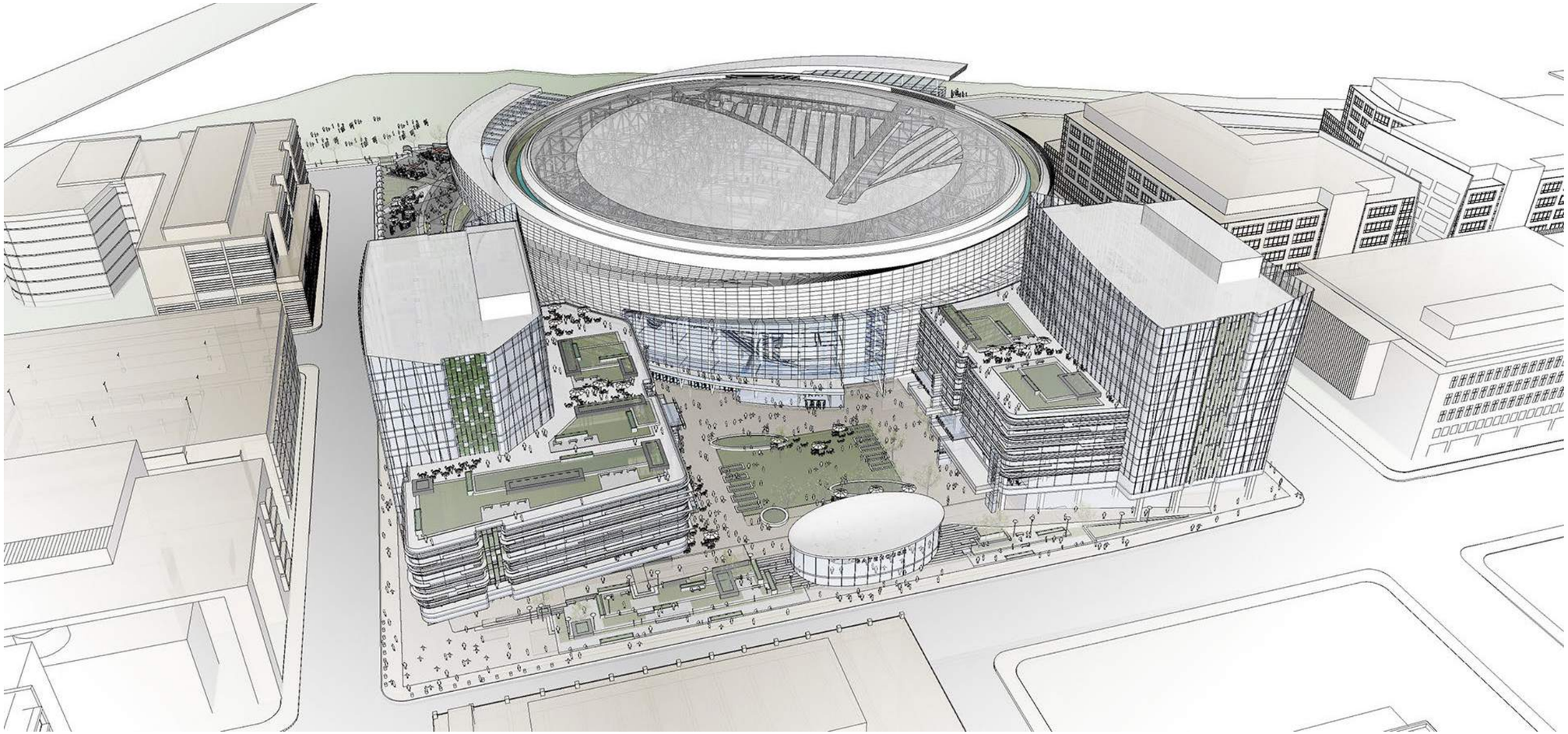


Fig. 65 : Concept Sketch from Northwest - Aerial overview of the development

ILLUSTRATIVE MATERIALS

DEVELOPMENT CHARACTER

Fig. 66: Rendering of Event Center Interior

DEVELOPMENT CHARACTER

Fig. 67 : Rendering of Northeast Facade from Park P22

SHADOW STUDIES

Shadow studies for the proposed development are underway for inclusion in the Project SEIR. ESA, OCII's consultant on CEQA documentation, will provided completed shadow analysis for inclusion in this document prior to approval by the OCII Commission.

MITIGATION REPORT

The Project sponsor will implement all mitigation measures as required and described in the project SEIR (draft currently underway). Certification of the SEIR and Mitigation Monitoring and Reporting Program (MMRP) is anticipated in summer or fall 2015.

Appendix A: Design for Development Comparison Summary

Inconsistencies with Existing Design for Development (D4D)		Proposed Change to D4D	Explanation for Change
Height			
	The Event Center would exceed the 90-foot Base Height on Blocks 30 and 32.	Allow maximum Base Height on Blocks 30 and 32 of 135 feet above the Terry Francois Boulevard curb.	*Unique size requirements of an Event Center building.* *Geotechnical conditions render further excavation for Event Center footprint infeasible.*
	The proposed Event Center is 135 feet, but there are only two height classifications for Commercial Industrial uses in the D4D, 90 feet and 160 feet.	Establish a 135 foot height classification for an Event Center use on the site.	*See above.*
	The number of 160-foot towers allowed in Height Zone-5 would be exceeded by one (i.e., 4 vs. allowed 3).	Allow one additional 160-foot tower in Height Zone-5.	*Allows for smaller podium footprints for Office/R&D buildings, therefore allowing for the development of a public plaza similar in size to Union Square's central plaza.*
	The 160-foot office buildings would exceed the allocated floorplate square footage allowed for that height category.	Increase allocation of 160-foot Tower Height floorplate.	*See above.*
	Separation from the 160-foot towers and the Event Center would be less than the required 100-foot separation between towers.	Establish a new minimum standard separation between any 160-foot tower and the Event Center.	*Unique bulk requirements of an Event Center building*
Bulk	The portions of the Event Center above 90 feet would exceed the existing bulk controls for commercial/industrial buildings that limit the maximum floor plate above 90 feet to 20,000 square feet, with a maximum length of 200 feet.	Establish a 135-foot height bulk allowance for an Event Center on the site.	*Unique bulk requirements of an Event Center building*

Setbacks	The parking levels would encroach into the required 5-foot setback along the eastern side of Third Street.	Allow below-grade encroachment into the 5-foot setback along Third Street between South Street and Sixteenth Street	*Avoids the need for additional above grade parking.*
	A portion of the southeastern curved edge of the Event Center would encroach into the 20-foot setback along the northern side of Sixteenth Street.	Allow encroachment of an Event Center into the 20-foot setback.	*Unique floor plate requirements and curved form of an Event Center building*
Streetwall	Minimum streetwall requirement along Third and Sixteenth Streets will not be met since less than 70% of the block length will not have a continuous building façade built to the property line or back of required setback.	Establish a lower required percentage for the streetwall along Third and Sixteenth Streets.	*Third Street is intentionally not conceived as a streetwall, but rather designed as a porous pedestrian plaza to accommodate pedestrian flows; provide graceful access to the Event Center, main plaza, and retail; and deliver a prominent civic amenity akin to Union Square's central plaza or the main plaza of Rockefeller Center.*
	The corners of the buildings at the intersections of Third Street with South and Sixteenth Streets, the east-west mid-block break at Third Street, and at the intersections of Sixteenth Street with Terry Francois Boulevard and the north-south mid-block break do not hold the corner with a height of at least 15 feet for the required distance of 50 feet from the intersection.	Amend the requirement to allow plazas and other setbacks for pedestrian movement and staging.	*Safety and convenience of Event Center guests and daily site users encourages the creation of additional open space at site perimeter.*
	Maximum streetwall height of 90 feet will not be met since the Event Center is 135 feet tall.	Establish a 135-foot streetwall height limit for an Event Center on the site.	*Unique size requirements of an Event Center building.* *Geotechnical conditions render further excavation for Event Center footprint infeasible.*

View Corridors/ Public Right of Ways	The Gatehouse along Third Street and the Event Center would encroach within the east-west and north-south view corridors and public right of ways (i.e., private varas).	Amend the requirement to allow for alternative opportunities for public access to/through the site and to locations for public views of Bay.	*The Gatehouse provides an urban edge for the Project and helps activate the Main Plaza. Other elements represent design strategies to offer multi-layered visual interest at the termination of the view corridors.*
Parking	The D4D does not contemplate an off-street parking standard for a multi-purpose Event Center.	Include a new parking standard for the Event Center that promotes shared parking with the retail and office uses, as well as limits parking to promote the use of transit. Also, as part of this standard, allow off-site parking for the Event Center to be further than 600 feet from the entrance of the Event Center.	*Operational and economic feasibility of Event Center and other land uses on site.*
	While the Project meets the current requirement for secured bicycle parking standard, the current standard did not anticipate the growth of bicycle use as a primary mode of transportation.	Allow a higher number of on-site bicycle parking.	*Owner preference to encourage biking and other non-auto transportation choices.*
Loading	The D4D does not contemplate a loading standard for a multi-purpose Event Center.	Include a standard for Event Center loading areas that reflects the increased intensity of demand from standard commercial buildings.	*Unique loading requirements of an operational Event Center building*
Signage	The D4D does not contemplate signage standards for a multi-purpose Event Center.	Amendments to be determined during schematic designs.	*Operational and economic feasibility of Event Center and activation of the site.*

Appendix B: Transportation Management Plan (TMP) Summary Memo

Introduction

The Transportation Management Plan (TMP) is a robust and comprehensive management and operating plan designed to provide multi-modal access to a range of events at the new Golden State Warriors Event Center in San Francisco's Mission Bay neighborhood, and to the retail and office uses on the same development site. The Golden State Warriors developed the TMP in collaboration with transportation consulting firm, Fehr & Peers. For details on the TMP's relationship to other transportation studies and plans, see **Exhibit A**.

The purpose of the plan is to ensure safe and efficient access by promoting and facilitating the use of nearby public transit services, pedestrian infrastructure, and bicycle routes for travel to and from the Event Center and the adjacent mixed-use development. It is also intended to reduce vehicular impacts to the Mission Bay/Dogpatch area and adjacent neighborhoods. More specific goals outlined in the document relate primarily to guest safety, guest convenience, intelligent resource use, and "good neighbor" efforts:

- Facilitate and promote safe use of non-automobile transportation by people attending and supporting Event Center events or office and retail uses on-site;
- Highlight and optimize the use of transit by both event attendees and event or daily employees;
- Facilitate a high-quality walking experience to the Project from adjacent residences, employment locations, transit stations, and parking garages by identifying key walking routes and major street crossing locations, so that wayfinding can be provided and control officers can be located at critical points to manage the inter action of pedestrians and vehicles during major events;
- Facilitate and maximize bicycle use by Event Center Development event attendees and event or daily employees;
- Maximize safety for all transportation users at key locations around the Project site and broader neighborhood during event ingress and egress;

and

- Ensure the safe interaction of pedestrians and cyclists traveling along South and 16th Street and vehicles accessing the Event Center Development garage entries located on South Street at Bridgeview Way and on 16th Street at Illinois Street.

The TMP is a working document that will be expanded and refined over time by the Golden State Warriors, the City of San Francisco, and other agencies responsible for carrying out the plan. An active monitoring process will occur during the first year of the Project's completion to make any necessary adjustments (see **Exhibit B**). It is also anticipated that subsequent refinements will be made to respond to changing circumstances, new transportation access and parking opportunities, and planned transportation improvements that will be implemented in the Project's vicinity (see **Exhibit C**).

Plan Overview

Several chapters of the TMP provide a summary of planned major transportation projects and existing transportation facilities relevant to the travel characteristics of Event Center attendees (**described in Exhibit D**), office workers, and retail patrons. The travel characteristic assumptions for the proposed development are based on the analysis being prepared concurrently for the Project's subsequent environmental impact report (SEIR), and on the mode split assumptions shown (with comparison to other relevant venues) in **Exhibit E**. These mode split assumptions are, in turn, based in part on Muni's current assumptions for additional special-event service required to serve the site during peak events (see **Exhibit F**). They also rely on the Project's plans for street striping and signalization around the site, some of which deviate from the Mission Bay South Infrastructure Plan (see **Exhibit G**), and assume some off-site parking will be made available to evening event patrons in lots primarily utilized during daytime hours (see **Exhibit H**). All of these assumptions vary based on the activities occurring at Blocks 29-32 on a given day.

The scenarios addressed in the Project's TMP include:

- Typical Day (No-Event Day)
- Convention – weekday event with 9,000 attendees
- Event Center Concert – evening event with 14,000 attendees
- NBA Game – an evening Golden State Warriors game with 18,064 attendees
- Dual Event - NBA game or Event Center concert coinciding with AT&T Park event

The TMP also provides route recommendations to and from Mission Bay **(see Exhibits I and J)**, transportation control and curb management recommendations to facilitate access to and from the Project, and communication strategies to help fans, visitors, and employees make safe, educated, and sustainable choices. Transportation control strategies identified in the Plan include the following:

- Provision of an on-site Transportation Management Center (TMC) located in the security center in the Event Center;
- Designation of a Parking Control Officer director who will staff the TMC and manage game-day controls;
- Designation of up to two in-field PCO supervisors who will roam and oversee PCO operations;
- Suggested locations for PCOs who will direct vehicular and pedestrian traffic under various event scenarios **(see Exhibits K, L, and M)**;
- Pedestrian safety measures and control at the Event Center garage driveway access points on 16th Street and South Street **(see Exhibits K, L, and M)**;
- Designation of curbside locations for Muni buses, Mission Bay Transportation Management Association (TMA) shuttles, other shuttle buses, charter buses, taxis, Transportation Network Companies (TNCs) (e.g. Uber, Lyft), limousines, paratransit shuttles, pedicabs, and media trucks **(see Exhibits N through W)**;

and

- Closure of the northbound lanes on 3rd Street and partial closure of westbound lanes on South Street for a short period at the conclusion of peak NBA games and Event Center concerts **(see Exhibits S through W)**.

These control strategies are summarized in **Exhibit X**.

Communication strategies identified in the Plan include myriad promotion, outreach and wayfinding strategies designed to inform event attendees of the various transportation options that are available and provide directions on

how to access them. This includes a description of transportation information that will be provided by the Golden State Warriors and event promoters at the time of ticket purchase, a few days before an event, and in real time on the day of an event. Tools for communicating this message include emails; in-building display screens; and a proposed site-specific smartphone application that outlines transportation options, provides real-time transit data and wayfinding tools, and permits advance reservation of automobile or bike parking **(see Exhibit Y)**.

A key feature of the TMP is a stated mode split goal, intended to minimize private auto use by Project visitors and employees. The TMP currently outlines a range of these Travel Demand strategies, each of which the Golden State Warriors will analyze for feasibility and effectiveness prior to implementation. Sample Travel Demand strategies are shown in **Exhibit Z** and include:

- Providing incentives to reward patrons arriving via transit or bike, and marketing these incentives with a robust communications strategy, and/or a partnership to brand Clipper Cards and transit passes, prior to an event day so that guests can make choices accordingly;
- Promoting use of the indoor Event Center bicycle valet facility (approximately 300 bike spaces) , indoor secure bicycle parking rooms for office and retail employees, and outdoor bicycle storage racks for all visitors;
- Promote market based fee structures for parking in the vicinity garages to discourage driving by employees and attendees, or offer discounts to reward high occupancy vehicles (HOV);
- Participation in Commuter Check Program, a federal program that allows employees to reduce their commuting costs by up to 40% using tax-free dollars to pay for their commuting expenses, by providing benefit for transit costs; and
- Working with Mission Bay TMA to expand shuttle service hours and routes to serve Event Site patrons, and notifying employees in on-site office and retail buildings that they are eligible to ride the Mission Bay TMA shuttles.

Finally, the TMP outlines provisions for freight loading at the Project site, and for emergency vehicle access.

Living Document

Elements of the draft TMP have been shared and discussed with multiple stakeholder groups, including SFMTA, the Mission Bay Citizens Advisory Committee, UCSF staff, Mission Bay biotech workers, the San Francisco Giants, the Port of San Francisco, the San Francisco Bicycle Coalition and pedicab community, and other interested parties. The Golden State Warriors are committed to ongoing coordination with these key groups, including formalized coordination meetings and/or surveys and modifications to the Plan as necessary.

Exhibits

Exhibit A:

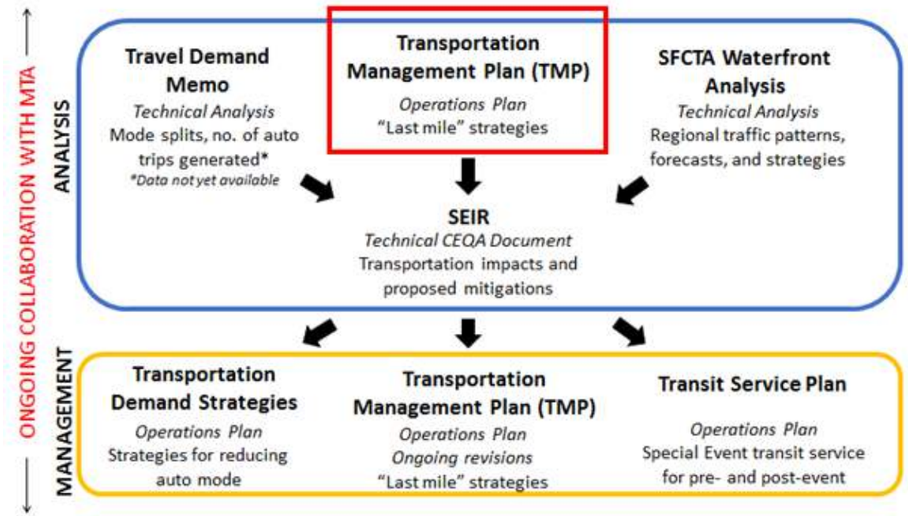


Exhibit B:

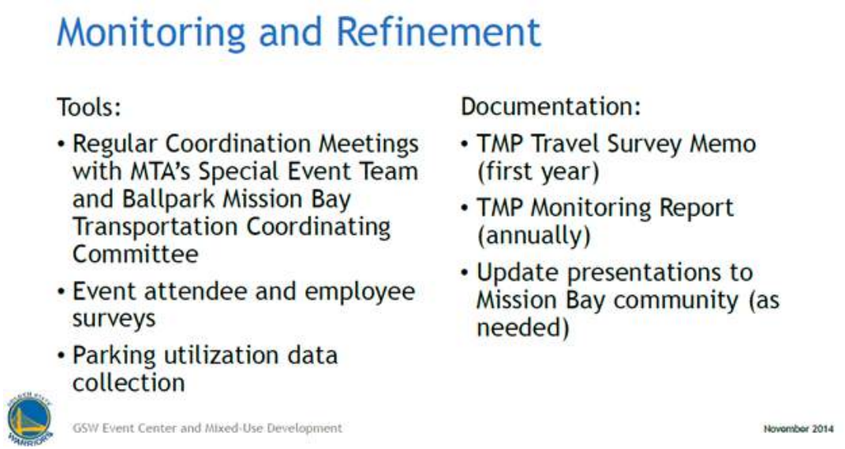


Exhibit C:

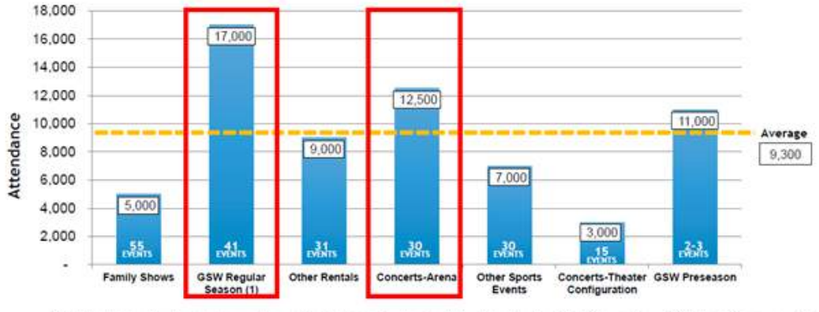
Transit Improvement Assumptions

- Central Subway
- Caltrain Electrification
- Muni Forward (TEP implementation)
- Blue Greenway
- Completion of Mission Bay road network

GSW Event Center and Mixed-Use Development

Exhibit D:

Projected Event Count and Attendance (2)



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

(2) The project TMP also accounts for a typical (no-event) day with up to 2,700 office/retail employees on-site.

Exhibit E:

Mode Split Assumptions

Mode	GSW Peak Event Attendees (1)	SF Giants (2000)	SF Giants (2012)	Sacramento Kings
Transit	35%	39%	44%	26%
Auto	55%	49%	38%	74%
Bike	2%	Included in Other	2%	Not reported separately
Walk	4%	7%	11%	Not reported separately
Other (2)	4%	5%	5%	Not reported separately

(1) Average Weekday

(2) For the Blocks 29-32 project, "Other" includes: Taxi, TMA shuttle, TNC (Uber, Lyft), pedicab

Exhibit F:

Transit Service Assumptions

- Supplemental Muni service
- 3 Muni Special Event shuttle routes
- Additional rail service
- Capital improvements (lengthening platform)

GSW Event Center and Mixed-Use Development

Exhibit G:

Lane Striping & Signal Assumptions

Mission Bay Infrastructure Plan | Proposed Revisions

Exhibit H:

Event Parking Assumptions

- On-site: 700 - 950 stalls
  - Approx. 20 - 30 minute post-event egress
  - Includes valet area for Retail
- Off-site/Satellite:
  - Office parking
    - Ex: 450 South Street
  - Event parking
    - Ex: Lot A, UCSF, and underutilized existing garages
- Street parking: heavily discouraged
  - Limited meter hours (shorter than event duration)
  - Special Event pricing

Exhibit I:

PEAK

Pre-Event Preferred Routes

GSW Event Center and Mixed-Use Development

Exhibit J:

PEAK

Post-Event Preferred Routes

GSW Event Center and Mixed-Use Development

Exhibit K:

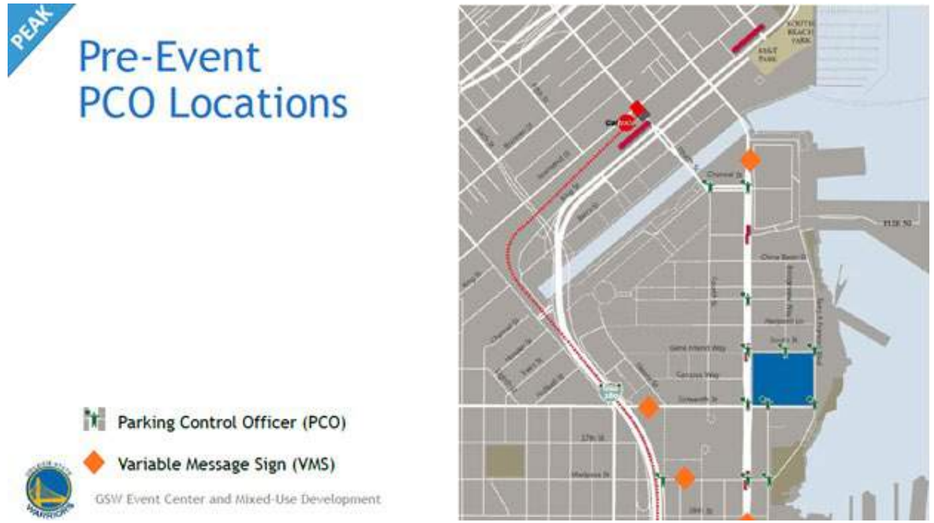


Exhibit L:

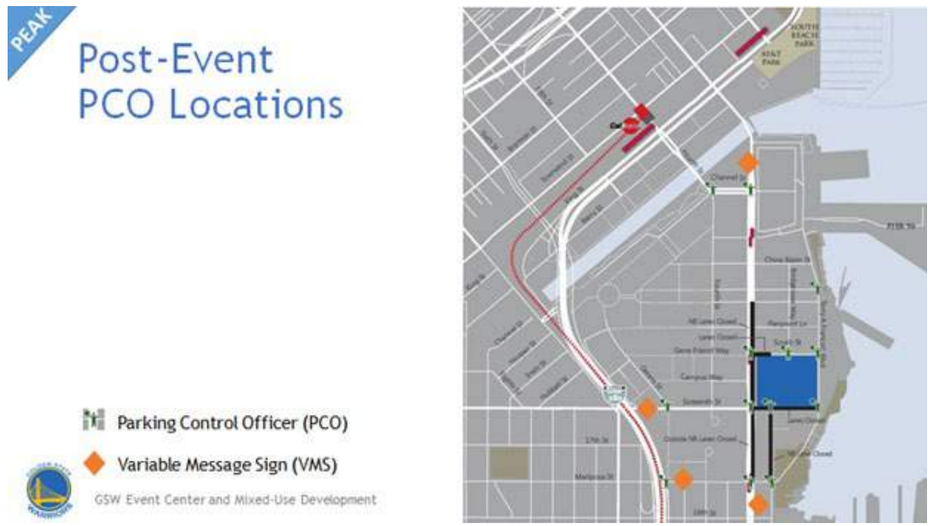


Exhibit M:

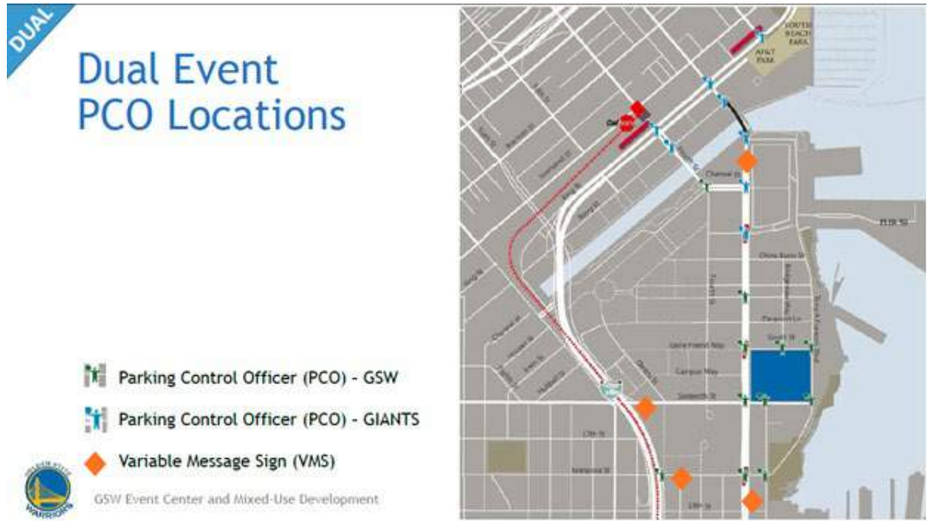


Exhibit N:

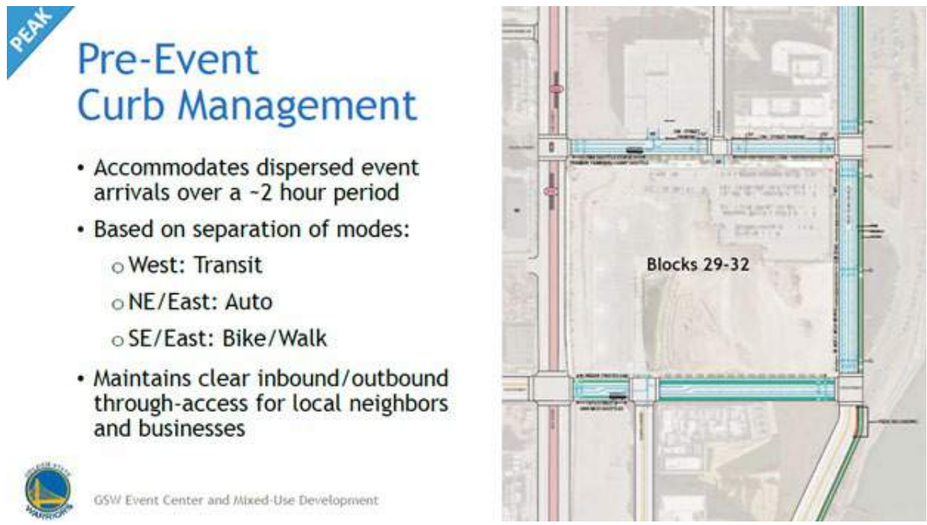


Exhibit O:

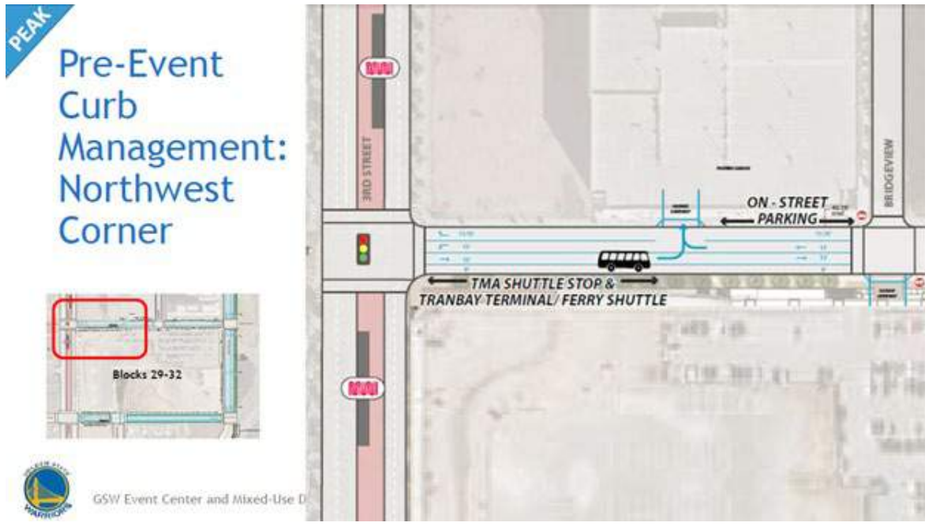


Exhibit P:

Exhibit Q:

Exhibit R:

Exhibit S:

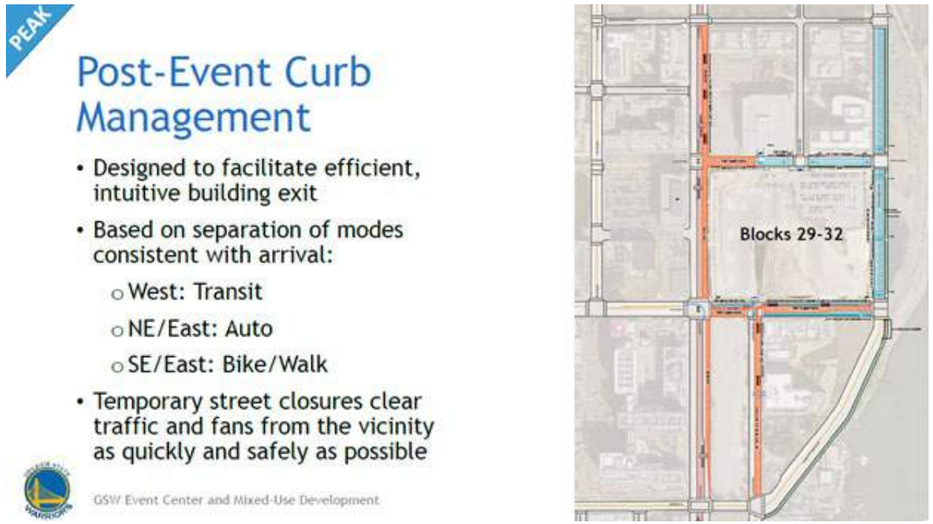


Exhibit T:

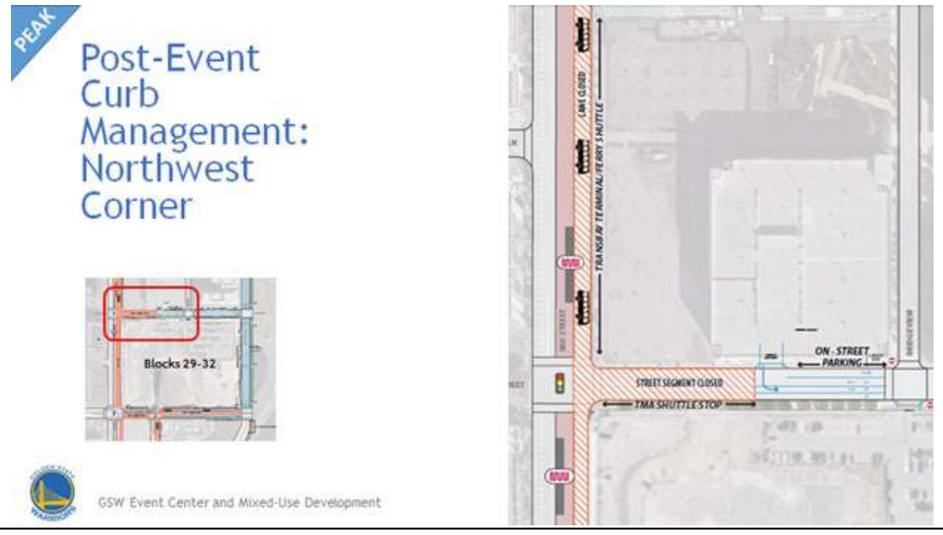


Exhibit U:

Exhibit V:

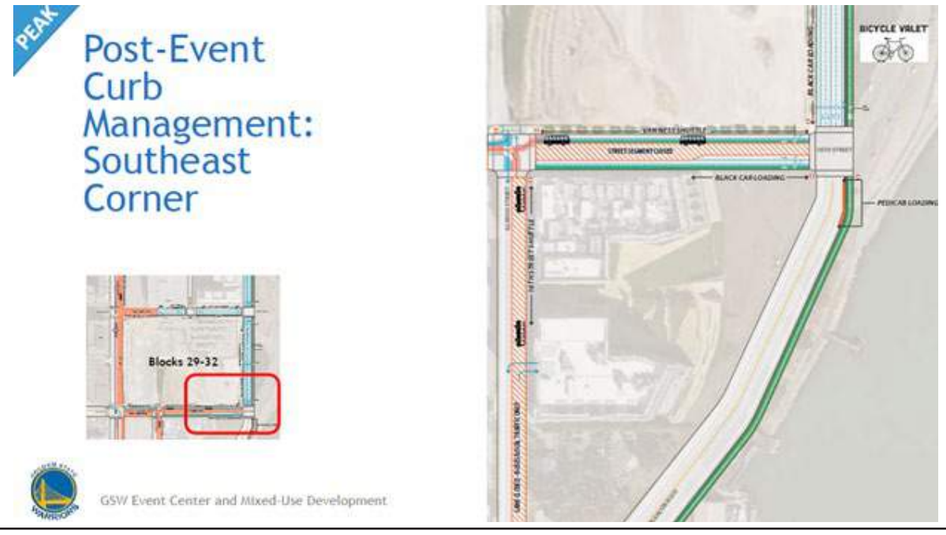


Exhibit W:

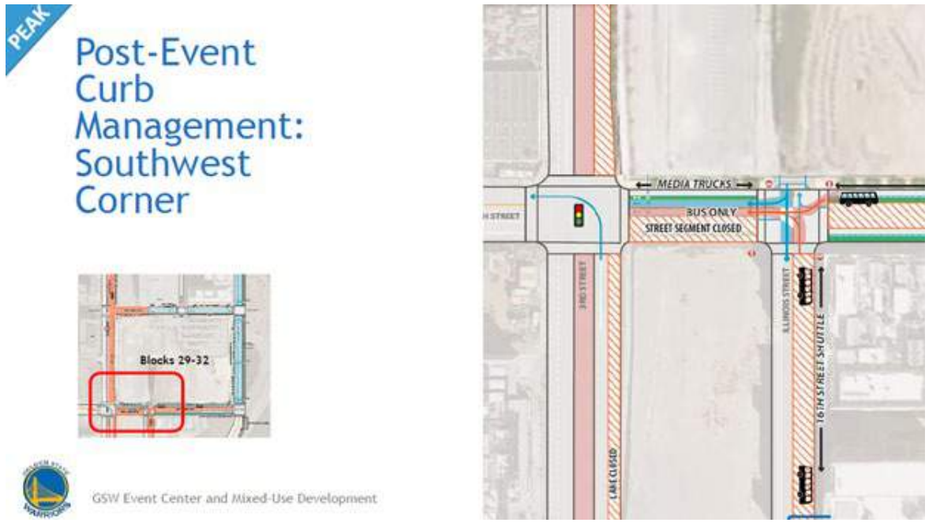


Exhibit X:

Event Controls Summary

Traffic Control Strategy	No Event	Convention/ Small Event	Arena Concert	Peak Event/ NBA Game	Dual Event
Coordinate with SFMTA Special Events Team		✓	✓	✓	✓
Coordinate with BART, Caltrain, Muni, TMA, SFBC		✓	✓	✓	✓
Coordinate with Giants Special Events Staff	✓	✓	✓	✓	✓
Muni Ticket Sales at Event Center Box Office	✓	✓	✓	✓	✓
Taxi Zone on Terry Francois Blvd	✓	✓	✓	✓	✓
Taxi Zone on South Street			✓	✓	✓
Dedicated TMA Shuttle Stop	✓	✓	✓	✓	✓
Dedicated Muni Event Shuttle Stops			✓	✓	✓
PCO Supervisor at Event Center Control Room			✓	✓	✓
PCOs Positioned on and around site		✓	✓	✓	✓
Post-Event Lane Closures			✓	✓	✓
Bike Valet Operating		✓	✓	✓	✓

Exhibit Y:

Exhibit Z:

Representative Travel Demand Strategies

- Appoint Event Center Transportation Coordinator
- Utilize dynamic wayfinding and communication
- Provide substantial bicycle parking spaces
- Price parking to discourage driving
- "Know Before You Go" app and webpage

END OF DOCUMENT