File No. 161073 Committee Item No. 6
Board Item No. 5

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget & Finance Committee **Date** February 2, 2017

Board of Supervisors Meeting **Date** February 14, 2017

Cmte	Board	
☐	☐	Motion
☒	☒	Resolution
☐	☐	Ordinance
☐	☐	Legislative Digest
☐	☐	Budget and Legislative Analyst Report
☐	☐	Youth Commission Report
☐	☐	Introduction Form
☒	☒	Department/Agency Cover Letter and/or Report
☐	☐	MOU
☐	☐	Grant Information Form
☐	☐	Grant Budget
☐	☐	Subcontract Budget
☐	☐	Contract/Agreement
☐	☐	Form 126 – Ethics Commission
☒	☒	Award Letter
☐	☐	Application
☐	☐	Public Correspondence

OTHER **(Use back side if additional space is needed)**

☒	☒	Planning Commission Resolution
☒	☒	Planning Commission Motion
☐	☐	
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Completed by: Linda Wong **Date** January 27, 2017
Completed by: Linda Wong **Date** February 6, 2017

FILE NO. 161073 RESOLUTION NO.

[Accept and Expend Gift - RDF 75 Howard LP - Citywide Affordable Housing Fund - $6,010,047]

Resolution authorizing the Mayor's Office of Housing and Community Development to accept and expend a gift of $6,010,047 from RDF 75 Howard LP to the Citywide Affordable Housing Fund.

WHEREAS, The Mayor's Office of Housing and Community Development ("MOHCD") is responsible for collecting and expending inclusionary housing and other fees that provide funding for affordable housing; and

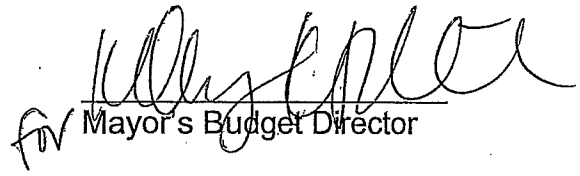
WHEREAS, RDF 75 Howard LP is developing a residential project located at 75 Howard Street and is paying the required inclusionary housing fee of twenty percent (20%) to the Citywide Affordable Housing Fund; and

WHEREAS, In addition to its twenty percent (20%) inclusionary housing fee to the City to assist in providing additional affordable housing, given to the Citywide Affordable Housing Fund, RDF 75 Howard LP has offered a gift of $6,010,047 to the City for the purposes of developing and preserving affordable housing; and

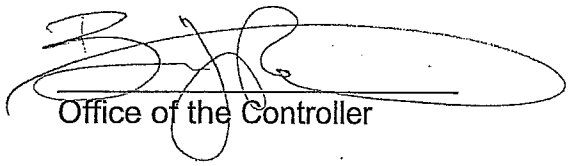
WHEREAS, The Citywide Affordable Housing Fund was established by Administrative Code, Section 10.100-49 for the purposes of receiving and expending funds for affordable housing; now, therefore, be it

RESOLVED, That the Board of Supervisors hereby authorizes MOHCD to accept the gift of $6,010,047 from RDF 75 Howard LP and to expend it for the purposes of developing and preserving affordable housing.

APPROVED:



FV Mayor's Budget Director



Office of the Controller

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GIBSON DUNN

Gibson, Dunn & Crutcher LLP
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Mary G. Murphy
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August 19, 2016

Supervisor Jane Kim
1 Dr. Carlton B. Goodlett Place
City Hall, Room #244
San Francisco, CA 94102-4689

Director Olson Lee
Chandra Egan
Mayor's Office of Housing and Community Development
1 South Van Ness, 5th Fl.
San Francisco, CA 94103

Re: *75 Howard Street Project Affordable Housing Fee Determination – Case No. 2011.1122XVCUA*

Dear Supervisor Kim, Director Lee and Ms. Egan:

This firm represents RDF 75 Howard LP, the "Project Sponsor" of the 75 Howard Street Project (the "Project"). I write to follow up on my letter dated June 23, 2016, regarding the Project (the "June 23 Letter"). This letter supplements the June 23 Letter, a copy of which is enclosed herein.

As part of the June 23 Letter, the Project Sponsor submitted the Affordable Housing Fee Request Form for the Project to the Mayor's Office of Housing and Community Development ("MOHCD"). This initial submittal reflected a unit count of 118. Subsequently, at the request of the Planning Department, the unit count for the Project was revised from 118 to 120 units. As a result of this recent change, please find enclosed for your review an updated Affordable Housing Fee Request Form (and related required documentation) for the Project reflecting the revised 120-unit count.

In addition, we would like to follow up regarding the additional $6,010,047 the Project Sponsor offered to pay to MOHCD for affordable housing, over and above the 20% affordable housing in lieu fee applicable to the Project, as described in the June 23 Letter. It is our understanding that the City Attorney has prepared a draft gift resolution permitting the City to accept that offer, a copy of which has been forwarded to your attention. The Project Sponsor is hoping you might be able to provide information regarding when the resolution will be considered by the Board of Supervisors so they can include the appropriate timing in

their Project schedule. Of course, please do not hesitate to let me know if you need anything further from us with regard to the gift resolution or any other matters contained herein or in the June 23 Letter.

Thank you for your consideration.

Sincerely,

Mary G. Murphy

MGM/sg

cc:

Kate Stacy
Office of the City Attorney
1 Dr. Carlton B. Goodlett Place
City Hall, Room #234
San Francisco, CA 94102-4689

April Veneracion Ang
c/o Supervisor Kim
1 Dr. Carlton B. Goodlett Place
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June 23, 2016

Supervisor Jane Kim
1 Dr. Carlton B. Goodlett Place
City Hall, Room #244
San Francisco, CA 94102-4689

Director Olson Lee
Chandra Egan
Mayor's Office of Housing and Community Development
1 South Van Ness, 5th Fl.
San Francisco, CA 94103

Re: *75 Howard Street Project Affordable Housing Fee Determination – Case No. 2011.1122XVCUA*

Dear Supervisor Kim, Director Lee and Ms. Egan:

This firm represents RDF 75 Howard LP, the Project Sponsor of the 75 Howard Street project (the "Project") which was approved by the San Francisco Planning Commission on September 3, 2015.[1] Please find enclosed the completed Affordable Housing Fee Request Form for the Project, which we are hereby submitting for review by the Mayor's Office of Housing and Community Development ("MOHCD").

In addition, the purpose of this letter is to describe the affordable housing impact in-lieu fee (the "Affordable Housing Fee") applicable to the Project and to respectfully request that the City make provision to accept certain additional sums of money offered by the Project Sponsor for use in producing affordable housing. As discussed below, the Project is subject

[1] The Project was approved by the San Francisco Planning Commission on September 3, 2015 pursuant to Motions No. 19448, 19449, 19450 and 19451 which in addition the certification of the Environmental Impact Report (EIR) and adoption of CEQA findings, included a Conditional Use Authorization, a Section 309 Authorization, and a Variance Decision Letter granting two variances (collectively, the "75 Howard Project Approvals"). The statute of limitations to file any further actions challenging the 75 Howard Project Approvals has expired, and a Notice of Special Restrictions under the Planning Code for Motion No. 19450 was filed on May 11, 2016 in the San Francisco Assessor-Recorder's office as Document Number 2016-K242910-00 (the "NSRs"), a copy of which is enclosed herein.

to a twenty percent (20%) Affordable Housing Fee requirement under the recently enacted "trailing legislation" that became effective upon the passage of Proposition C on June 7, 2016. The "trailing legislation", approved by the San Francisco Board of Supervisors ("BOS") on May 3, 2016 (the "Trailing Legislation"), "grandfathered" certain categories of projects from its application. Because the Project falls under two separate categories of grandfathered projects[2], the 20% in-lieu Affordable Housing Fee requirement that was applicable at the time the Project was approved and is set forth in its approval motions still applies.

As you may know, in connection with an appeal to the BOS of the EIR for the Project, the Project Sponsor submitted to the City a letter wherein it offered to pay an additional sum of monies in the amount of $6,010,047 over and above the 20% Affordable Housing Fee applicable to the Project to be used for affordable housing (the "Offer Letter"). At the BOS hearing on the EIR appeal on November 17, 2015, the Project Sponsor explained that the purpose of the voluntary offer was to provide an amount over and above the maximum 20% in-lieu Affordable Housing Fee required by law and set forth in the Project approval motions. A copy of the Offer Letter and a transcript of the Project Sponsor's counsel's remarks regarding the offer at the BOS appeal hearing (collectively, the "Offer") are enclosed.

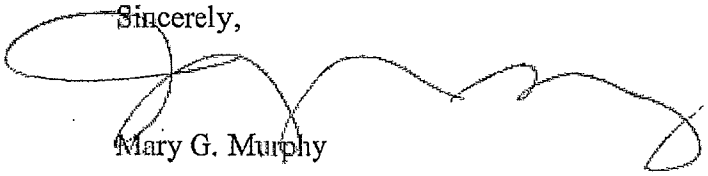
The Project Sponsor wishes to honor this Offer and pay the additional $6,010,047 to MOHCD for use for affordable housing. As you can see from the attached materials, the Project Sponsor proposed to pay the additional money at the same time as the Affordable Housing Fee was paid, and we therefore write to make provision for paying the $6,010,047 at the same time that the 20% in-lieu Affordable Housing Fee is paid. We understand from conversations with the City Attorney that acceptance of the additional monies will most likely require that the BOS pass a resolution accepting the funds.

---

[2] The Trailing Legislation grandfathers any project that received its "final first discretionary development entitlement approval, which shall mean approval following any administrative appeal to the relevant City board on or before January 12, 2016". The Project's Conditional Use Authorization was not appealed and therefore became final on October 4, 2015. As such, the Project received its final first discretionary development entitlement approval before January 12, 2016, thereby grandfathering it under the Trailing Legislation. Further, the Trailing Legislation grandfathers projects for which a complete Environmental Evaluation Application ("EEA") was submitted prior to January 1, 2013. The EEA for the Project was initially filed on January 13, 2012 and the City published a Notice of Preparation and Initial Study for the Project on December 12, 2012 ("NOP/IS"), thereby grandfathering the Project.

Thank you for your consideration.

Sincerely,



Mary G. Murphy

MGM/sg

cc:

Kate Stacy
Office of the City Attorney
1 Dr. Carlton B. Goodlett Place
City Hall, Room #234
San Francisco, CA 94102-4689

April Veneracion Ang
c/o Supervisor Kim
1 Dr. Carlton B. Goodlett Place
City Hall, Room #244
San Francisco, CA 94102-4689

File 151015 - 151018

BOS-11, COB, BOS-Legislation Cpage

PARAMOUNT GROUP, INC.

MARCE SANCHEZ
VICE PRESIDENT
CONSTRUCTION & DEVELOPMENT

November 17, 2015

Mayor Edwin M. Lee
City Hall,
Room 200,
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

London Breed, President
Supervisor Jane Kim
Members of the San Francisco Board of Supervisors
c/o Clerk of the Board of Supervisors
#1 Dr. Carlton B. Goodlett Place
City Hall, Room #244
San Francisco, CA 94102-4689

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2015 NOV 17 AM 10:53

Re: Commitment to Provide Additional Affordable Housing Funds

Dear Mr. Mayor, President Breed, Supervisor Kim and Members of the Board:

I write on behalf of the RDF 75 Howard LP, the Project Sponsor of the 75 Howard Street project which was approved by the San Francisco Planning Commission on September 3, 2015 pursuant to Motions No. 19448, 19449, 19450 and 19451 as well as a Variance decision to be issued by the Zoning Administrator after resolution of Appeal No. 151015 (collectively, the "75 Howard Project Approvals"). The Planning Commission's certification of the Final Environmental Impact Report for the 75 Howard Project has been appealed to the Board of Supervisors and is set for hearing on November 17, 2015 (Appeal No.151015).

As you know, the 75 Howard Project Approvals provide, among other conditions, that the Project Sponsor pay an in-lieu fee for affordable housing pursuant to Section 415.5 of the San Francisco Planning Code. (Conditions 31 and 32 of Motion 19450). The Project Sponsor is acutely aware of the housing shortage in San Francisco and is pleased that the 75 Howard Project will remove an above-grade 8 story, approximately 550 car parking garage and replace it with a residential project with ground floor retail. As more specifically described in Conditions 31 and 32 of Planning Commission Motion No. 19450, the Project is required under the law to pay an Affordable Housing Fee at a rate equivalent to twenty

percent (20%) of the number of units in the principal project in the manner and at the times set forth in the Project Approvals (collectively, the "Project Approvals Affordable Housing Fee Condition"). The Project Sponsor is pleased to participate in the City's efforts to create affordable housing through payment of the Affordable Housing Fee, but also wishes to assist further in the City's efforts to produce more affordable housing. Consequently, the Project Sponsor hereby offers the City of San Francisco a commitment, that if the Project Sponsor constructs the 75 Howard Project pursuant to the 75 Howard Project Approvals, the Project Sponsor will pay an additional sum of money to the City for use in the Inclusionary Affordable Housing Program in the amount of Six Million Ten Thousand Forty Seven Dollars ($6,010,047) to be paid, at the same time as the payments are to be made under the Project Approvals Affordable Housing Fee Condition. This offer cannot be revoked if the 75 Howard Project is constructed pursuant to the 75 Howard Project Approvals.
We hope that the City will accept this offer. Thank you for your consideration.

Sincerely,

Marce Sanchez
Vice President
Construction & Development

102026179.1

San Francisco Mayor's Office of Housing and Community Development
Inclusionary Housing Program
Affordable Housing Fee Request Form 2016

Dear Project Sponsor:

Project Sponsors choosing to pay the Affordable Housing Fee under the Inclusionary Housing Program should complete and return the following form along with the required attachments in order to receive a fee determination from the San Francisco Mayor's Office of Housing and Community Development (MOHCD). In order to request an Affordable Housing Fee determination, the project must first obtain formal approval from the Planning Department. To review the Affordable Housing Fee option under the Inclusionary Housing Program, please review Section 415.5 of the San Francisco Planning Code.

The general process for paying the Affordable Housing Fee is as follows:

- Project sponsor submits completed Affordable Housing Fee Request Form to MOHCD with copy of planning approval and recorded Notice of Special Restrictions. (If your development does not have an NSR that clearly references your choice to pay the fee, you must file a new NSR through your Planner. We cannot issue a fee determination letter without the correct recorded NSR.)
- MOHCD calculates the fee within 10 business days from the date of receipt of your completed submission and sends a formal fee determination letter to the project sponsor, Planning Department and Department of Building Inspection.
- Project sponsor works the Department of Building Inspection (DBI) to obtain report on all fees owed either before seeking Affordable Housing Fee determination from MOHCD or after. (See below.)
- Project sponsor receives fee report from DBI and pays all fees. (See below.)

DBI is responsible for collecting all development impact and other fees owed. Prior to issuance of the first building permit or the first addendum authorizing construction of the project (in the case where a site permit is issued), DBI will issue a report outlining preliminary estimates of all development impact and in-lieu fees owed for a development project. Project sponsors must then either pay the full amount of development impact and other fees owed before issuance of the first construction document.

For general questions regarding the fee payment process, please contact:

San Francisco Department of Building Inspection
1660 Mission, 6th floor
San Francisco, CA 94103
(415) 558-6131

Please feel free to contact Chandra Egan of MOHCD at chandra.egan@sfgov.org or (415) 701-5546 if you have any questions about the Affordable Housing Fee option under the Inclusionary Housing Program.

Thank you.

Sincerely,

Mayor's Office of Housing and Community Development

San Francisco Mayor's Office of Housing and Community Development
Inclusionary Housing Program
Affordable Housing Fee Request Form 2016

General Information

Today's Date	August 19, 2016
Name of Development	75 Howard Street
Property Address as Stated in Planning Approval	75 Howard Street
Planning Motion #	19448 (Acceptance of Delegation Agreement), 19449 (CEQA Findings), 19450 (Section 309 Authorization), 19451 (Conditional Use Authorization),
Planning Motion Date	September 3, 2015
Notice of Special Restrictions Document #	**DOC-2016-K242910-00 (Motion No. 19450)** **DOC-2016-K285544-00 (Motion No. 19451)** **DOC-2016-K285543-00 (Variance Application No. 2011.1122XVCUA)**
Notice of Special Restrictions Document Recording Date	**May 11, 2016** **July 12, 2016**
Name of City and Co. of SF Planner	Tina Chang

Name of Project Sponsor	RDF 75 Howard LP
Project Sponsor Contact Person	Ralph J. DiRuggiero
Company of Project Sponsor Contact	Paramount Group, Inc.
Project Sponsor Address (with Zip)	One Market Plaza, Spear Tower Suite 4150, San Francisco, CA 94105
Project Sponsor Phone	212-237-3115
Project Sponsor Email	rdiruggiero@paramount-group.com

Name of Agent Acting for Project Sponsor	Sara Ghalandari, Gibson, Dunn & Crutcher LLP
Agent Acting Address (with Zip)	555 Mission Street, Suite 3000, San Francisco, CA 94105
Agent Acting Phone	415-393-8250
Agent Acting Email	sghalandari@gibsondunn.com

Estimated Date of Building Permit Issuance	Early September 2016
Estimated Issuance Date of Temporary Certificate of Occupancy (TCO)(if applicable)	N/A

Estimated Issuance Date of Final Certificate of Occupancy and Completion (FCOC)(if applicable)	March 2019

Overall Building Composition

Total # Units in Building (all dwelling units)	120

Unit Type	Total #
Studio (Jr. 1-bedrooms = studio units)	0
1 Bedroom	21
2 Bedroom	76
3 Bedroom	19
4 Bedroom	4
Other	0

Estimated Fee Due

Please provide your estimate of the fee due under your project.

Example
Building has 40 studio units x 20% = 8 one-bedroom units pay the fee.
Building has 40 one-bedroom units x 20% = 8 one-bedroom units pay the fee.
Building has 20 two-bedroom units x 20% = 4 two-bedroom units pay the fee.

Inclusionary Housing Program: Affordable Housing Fee Determination					
Unit Size	Market Rate Total	20% Off-site Requirement	Off-Site Unit Requirement	*Fee By Unit Size	Fee Payable
Studio	40	20%	8.00	$198,008	$1,584,064
1 bedroom	40	20%	8.00	$268,960	$2,151,680
2 bedroom	20	20%	4.00	$366,639	$1,466,556
3 bedroom	0	20%	0.00	$417,799	$0
4 bedroom	0	20%	0.00	$521,431	$0
Totals:	**100**		**20.0**		**$5,202,300**
*2016 fee schedule					

Your Project
(Write in calculations for your project; or, you may cut and paste from the following spreadsheet to use embedded calculations: http://sf-moh.org/index.aspx?page=308.)

20.0% REQUIREMENT

Inclusionary Housing Program: Affordable Housing Fee Determination Address: 75 Howard					
Unit Size	Market Rate Total	20% Off-site Requirement	Off-Site Unit Requirement	*Fee By Unit Size	Fee Payable
Studio	0	20%	0.00	$198,008	$0
1 bedroom	21	20%	4.20	$268,960	$1,129,632.00
2 bedroom	76	20%	15.20	$366,369	$5,568,808.80
3 bedroom	19	20%	3.80	$417,799	$1,587,636.20
4 bedroom	4	20%	.80	$521,431	$417,144.80

Totals:	120		24.00		$8,703,221.80
*2016 fee schedule					

You must include a copy of the following documents: (Please check)

✓ Affidavit for Compliance with the Inclusionary Housing Program

✓ Final Planning Motion (if applicable)

✓ Recorded Notice of Special Restrictions (NSR)

Please email this form and the requested supplemental materials by PDF to:

Chandra Egan
Mayor's Office of Housing and Community Development
chandra.egan@sfgov.org
Phone: (415) 701-5546

Representative (sign) [signature]

Representative (print) Sara Ghalandari

Title (print) Attorney

Company (print) Gibson, Dunn + Crutcher LLP

Date (print) August 19, 2016

SAN FRANCISCO
PLANNING
DEPARTMENT

AFFIDAVIT FOR
Compliance with the Inclusionary Affordable Housing Program

Planning Department
1650 Mission Street
Suite 400
San Francisco, CA
94103-9425

T: 415.558.6378
F: 415.558.6409

Date: January 11, 2013

To: Applicants subject to Planning Code Section 415: Inclusionary Affordable Housing Program

From: San Francisco Planning Department

Re: Compliance with the Inclusionary Affordable Housing Program

All projects that involve five or more new dwelling units must participate in the *Inclusionary Affordable Housing Program* contained in Section 415 of the Planning Code. Every project subject to Section 415 must pay an Affordable Housing Fee that is equivalent to the applicable percentage of the number of units in the principal project, which is 20% of the total number of units proposed (or the applicable percentage if subject to different area plan controls or requirements).

A project may be eligible for an Alternative to the Affordable Housing Fee if the developer chooses to commit to sell the new on- or off-residential units rather than offer them as rental units. Second, the project may be eligible for an Alternative to the Affordable Housing Fee if it has demonstrated to the Planning Department that the affordable units are not subject to the Costa Hawkins Rental Housing Act. All projects that can demonstrate that they are eligible for an alternative to the Affordable Housing Fee must provide the necessary documentation to the Planning Department and the Mayor's Office of Housing. Additional material may be required to determine if a project is eligible to fulfill the Program's requirements through an alternative.

Before the Planning Department and/or Planning Commission can act on the project, this *Affidavit for Compliance with the Inclusionary Affordable Housing Program* must be completed.

1 California Civil Code Section 1954.50 et.al.

Affidavit for Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415

July 7,2015
Date

I, Marce Sanchez, do hereby declare as follows:

a. The subject property is located at (address and block/lot):

75 Howard Street	3741/31; 3741/35 (Parcel 3)
Address	Block / Lot

b. The proposed project at the above address is subject to the Inclusionary Affordable Housing Program, Planning Code Section 415 et seq.

The Planning Case Number and/or Building Permit Number is:

2011.1122XVCUA	N/A
Planning Case Number	Building Permit Number

This project requires the following approval:

- [X] Planning Commission approval (e.g. Conditional Use Authorization, Large Project Authorization)
- [ ] This project is principally permitted.

The Current Planner assigned to my project within the Planning Department is:

Tina Chang
Planner Name

Is this project within the Eastern Neighborhoods Plan Area?

- [ ] Yes (if yes, please indicate Tier) _____
- [X] No

This project is exempt from the Inclusionary Affordable Housing Program because:

- [ ] This project uses California Debt Limit Allocation Committee (CDLAC) funding.
- [ ] This project is 100% affordable.

c. This project will comply with the Inclusionary Affordable Housing Program by:

- [X] Payment of the Affordable Housing Fee prior to the first site or building permit issuance (Planning Code Section 415.5).
- [ ] On-site or Off-site Affordable Housing Alternative (Planning Code Sections 415.6 and 416.7).

d. If the project will comply with the Inclusionary Affordable Housing Program through an On-site or Off-site **Affordable Housing Alternative**, please fill out the following regarding how the project is eligible for an alternative and the accompanying unit mix tables on page 4.

☐ **Ownership.** All affordable housing units will be sold as ownership units and will remain as ownership units for the life of the project.

☐ **Rental.** Exemption from Costa Hawkins Rental Housing Act.[2] The Project Sponsor has demonstrated to the Department that the affordable units are not subject to the Costa Hawkins Rental Housing Act, under the exception provided in Civil Code Sections 1954.50 though one of the following:

☐ Direct financial contribution from a public entity.

☐ Development or density bonus or other public form of assistance.

☐ Development Agreement with the City. The Project Sponsor has entered into or has applied to enter into a Development Agreement with the City and County of San Francisco pursuant to Chapter 56 of the San Francisco Administrative Code and, as part of that Agreement, is receiving a direct financial contribution, development or density bonus, or other form of public assistance.

e. The Project Sponsor acknowledges that failure to sell the affordable units as ownership units or to eliminate the on-site or off-site affordable ownership-only units at any time will require the Project Sponsor to:

(1) Inform the Planning Department and the Mayor's Office of Housing and, if applicable, fill out a new affidavit;

(2) Record a new Notice of Special Restrictions; and

(3) Pay the Affordable Housing Fee plus applicable interest (using the fee schedule in place at the time that the units are converted from ownership to rental units) and any applicable penalties by law.

f. The Project Sponsor must pay the Affordable Housing Fee in full sum to the Development Fee Collection Unit at the Department of Building Inspection for use by the Mayor's Office of Housing prior to the issuance of the first construction document, with an option for the Project Sponsor to defer a portion of the payment to prior to issuance of the first certificate of occupancy upon agreeing to pay a deferral surcharge that would be deposited into the Citywide Affordable Housing Fund in accordance with Section 107A.13.3 of the San Francisco Building Code.

g. I am a duly authorized officer or owner of the subject property.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.
Executed on this day in:

SAN FRANCISCO, CA.
Location

7.7.2015
Date

Signature: V.P. CONSTRUCTION DEVELOPMENT

Name (Print), Title: ARDF 75 HOWARD LP
AS: RDF 75 HOWARD LP LLC ITS GEN. PARTNER
BY: PARAMOUNT GROUP REGIONAL PARTNERS II L.P.
BY PARAMOUNT GROUP INC., ITS MANAGER
ITS GEN. PARTNER

212 237 3125
Contact Phone Number

cc: Mayor's Office of Housing
Planning Department Case Docket
Historic File, if applicable
Assessor's Office, if applicable

2. California Civil Code Section 1954.50 and following.

Unit Mix Tables

NUMBER OF ALL UNITS IN PRINCIPAL PROJECT:					
Total Number of Units	SRO	Studios	One-Bedroom Units	Two-Bedroom Units	Three-Bedroom Units

If you selected an On-site or Off-Site Alternative, please fill out the applicable section below:

☐ On-site Affordable Housing Alternative (Charter Section 16.110 (g) and Planning Code Section 415.6): calculated at 12% of the unit total.

NUMBER OF AFFORDABLE UNITS TO BE LOCATED *ON-SITE*					
Total Affordable Units	SRO	Studios	One-Bedroom Units	Two-Bedroom Units	Three-Bedroom Units

☐ Off-site Affordable Housing Alternative (Planning Code Section 415.7): calculated at 20% of the unit total.

NUMBER OF AFFORDABLE UNITS TO BE LOCATED *OFF-SITE*					
Total Affordable Units	SRO	Studios	One-Bedroom Units	Two-Bedroom Units	Three-Bedroom Units

Area of Dwellings in Principal Project (in sq. feet)	Off-Site Project Address	
Area of Dwellings in Off-Site Project (in sq. feet)		
Off-Site Block/Lot(s)	Motion No. (if applicable)	Number of Market-Rate Units in the Off-site Project

☐ Combination of payment of a fee, on-site affordable units, or off-site affordable units with the following distribution:
Indicate what percent of each option would be implemented (from 0% to 99%) and the number of on-site and/or off-site below market rate units for rent and/or for sale.

1. Fee _____ % of affordable housing requirement.

2. On-Site _____ % of affordable housing requirement.

NUMBER OF AFFORDABLE UNITS TO BE LOCATED *ON-SITE*					
Total Affordable Units	SRO	Studios	One-Bedroom Units	Two-Bedroom Units	Three-Bedroom Units

3. Off-Site _____ % of affordable housing requirement.

NUMBER OF AFFORDABLE UNITS TO BE LOCATED *OFF-SITE*					
Total Affordable Units	SRO	Studios	One-Bedroom Units	Two-Bedroom Units	Three-Bedroom Units

Area of Dwellings in Principal Project (in sq. feet)	Off-Site Project Address	
Area of Dwellings in Off-Site Project (in sq. feet)		
Off-Site Block/Lot(s)	Motion No. (if applicable)	Number of Market-Rate Units in the Off-site Project

CONTACT INFORMATION AND DECLARATION OF SPONSOR OF PRINCIPAL PROJECT	CONTACT INFORMATION AND DECLARATION OF SPONSOR OF OFF-SITE PROJECT (IF DIFFERENT)
Company Name	Company Name
Print Name of Contact Person	Print Name of Contact Person
Address	Address
City, State, Zip	City, State, Zip
Phone, Fax	Phone, Fax
Email	Email
I hereby declare that the information herein is accurate to the best of my knowledge and that I intend to satisfy the requirements of Planning Code Section 415 as indicated above.	I hereby declare that the information herein is accurate to the best of my knowledge and that I intend to satisfy the requirements of Planning Code Section 415 as indicated above.
Signature	Signature
Name (Print), Title	Name (Print), Title

SAN FRANCISCO
PLANNING DEPARTMENT

1650 Mission St.
Suite 400
San Francisco,
CA 94103-2479

Reception:
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Planning Commission Resolution 19448

Acceptance of Delegation Agreement

HEARING DATE: SEPTEMBER 3, 2015

Date:	September 3, 2015
Case Number:	2011.1122XVCUA
Project Name:	**75 Howard**
Zoning:	C-3-O (SD) (Downtown-Office (Special Development)) 200-S
Block/Lot:	3741/31; 3741/35 (Parcel 3)
Delegating Agency:	Office of Community Investment and Infrastructure
Project Sponsor	RDF 75 Howard LP 1633 Broadway, Suite 1801 New York, NY 10019
Staff Contact:	Tina Chang, Planner tina.chang@sfgov.org, 415-575-9108

RECOMMENDING THAT THE PLANNING COMMISSION ACCEPT DELEGATION OF THE RESPONSIBILITY TO ADMINISTER THE REDEVELOPMENT REQUIREMENTS THAT ARE APPLICABLE TO THE REDEVELOPMENT IMPROVEMENTS ON THE PORTION OF THE PROPERTY FALLING UNDER THE OFFICE OF COMMUNITY INVESTMENT AND INFRATRUCTURE (OCII) (SUCCESSOR AGENCY TO THE SAN FRANCISCO REDEVELOPMENT AGENCY) JURISDICTION FOR ASSESSOR'S BLOCK 3741, LOT 035 WITHIN THE DOWNTOWN-OFFICE SPECIAL DEVELOPMENT (C-3-O (SD)) ZONING AND 200-S HEIGHT AND BULK DISTRICT.

PREAMBLE

WHEREAS, in Motion No. 19446, dated September 3, 2015, the Planning Commission certified the Final Environmental Impact Report (FEIR) prepared for the proposed development of a 20-story-over-basement, 220 foot tall building with up to 133 dwelling units, approximately 5,824 sq. ft. of ground floor retail space and 100 off-street parking spaces (hereinafter the "75 Howard Project"), at 75 Howard Street (the "Project Site"), as accurate, complete and in compliance with the California Environmental Quality Act ("CEQA").

Under the California Community Redevelopment Law, Cal. Health & Safety Code §§ 33000 et seq., the Board of Supervisors of the City and County of San Francisco approved, by Ordinance No. 14-91 (Jan. 5, 1981), the Redevelopment Plan for the Rincon Point-South Beach Project Area and, since then, has amended it ten times. (The plan, as so amended, is referred to herein as the "Redevelopment Plan"). The Redevelopment Plan expires in 2021.

Under the Redevelopment Plan, the Redevelopment Agency of the City and County of San Francisco, a

public body corporate and politic ("Redevelopment Agency"), had the authority to approve development projects that were consistent with the land use controls of the Redevelopment Plan and with the standards for development in the Design for Development Rincon Point – South Beach Redevelopment Project ("Design for Development") (together the Redevelopment Plan and Design for Development are referred to as the "Redevelopment Requirements"). These land use controls for the Rincon Point-South Beach Project Area ("Project Area") provide specific standards for development but incorporate other local land use regulations to the extent that those regulations do not conflict with Redevelopment Requirements. Design for Development, § V at page 11 ("All new development shall meet the requirements of the General Plan, the City Planning Code and all other applicable codes, including changes or amendments thereto as may be made subsequent to the adoption of the Redevelopment Plan, except to the extent that changes and amendments conflict with the express provisions of the Redevelopment Plan and this Design for Development.")

By 2007, the Redevelopment Agency had substantially achieved the objectives of the Redevelopment Plan, including completion of major public and private improvements by investing millions of dollars of tax increment and other revenues and approving new development in the area. As a result of the completion of the Project Area and certain limitations on the use of tax increment, the Board of Supervisors approved, by Ordinance No. 115-07 (May 18, 2007), an amendment to the Redevelopment Plan to limit the Redevelopment Agency's future use of tax increment revenue from the Project Area to financing its unfulfilled affordable housing obligations and paying preexisting indebtedness.

State law dissolved the Redevelopment Agency on February 1, 2012, Cal. Health and Safety Code §§ 34161 et seq. ("Redevelopment Dissolution Law"), and provided, among other things, that successor agencies assumed the rights and obligations of the former Redevelopment Agency (with the exception of certain affordable housing assets). In particular, state law requires successor agencies to fulfill enforceable obligations of the former redevelopment agencies, but otherwise to dispose of assets and wind down redevelopment affairs in an expeditious manner. Redevelopment Dissolution Law provides that a city or county may, but is not required to, assume the land use authority previously exercised by a former redevelopment agency. Cal. Health & Safety Code § 34173 (i).

The Successor Agency to the Redevelopment Agency (the "Successor Agency")--a separate entity from the City and County of San Francisco ("City")–is also known as the Office of Community Investment and Infrastructure ("OCII"), has assumed the remaining rights and obligations of the former Redevelopment Agency, and has "succeed[ed] to the organizational status of the former redevelopment agency." Cal. Health & Safety Code § 34173 (g).

The Board of Supervisors, in its capacity as governing body of the Successor Agency, approved Ordinance No. 215-12 (Oct. 4, 2012) to implement Redevelopment Dissolution Law and established, under section 6 of the ordinance, the Successor Agency Commission to "act in place of the former commission of the dissolved Redevelopment Agency to implement, modify, enforce and complete the surviving redevelopment projects" and to "take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that the Commission

deems appropriate consistent with the Redevelopment Dissolution Law to comply with such obligations."

Since dissolution, the Successor Agency has had discussions with the Planning Department about the transfer of land use authority under the Redevelopment Plan to the Planning Department because the objectives of the Redevelopment Plan are complete, the Successor Agency does not have any enforceable obligations for new development in the Project Area, and Redevelopment Dissolution Law has placed significant limitations on the Successor Agency's expenditures for activities that are not required to fulfill enforceable obligations.

Under Sections 33128 and 33205 of the California Health and Safety Code, OCII has access to the services of the Planning Department and the authority to delegate to the Planning Department certain of OCII's powers and functions with respect to undertaking the redevelopment of project areas, and the Planning Department is authorized to carry out or perform such powers and functions.

The Redevelopment Agency and Planning Department previously entered into several delegation agreements whereby the Planning Department assumed land use authority over redevelopment projects, including Zone 2 of the Transbay Project Area (Agency Resolution No. 16-2005, Jan. 25, 2005), the South of Market Project Area (Agency Resolution No. 71-2005, May 3, 2015), Zone 2 of the Bayview Hunters Point Project Area (Agency Resolution No. 83-2006, June 20, 2006), and Yerba Buena Center Approved Redevelopment Project Area D-1 (Agency Resolution No. 146-2000, Aug. 15, 2000). All of these delegation agreements remain in effect.

The Redevelopment Dissolution Law provides, among other things, that successor agencies may enter into contracts for the purpose of "winding down the redevelopment agency." Cal. Health & Safety Code § 34177.3 (b). See also Cal. Health & Safety Code § 34171 (d) (1) (F) (defining enforceable obligations to include "agreements necessary for the administration or operation of the successor agency").

The Project Site consists of a lot (Assessor's Block 3741, Lot 31) developed and used as an 8-story above grade parking garage with 550 parking spaces (the "Parking Garage Lot") and a small triangular portion of an adjacent lot (Assessor's Block 3741, Lot 35) which is currently unimproved other than landscaping and a fence (the "Subject Property"). The Subject Property is within the Project Area and is subject to the land use and development controls of the Redevelopment Requirements. The Project Sponsor intends to merge the Subject Property into the Parking Garage Lot through a lot line adjustment.

On June 25, 2015, the Project Sponsor submitted to the Planning Department the updated Section 309 Authorization Application, Variance Application and Conditional Use Authorization Application for the Project. These applications, including all supporting documentation, are required for the development of the 75 Howard Project and include the Subject Property. Almost all of the improvements proposed by the 75 Howard Project are located on the Parking Garage Lot, which is not subject to the Redevelopment Requirements and are within the exclusive jurisdiction of the City and have been reviewed for compliance with the Planning Code and heard at a duly noticed Planning Commission hearing on September 3, 2015, which was continued from July, 23, 2015 (the "Planning Code Improvements").

Only a small number of improvements for the 75 Howard Project are located on the Subject Property that is under the jurisdiction of the Redevelopment Requirements and OCII. Those improvements (as shown on the current plans) are: (i) the below grade parking garage; (ii) on floors 1 through 7, a small corner of the proposed building and some landscaping and streetscape; and (iii) on floors 8 through 11, the very edge of the building corner (the "Redevelopment Improvements"). There are no improvements proposed on the Subject Property from floor 12 and above.

Review and approval of the both the Planning Code Improvements and the Redevelopment Improvements by one public body with final authority over all aspects of the project will avoid inconsistent and duplicative decisions and ensure that design considerations and conditions of approval are part of an integrated and holistic development project. Given the Redevelopment Requirements reliance on the Planning Code, the Planning Department and Planning Commission are the appropriate authorities in which to consolidate review and approval of the 75 Howard Project.

On July 7, 2015, the OCII Commission unanimously approved a Delegation Agreement under Resolution No. 44-2015 by and between OCII and the Planning Department whereby OCII delegated to the Planning Department the responsibility for administering the Redevelopment Requirements to the improvements proposed as part of the 75 Howard Project located on the Subject Property.

NOW THEREFORE BE IT RESOLVED, that the Planning Commission hereby approves the Delegation Agreement and authorizes the Director of Planning to execute the Delegation Agreement in the name and on behalf of this Planning Commission, in substantially the form of agreement presented to this Planning Commission.

I hereby certify that the Planning Commission ADOPTED the foregoing Resolution on September 3, 2015.

Jonas Ionin
Commission Secretary

AYES: Antonini, Fong, Hillis, Richard, Johnson

NAYS: Wu

ABSENT: Moore (recused)

ADOPTED: September 3, 2015

SAN FRANCISCO
PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- ■ Inclusionary Housing
- □ Childcare Requirement
- □ Jobs Housing Linkage Program
- □ Downtown Park Fee
- ■ Public Art
- □ Public Open Space
- □ First Source Hiring (Admin. Code)
- ■ Transit Impact Development Fee
- □ Other

Planning Commission Motion 19449
CEQA Findings
HEARING DATE: SEPTEMBER 3, 2015

Date:	August 24, 2015
Case No.:	**2014.1122EXVCUA**
Project Address:	**75 Howard Street**
Zoning:	C-3-O (SD) (Downtown Office, Special Development) 200-S Height and Bulk District
Block/Lot:	3741/31; 3741/35 (Parcel 3)
Project Sponsor:	Marce L. Sanchez – (212) 237-3129 RDF 75 Howard LP 1633 Broadway, Suite 1801 New York, NY 10019 msanchez@paramount-group.com
Staff Contact:	Tina Chang – (415) 575-9197 Tina.Chang@sfgov.org

ADOPTING FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT TO CONSTRUCT A 20-STORY-OVER-BASEMENT, APPROXIMATELY 220-FOOT TALL BUILDING WITH UP TO 133 DWELLING UNITS, APPROXIMATELY 5,824 SQ. FT. OF GROUND FLOOR RETAIL SPACE AND 100 OFF-STREET PARKING SPACES (HEREINAFTER, THE "PROJECT"), AT 75 HOWARD STREET (HEREINAFTER, THE "PROJECT SITE") WITHIN THE C-3-O(SD) (DOWNTOWN OFFICE, SPECIAL DEVELOPMENT) DISTRICT AND THE 200-S HEIGHT AND BULK DISTRICT.

PREAMBLE

In determining to approve the proposed Project located at 75 Howard Street, Assessor's Block 3741, Lots 31 and 35, as described in Section II below, the San Francisco Planning Commission (hereinafter "Commission") makes and adopts the following findings of fact and decisions regarding the proposed Project, project alternatives, and mitigation measures and adopts the statement of overriding considerations, based on substantial evidence in the whole record of this proceeding before the Commission and under the California Environmental Quality Act, California Public Resources Code Section 21000 et seq., (hereinafter "CEQA"), particularly Section 21081 and 21081.5, the Guidelines for

Implementation of CEQA, 14 California Code of Regulations Section 15000 et seq., ("CEQA Guidelines"), particularly Section 15091 through 15093, and Chapter 31 of the San Francisco Administrative Code.

The Mitigation Monitoring and Reporting Program (hereinafter "MMRP") for the mitigation measures that have been proposed for adoption is attached with these findings as Exhibit 1. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. Exhibit 1 provides a table setting forth each mitigation measure identified in the Final Environmental Impact Report for the Project ("Final EIR" or "FEIR") that is required to reduce or avoid a significant adverse impact. Exhibit 1 also specifies the entity responsible for implementation of each measure and establishes monitoring actions and a monitoring schedule. The full text of the mitigation measures is set forth in Exhibit 1.

These findings are based upon substantial evidence in the entire record before the Commission. The references set forth in these findings to certain pages or sections of the Draft Environmental Impact Report (hereinafter "Draft EIR" or "DEIR") or the Response to Comments Document (hereinafter "RTC") in the FEIR are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings. The FEIR is comprised of the Draft EIR and the RTC and all of their supporting documentation.

I. INTRODUCTION

The Commission hereby adopts the following findings for the Project approval of 75 Howard Street pursuant to the CEQA, California Public Resources Code, Sections 21000 et seq., the Guidelines for Implementation of CEQA, Title 15 California Code of Regulations Sections 15000 et. seq. (hereinafter "Guidelines"), and Chapter 31 of the San Francisco Administrative Code (hereinafter "Chapter 31"), entitled Environmental Quality:

II. PROJECT DESCRIPTION

The Project Site consists of a lot developed and used as an above grade parking garage (the "parking garage lot") and a small triangular portion of an adjacent lot which is currently unimproved other than landscaping and a fence (the "unimproved triangle"). The Project Sponsor intends to merge the unimproved triangle into the parking garage lot through a lot line adjustment. The unimproved triangle is within the Rincon Beach South Point Redevelopment Plan (the "Redevelopment Plan") Area and is the subject of a Delegation Agreement by the Office of Community Investment and Infrastructure and the San Francisco Planning Department (the "Department"). The Delegation Agreement authorizes the Department to review and approve that portion of the proposed 75 Howard Project that is located on the unimproved triangle for consistency with the Redevelopment Plan and the related Design for Development.. The subject property is located at the intersection of Howard and Steuart Streets, on a block bounded by Folsom and Spear Streets in the Financial District. The subject property is located within the C-3-O(SD) (Downtown Office, Special Development) District and 200-S Height and Bulk District. The subject property is located within the boundaries of the Transit Center District and is located at the eastern edge of the district. The current development of this location, with the above-grade parking garage, represents an under-utilized site within the downtown core. The Property is 20,931 sq. ft. in size with approximately 156 feet of frontage on Howard Street and 134 feet of frontage on Steuart Street. The Property is currently used as an above grade parking garage with approximately 550 parking spaces. The Project Sponsor proposes to demolish the existing above grade parking garage, merge the two lots, and construct a new 20-story-over-garage, 284,300 gsf, 133-unit residential building with 5,824

sq. ft. of ground floor retail space, 100 off-street parking spaces, and 123 bicycle parking spaces (108 Class 1; 15 Class 2). The residential units would consist of 36 one bedroom units (27%), 71 two bedroom units (53%), 23 three bedroom units (17%), and 3 four bedroom units (2%). Retail space would be located on both the Howard and Steuart Street frontages.

A. **Project History.** On January 13, 2012, Project Sponsor filed an application with the Department for Environmental Review, to allow the demolition of an existing above-grade parking lot and the construction of a new, approximately 31-story-over-basement, approximately 350-foot tall, 432,253 gsf building containing approximately 5,685 gsf of ground floor retail space, and 186 dwelling-units (the "Original Project") at the Project Site. Applications for the development of the Original Project were subsequently filed with the Department on December 6, 2013.

On August 13, 2014, the Project Sponsor subsequently filed amended entitlement applications to allow the demolition of an above-grade parking lot and the construction of a new, approximately 26-story-over-basement, approximately 292-foot tall building containing approximately 409,150 gsf, with approximately 4,250 gsf of ground floor commercial space and 159 dwelling-units (the "Reduced Height Project") at the Project Site.

On April 30, 2015, the Project Sponsor once again filed amended entitlement applications to allow for the construction of the revised 220 foot tall, 133 unit Project as discussed in this Motion.

At the time of publication of the DEIR, the Project Sponsor's proposed project was the Original Project. As such, the DEIR analyzes the Original Project as the "proposed project". However, as discussed above, since publication of the Draft EIR in July 2013, the Project Sponsor indicated that the Original Project is no longer the Project Sponsor's "preferred project" for the purposes of the FEIR, and on April 30, 2015, submitted a revised entitlement application to the Department for the development of the revised Project for consideration for approval. The Department concluded that the Project, as revised, is generally consistent with the design of the Code Compliant Alternative analyzed in the DEIR, as revised in the RTC document in Chapter 2, Revisions to DEIR Analysis Approach and Modifications to Project Alternatives, pp. 2.20-2.42. As discussed in the RTC document, the design changes to the Code Compliant Alternative required to reflect to the revised Project do not present any significant new information, nor do they alter any of the conclusions or present the need for any new mitigation measures regarding the analysis of the Code Compliant Alternative presented in the DEIR. Therefore, it was determined by the Planning Department that recirculation of the DEIR, pursuant to CEQA Guidelines Section 150885, was not required. Instead, as noted above, the Planning Department determined that the Project would be analyzed and presented in the FEIR as the "Code Compliant Alternative", as revised by the RTC document. City decision-makers can adopt any of the alternatives analyzed in the DEIR instead of approving a proposed project if it is found that an alternative would substantially reduce or eliminate significant environmental impacts identified for the proposed project, an alternative is determined feasible, and if an alternative would achieve most of the project sponsor objectives. The determination of feasibility would be made by City decision-makers based on substantial evidence in the record, which shall include, but not be limited to, information presented in the DEIR and the RTC document.

B. **Project Sponsor Objectives.** The FEIR discusses several project objectives identified by the Project Sponsor. The objectives are as follows:

- To improve the architectural and urban design character of the City's waterfront by replacing the existing above-grade parking garage with a high-quality residential project with ground floor retail uses and sufficient parking.

- To increase the City's supply of housing.

- To construct streetscape improvements and open space that serve neighborhood residents, and workers, and enliven pedestrian activity on the waterfront during evening and nighttime hours.

- To construct a high-quality project that includes a sufficient number of residential units to make economically feasible the demolition and replacement of the existing above-grade parking garage, produce a reasonable return on investment for the project sponsor and its investors, attract investment capital and construction financing, and generate sufficient revenue to finance the open space amenities proposed as part of the project.

As noted above, since the publication of the above listed project objectives in the DEIR, the Project Sponsor's preferred project has changed from the Original Project to the Code Compliant Alternative. The Code Compliant Alternative would achieve most of the basic objectives of the Project Sponsor. This alternative would improve the architectural and urban design character of the City's downtown core by replacing the existing above-grade parking garage with a high-quality residential project with ground floor retail uses and sufficient parking and would also increase the City's supply of housing. It would also partially meet, though not to the full extent as under the Original Project, the Project Sponsor's objectives to construct a high-quality project that includes a sufficient number of residential units to make economically feasible the demolition and replacement of the existing above-grade parking garage, produce a reasonable return on investment for the Project Sponsor and its investors, and attract investment capital and construction financing. The Code Compliant Alternative, however, would not meet the Project Sponsor's objective to construct open space that serves the neighborhood residents and workers, and enlivens pedestrian activity on the waterfront during evening and nighttime hours.

C. **Planning And Environmental Review Process.** The Department determined that an Environmental Impact Report ("EIR") was required and provided public notice of the preparation of such on December 12, 2012. The Department published the Draft EIR on July 31, 2013. The public comment period for the Draft EIR was August 1, 2013, to September 16, 2013. The Commission held a public hearing to solicit testimony on the Draft EIR on September 12, 2013. The Department published the RTC document on July 8, 2015, which document provides written response to each comment received on the Draft EIR that raised environmental issues. The Draft EIR, together with the RTC document and all of the supporting documentation constitute the FEIR.

The Commission certified the FEIR on September 3, 2015, by adoption of its Motion No 19447. The FEIR fully analyzed the Project proposed for approval herein.

D. **APPROVAL ACTIONS:** The Project would require a Planning Code Section 309 Downtown Project Approval. The Project would also require a Conditional Use authorization for parking in excess of principally permitted amounts, Variances for dwelling unit exposure for 39 units and for the width of the loading and parking access on Howard Street, and review and consideration by the Planning Commission of a Section 309 Determination of Compliance and Request for Exceptions for rear yard requirements, reduction of ground level wind currents requirements and bulk requirements. Pursuant to the Delegation Agreement, the Planning Department or Commission will also approve those portions of the 75 Howard Project located on the unimproved triangle for consistency with the Redevelopment Plan and Design for Development.

E. **LOCATION AND CUSTODIAN OF RECORDS.** The public hearing transcript, a copy of all letters regarding the FEIR received during the public review period, the record of proceedings including those items described in CEQA Section 21167.6(e), and other background documentation for the FEIR are located at the Planning Department, 1650 Mission Street, San Francisco. The Planning Commission Secretary, Jonas Ionin, is the custodian of records for the Planning Department and the Planning Commission.

III. SIGNIFICANT IMPACTS AND MITIGATION MEASURES

This Section sets forth the Commission's findings about the FEIR's determinations regarding significant environmental impacts and the mitigation measures proposed to address them. These findings provide the written analysis and conclusions of the Commission regarding the environmental impacts of the Project and the mitigation measures included in the FEIR and adopted by the Commission as part of the Project's approval. To avoid duplication and redundancy, and because the Commission agrees with, and hereby adopts, the conclusions in the FEIR, these findings will not repeat the analysis and conclusions in the FEIR, but instead incorporates them by reference herein and relies on them as substantial evidence supporting these findings.

In making these findings, the Commission has considered the opinions of staff and experts, other agencies and members of the public. The Commission finds that the determination of significance thresholds is a judgment decision within the discretion of the City and County of San Francisco; the significance thresholds used in the EIR are supported by substantial evidence in the record, including the expert opinion of the EIR preparers and City staff; and the significance thresholds used in the EIR provide reasonable and appropriate means of assessing the significance of the adverse environmental effects of the Project.

These findings do not attempt to describe the full analysis of each environmental impact contained in the FEIR. Instead, a full explanation of these environmental findings and conclusions can be found in the FEIR and these findings hereby incorporate by reference the discussion and analysis in the FEIR supporting the determination regarding the Project impacts and mitigation measures designed to address those impacts. In making these findings, the Commission ratifies, adopts and incorporates in these findings the determinations and conclusions of the FEIR relating to environmental impacts and mitigation measures, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

As set forth below, the Commission adopts and incorporates all of the mitigation measures set forth in the FEIR and the attached Mitigation Monitoring and Reporting Program ("MMRP") to substantially

lessen or avoid the significant impacts of the Project. The Commission intends to adopt each of the applicable mitigation measures identified in the FEIR. Accordingly, in the event a mitigation measure recommended in the FEIR has inadvertently been omitted in these findings or the MMRP, such mitigation measure is hereby adopted and incorporated in the findings below by reference. In addition, in the event the language describing a mitigation measure set forth in these findings or the MMRP fails to accurately reflect the mitigation measures in the FEIR due to a clerical error, the language of the policies and implementation measures as set forth in the FEIR shall control. The impact numbers and mitigation measure numbers used in these findings reflect the information contained in the FEIR.

The MMRP is attached to the subject CEQA Findings motion as Exhibit 1 for case 2011.1122E. Implementation of all the mitigation measures contained in the FEIR will be included as a condition of approval for the Project. All applicable mitigation measures proposed in the FEIR are adopted and the full text of the mitigation measures is set forth in the MMRP attached as Exhibit 1 to this Motion.

A. **Impacts Found to be Less than Significant and Thus Requiring No Mitigation.** Under CEQA, no mitigation measures are required for impacts that are less than significant. (Pub. Resources Code, Section 21002; CEQA Guidelines, Section 15126.4, subd. (a)(3), 15091.) Based on substantial evidence in the whole record of this proceeding, the Commission finds that implementation of the Project will not result in any significant impacts in the following areas and that these impact areas, therefore, do not require mitigation.

   The Initial Study, attached to the Draft EIR as Appendix A, found that the following potential individual and cumulative environmental effects of the Project, as fully analyzed in the IS, would be less than significant and thus require no mitigation: Population and Housing; Cultural and Paleontological Resources (Historic Architectural and Paleontological Resources only); Greenhouse Gas Emissions; Wind and Shadow (Wind only); Recreation; Public Services; Geology and Soils; Hazards and Hazardous Materials; Mineral and Energy Resources; and Agricultural and Forest Resources.

   Implementation of the Project will not result in any significant impacts in the following areas as identified in the FEIR: LU-1; LU-2; C-LU-1; TR-1; TR-2; TR-3; TR-4; TR-5; TR-6; TR-7; TR-8; C-TR-2; C-TR-3; NO-4; NO-5; AQ-1; AQ-3; AQ-5; UT-1; C-UT-1; BI-2; HY-1; HY-2; C-HY-1; HWS-1; and C-WS-1. Notwithstanding the foregoing, the Commission finds that the implementation of the Improvement Measures identified in the MMRP would further reduce the less-than-significant effects of the Project in the applicable impact areas.

B. **Significant Impacts That Can Be Avoided Or Reduced To A Less-Than-Significant Level Through Mitigation.** The FEIR identified the significant impacts listed in this Section III.B and identified mitigation measures which, if implemented, would avoid or reduce the impacts to a less-than significant level. Based on the analysis contained in the FEIR, other considerations in the record and the standards of significance, the Commission finds that implementation of all of the proposed mitigation measures discussed in this Section III.B will reduce these potentially significant impacts to a less-then-significant level:

   - Impact CP-1 and 2: Soils disturbance may impact subsurface archeological resources. Mitigation Measure M-CP-1a, M-CP-1b and M-CP-1c for archeological testing, monitoring,

data recovery and reporting, interpretation and accidental discovery would reduce this impact to less than significant

- Impact CP-3: Construction could affect unique geologic features or unique paleontological resources, if present within the Project Site. Mitigation Measure M-CP-3: Paleontological Resources Monitoring and Mitigation Program, would reduce this impact to less than significant.

- Impact C-CP-1: Disturbance of archaeological resources, if encountered during construction of the Project, in combination with other past, present, and reasonably foreseeable future projects, could make a cumulatively considerable contribution to a significant cumulative impact on archaeological resources. Mitigation Measure M-C-CP-1: Cumulative Archaeological Resources, would reduce this impact to less than significant.

- Impact NO-1 and 2: Noise and vibration from construction would be substantially greater than existing noise levels in the project vicinity and could significantly impact nearby sensitive receptors. Mitigation Measures M-NO-1a: Noise Control Measures During Pile Driving, and M-NO-1b: General Construction Noise Control Measures would reduce this impact to less than significant.

- Impact NO-3: Operation would introduce additional noise sources to the area, such as new mechanical equipment for building utilities, including ventilation equipment (HVAC equipment) and other building mechanical systems. Mitigation Measure M-NO-3: Interior Mechanical Equipment, would reduce this impact to less than significant.

- Impact C-NO-1: Construction would temporarily cause a cumulatively considerable contribution to significant noise impacts that would occur with other projects in the vicinity, including construction occurring as development is approved pursuant to implementation of the TCDP. Mitigation Measure M-C-NO-1a: Cumulative Construction Noise Control Measures, would reduce this impact to less than significant.

- Impact AQ-2: Toxic air contaminants (TACs) emitted during construction would expose sensitive receptors to substantial pollutant concentrations. Mitigation Measure M-AQ-2 would reduce this impact to less than significant.

- Impact AQ-4: Operation of the Project once constructed would lead to operational emissions. Mitigation Measures M-AQ-4a and M-AQ-4b, would reduce this impact to less than significant.

- Impact C-AQ-1: Construction and operation of the Project, in combination with past, present, and reasonably foreseeable future development in the project area, would contribute to cumulative air quality impacts. Mitigation Measures M-AQ-2, M-AQ- 4a and M-AQ-4b, would reduce this impact to less than significant.

- Impact BI-1: Construction would adversely impact birdlife, bird movement, and migration. Mitigation Measures M-BI-1a: Design Standards to Render Building Less Hazardous to Birds

and M-BI-1b: Night Lighting Minimization, and Improvement Measure I-BI-A: Tenant Education, would reduce this impact to less than significant.

- Impact C-BI-1: The Project, in combination with reasonably foreseeable future development, would result in a considerable contribution to significant cumulative impacts related to avian wildlife. Mitigation Measures M-BI-1a: Design Standards to Render Building Less Hazardous to Birds and M-BI-1b: Night Lighting Minimization, would reduce this impact to less than significant.

- Impact HZ-1: The Project would create a significant hazard to the public or the environment through either: a) the routine transport, use, or disposal of hazardous materials, or b) through reasonably foreseeable upset or accident conditions involving the release of hazardous materials into the environment. Mitigation Measures M-HZ-1a: Hazardous Building Materials Abatement, would reduce this impact to less than significant.

C. **Significant And Unavoidable Environmental Impacts.** The Project, as approved, would have Project-specific unavoidable significant environmental impacts as outlined herein. Where feasible, mitigation measures have been included in the FEIR and MMRP to address these impacts; however, these impacts would remain significant and unavoidable even with mitigation.

- Impact C-TR-1: Increased traffic volumes due to the proposed Project would contribute considerably to reasonably foreseeable future cumulative traffic increases that would cause levels of service to deteriorate to unacceptable levels at the intersection of Spear and Howard Streets. Mitigation Measure M-C-TR-1 has been imposed on the Project as a result of this impact. However, as noted in the FEIR, the *TCDP Transportation Impact Study* established the feasibility of this mitigation measure as uncertain and considered mitigation to less-than-significant conditions infeasible. For this reason the *TCDP Transportation Impact Study* identified the future cumulative impacts of the Public Realm Plan at the intersection of Spear and Howard streets as significant and unavoidable.

- Impact WS-1: The proposed Project would create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas. There is no feasible mitigation measure available for this impact; although choosing the environmentally preferred alternative reduces shadow impacts.

- Impact C-WS-1: The proposed Project, in combination with past, present, and reasonably foreseeable future projects in the project vicinity, would create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas, resulting in a significant cumulative shadow impact. The Project would make a cumulatively considerable contribution to this significant cumulative shadow impact. There is no feasible mitigation measure available for this impact.

IV. Evaluation of Project Alternatives

A. **Alternatives Analyzed in the FEIR.** The FEIR analyzed three alternatives to the Original Project: the No Project Alternative, the Code Compliant Alternative and the Reduced Height Alternative.

Under the No Project Alternative, the existing legally non-conforming 550-space, 91-foot-tall, eight-level commercial parking garage on the Project Site would be retained in its current condition. The proposed new residential high rise tower would not be constructed. Assuming that the existing physical conditions of the Project area were to continue for the foreseeable future, conditions described in detail for each environmental topic in the Initial Study and in Chapter IV, Environmental Setting, Impacts, and Mitigation of the FEIR, would remain and none of the impacts associated with the Original Project would occur.

The Reduced Height Alternative would include construction of a shorter building (approximately 281 feet tall). Specifically, the Reduced Height Alternative would include about 280,430 gsf of retail uses; 5,900 gsf of retail uses; about 25,700 gsf of parking (not including loading or driveways and maneuvering spaces); and about 95,820 gsf of building services (common areas, mechanical, and storage spaces). The building developed under the Reduced Height Alternative would be about 25 stories and 281 feet tall, excluding the mechanical penthouse, and would require amendment of the City's Zoning Map to increase height limits. The Reduced Height Alternative would contain 172 market rate units (14 fewer units than under the Original Project). This alternative would also include approximately 5,900 gsf of retail use, including space for restaurant and café uses (slightly more than under the Original Project). Under the Reduced Height Alternative, a total of 159 parking spaces (16 fewer spaces than under the proposed project) would be constructed in a 25,700-gsf parking garage located on two below-grade levels accessed from Howard Street. One parking space would be reserved for car-share vehicles and 158 parking spaces would be assigned to building residents and commercial uses. Similar to the Original Project, none of the parking spaces would be independently accessible; all vehicles would be mechanically parked by valet in stacked spaces. Similar to the Original Project, this alternative would include two loading spaces located on Basement Level 1. This alternative would also include 56-bicycle storage spaces (8 fewer than under the proposed project) located on Basement Level 1. The Reduced Height Alternative would include landscaping and paving improvements, resulting in a new 4,780 sq. ft. landscaped, publicly accessible open space at Block 3742/Lot 12 and the portion of the Steuart Street right of way south of Howard Street. As under the Original Project, on-street parking along the segment of Steuart Street south of Howard Street would be eliminated.

As under the Original Project, but to a somewhat lesser degree, the Reduced Height Alternative would still result in the following significant and unavoidable impacts: significant and unavoidable project-level land use and land use planning impacts since this alternative would not comply with the existing height limit for the Project Site, and would result in net new shadow on Rincon Park (land use and land use planning); significant and unavoidable cumulative impacts on intersection operations at Spear Street/Howard Street under 2035 cumulative conditions (transportation and circulation); and significant and unavoidable project-level and cumulative shadow impacts on Rincon Park (shadow). Similar to the Original Project, the Reduced Height Alternative would have significant, but slightly reduced, project-level shadow impacts on outdoor recreation facilities and other public areas.

The Code Compliant Alternative analyzed in the FEIR is the Project Sponsor's "preferred project" and the Project as discussed in this Motion. Under this alternative, the Project Site would remain within the 200-S Height and Bulk District as shown on Zoning Map Sheet HT01, the 220-foot

height limit specified on Map 5 (Proposed Height and Bulk Districts) in the Downtown Area Plan of the General Plan (with the 20 foot tower extension permitted pursuant to Section 263.9 of the Planning Code). This alternative would be both 13 stories and 128 feet shorter than the tower proposed under the Original Project. The Code Compliant Alternative would contain 133 market rate units (53 fewer units than under the Original Project) and approximately 5,824 gsf of retail use (slightly more than under the Original Project), including space for restaurant and café uses. The Code Compliant Alternative does not include any landscaping and paving improvements on Assessor's Block 3742/Lot 12, and that open space site would remain vacant and paved with asphalt, and would continue to be available through the City and County of San Francisco for temporary uses such as construction staging or for future development by the City. However, as under Original Project, in furtherance of the requirements of Planning Code Section 138.1, streetscape improvements would be proposed for the Steuart Street right-of-way, south of Howard Street. Under this alternative, unlike under the Original Project, Steuart Street would not be narrowed, and the turnaround bulb at the southern terminus of Steuart Street would not be eliminated. However, the sidewalks adjacent to the building would be improved pursuant to the requirements of Planning Code Section 138.1.

The Code Compliant Alternative would avoid significant and unavoidable land use impacts and would reduce shadow impacts, but not to a less-than-significant level. This alternative would result in similar transportation- related impacts compared to the Original Project. As with the Original Project, the Code Compliant Alternative would make a significant contribution to a significant and unavoidable cumulative traffic impact at the Spear Street/Howard Street intersection.

The Original Project, the No Project Alternative and the Reduced Height Alternative (including any variants), are rejected, for the reasons explained below, in favor of the preferred Project (the Code Compliant Alternative) analyzed in the FEIR.

B. **ALTERNATIVES REJECTED AND REASONS FOR REJECTION**

(1) No Project Alternative. The No Project Alternative would not be desirable and would not meet any of the Project Sponsor's objectives. The No Project Alternative would amount to a continuation of the existing conditions at the Project Site, which is underutilized and which is currently an above-grade parking garage. The No Project Alternative is rejected in favor of the Project and is found infeasible for the following economic and social reasons:

(a) The No Project Alternative would not meet any of the Project Sponsor's objectives.

(b) The No Project Alternative would not provide opportunities for new sources of jobs, housing (including affordable housing through payment of the in-lieu fee), commercial uses, fees, taxes and revenues.

(c) The Project site would remain underutilized.

(2) Original Project. The Original Project is no longer the Project Sponsor's preferred project and as such would not be desirable. The Original Project is rejected in favor of the Project and is found infeasible because the Original Project would involve significant and

unavoidable project specific impacts related to land use and land use planning. This alternative would not be consistent with some of the objectives and policies of the General Plan's Urban Design Element, Downtown Area Plan, and TCDP, and it would not comply with the existing height limit for the Project Site.

(3) Reduced Height Alternative. The Reduced Height Alternative would not be desirable and is not the Project Sponsor's preferred project. The Reduced Height Alternative is rejected in favor of the Project and is found infeasible because the Reduced Height Alternative would still involve significant and unavoidable project specific impacts related to land use and land use planning. At a height of 281 feet, this alternative would not be consistent with some of the objectives and policies of the General Plan's Urban Design Element, Downtown Area Plan, and TCDP, and it would not comply with the existing height limit for the Project Site.

(4) Alternatives Considered but Rejected. The FEIR also identified two alternatives that were considered but rejected from further consideration, namely, the PPA design alternative and an off-site alternative. As described in the FEIR, the Planning Department did not support the design approach of the PPA design, and it was therefore excluded from further consideration. The off-site alternative was rejected from further consideration because the only other nearby site the Project Sponsor controlled was already fully developed and the Project Sponsor had no plans to acquire additional sites of a similar size in the vicinity.

V. STATEMENT OF OVERRIDING CONSIDERATIONS

Notwithstanding the significant unavoidable impacts noted above, pursuant to CEQA Section 21081and CEQA Guidelines section 15093, the Commission hereby finds, after considering the FEIR and the evidence in the record, that each of the specific overriding economic, legal, social and other benefits of the Project, as set forth below, independently and collectively outweighs the identified significant and unavoidable impacts of the Project and is an overriding consideration warranting approval of the Project. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the Commission will stand by its determination that each individual reason is sufficient. The substantial evidence supporting the various benefits can be found in the preceding findings, which are incorporated by reference into this Section, and in the documents found in the record of these proceedings. In addition, the Commission finds that the rejected Project Alternatives are also rejected for the following specific economic, social or other considerations, in addition to the specific reasons discussed in Section III above.

The Commission further finds that, as part of the process of obtaining Project approval, all significant effects on the environment from implementation of the Project have been eliminated or substantially lessened where feasible. All applicable mitigation measures proposed in the Final EIR for the proposed Project are adopted as part of this approval action. The alternative project chosen is the environmentally preferred alternative. Furthermore, the Commission has determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to the following specific overriding economic, technical, legal, social and other considerations.

The Project will have the following benefits:

1. The Project would add up to 133 dwelling units, of which 36 are one-bedroom units, 71 are two-bedroom units, 23 are three-bedroom units, and three are four-bedroom units, to the City's housing stock. As such, the Project promotes the objectives and policies of the General Plan by providing a range of unit types to serve a variety of needs. The Project would bring additional housing into a neighborhood that is well served by public transit on the edge of Downtown. The Project would not displace any housing because the existing structure at 75 Howard Street is an above-grade parking garage.

2. The Project would help secure funding for permanently affordable housing by paying a 20% in-lieu fee in accordance with the City's Affordable Inclusionary Housing Ordinance, thereby enhancing the City's affordable housing.

3. The Project would promote the objectives and policies of the General Plan by replacing the existing above-grade parking garage with a residential high-rise tower that is more consistent and compatible with the surrounding high-rise residential and commercial architecture. This new development will greatly enhance the character of the existing neighborhood. In addition, the removal of the above-grade parking garage and the replacement with active street frontages will improve pedestrian and neighborhood safety. By including a ground floor retail use, the Project would promote pedestrian traffic in the vicinity and provide "eyes on the street". The Project would landscape the sidewalk area surrounding the Project Site, include bike racks, and could provide limited sidewalk seating. These changes will enhance the attractiveness of the site for pedestrians and make bring this site into conformity with principles of good urban design.

4. By developing and maintaining space dedicated to retail use and restaurant use within the building, the Project will continue the pattern of active ground floor retail along the Steuart and Howard Street frontages and will provide services to the immediate neighborhood. The Project would also contribute to the development of the Transit Center transportation and street improvements and open space through participation in the Transit Center District Community Facilities District and payment of the Transit Center District Open Space Impact Fee and the Transit Center District Transportation and Street Improvement Fee.

5. The Project would construct a development that is in keeping with the scale, massing and density of other structures in the immediate vicinity.

6. The Project design is intended to meet, and the Project Sponsor intends to seek, a LEED Platinum certification from the U.S. Green Building Council.

7. The Project's innovative design furthers Housing Element Policy 11.1, which provides that "The City should continue to improve design review to ensure that the review process results in good design that complements existing character."

8. The Project will create temporary construction jobs and permanent jobs in the retail sector. These jobs will provide employment opportunities for San Francisco residents, promote the City's role as a commercial center, and provide additional payroll tax revenue to the City.

9. The Project will revitalize the Project Site and the surrounding neighborhood. The replacement of 550 above-grade parking spaces with 100 below-grade spaces will bring the site into greater conformity with current Planning Code and urban design principles.

10. The Project will substantially increase the assessed value of the Project Site, resulting in corresponding increases in tax revenue to the City.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby adopts the foregoing CEQA Findings and the Mitigation Monitoring and Reporting Program attached hereto as Exhibit 1.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission on Thursday, September 3, 2015.

Jonas Ionin
Commission Secretary

AYES:	Antonini, Fong, Hillis, Richard, Johnson
NAYS:	WU
ABSENT:	Moore (recused)
ADOPTED:	September 3, 2015

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
MITIGATION MEASURES FOR THE 75 HOWARD STREET PROJECT				
Cultural Resources (Archaeological Resources) Mitigation Measures				
M-CP-1a: Archaeological Testing, Monitoring, Data Recovery and Reporting Based on a reasonable presumption that archaeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archaeological consultant from the pool of qualified archaeological consultants maintained by the Planning Department archaeologist. The archaeological consultant shall undertake an archaeological testing program as specified herein. In addition, the consultant shall be available to conduct an archaeological monitoring and/or data recovery program if required pursuant to this measure. The archaeological consultant's work shall be conducted in accordance with this measure at the direction of the Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archaeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archaeological resource as defined in CEQA Guidelines Sect. 15064.5 (a) and (c).	Project sponsor to retain qualified professional archaeologist from the pool of archaeological consultants maintained by the Planning Department.	Prior to commencement of soil-disturbing activities, submittal of all plans and reports for approval by the ERO.	The archaeological consultant shall undertake an archaeological testing program as specified herein. (See below regarding archaeological consultant's reports).	Considered complete when project sponsor retains a qualified professional archaeological consultant.
Consultation with Descendant Communities On discovery of an archaeological site associated with descendant Native Americans or the Overseas Chinese an appropriate representative of the descendant group and the ERO shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archaeological field investigations of the site and to consult with ERO regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archaeological site. A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.	Project sponsor/archaeological consultant	For the duration of soil-disturbing activities.	Project sponsor/archaeological consultant shall contact the ERO and descendant group representative upon discovery of an archaeological site associated with descendant Native Americans or the Overseas Chinese. The representative of the descendant group shall be given the opportunity to monitor archaeological field investigations on the	Considered complete upon submittal of Final Archaeological Resources Report.

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
			site and consult with the ERO regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archaeological site. Archaeological Consultant shall prepare a Final Archaeological Resources Report in consultation with the ERO (per below). A copy of this report shall be provided to the ERO and the representative of the descendant group.	
Archaeological Testing Program The archaeological consultant shall prepare and submit to the ERO for review and approval an archaeological testing plan (ATP). The archaeological testing program shall be conducted in accordance with the approved ATP. The ATP shall identify the property types of the expected archaeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archaeological testing program will be to determine to the extent possible the presence or absence of archaeological resources and to identify and to evaluate whether any archaeological resource encountered on the site constitutes an historical resource under CEQA. At the completion of the archaeological testing program, the archaeological consultant shall submit a written report of the findings to the ERO. If based on the archaeological testing program the archaeological consultant finds that significant archaeological resources may be present, the ERO in consultation with the archaeological consultant	Project sponsor/Archaeological consultant at the direction of the ERO. Project sponsor/Archaeological consultant in consultation with the ERO.	Prior to any excavation, site preparation or construction and prior to testing, an ATP is to be submitted to and approved by the ERO. At the completion of the archaeological testing program.	Archaeological consultant to undertake ATP in consultation with ERO. Archaeological consultant to submit results of testing, and if significant archaeological resources may be present, in consultation with ERO, determine whether	Considered complete with approval of ATP by ERO and on finding by ERO that ATP is implemented. Considered complete on submittal to ERO of report on ATP

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shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archaeological testing, archaeological monitoring, and/or an archaeological data recovery program. If the ERO determines that a significant archaeological resource is present and that the resource could be adversely affected by the proposed project, at the discretion of the project sponsor either: A) The proposed project shall be re-designed so as to avoid any adverse effect on the significant archaeological resource; or B) A data recovery program shall be implemented, unless the ERO determines that the archaeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.	Project sponsor, and project archaeological consultant, in consultation with the ERO.	The archaeological consultant, project sponsor, and ERO shall meet prior to commencement of soils-disturbing activities. If ERO determines that archaeological monitoring is necessary, monitor throughout all soils-disturbing activities.	additional measures are warranted. If significant archaeological resources are present and may be adversely affected, project sponsor, at its discretion, may elect to redesign the project, or implement data recovery program, unless ERO determines the archaeological resource is of greater interpretive than research significance and that interpretive use is feasible. If required, Archaeological Consultant to prepare AMP in consultation with the ERO.	findings.
Archaeological Monitoring Program If the ERO in consultation with the archaeological consultant determines that an archaeological monitoring program (AMP) shall be implemented the archaeological monitoring program shall minimally include the following provisions: • The archaeological consultant, project sponsor, and ERO shall meet and consult on the scope of the AMP reasonably prior to any project-related soils disturbing activities commencing. The ERO in consultation with the archaeological consultant shall determine what project activities shall be archaeologically monitored. In most cases, any soils-disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archaeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context; • The archaeological consultant shall advise all project contractors to be on the			Project sponsor, project archaeological consultant, archaeological monitor, and project sponsor's contractors shall implement the AMP, if required by the ERO.	Considered complete on approval of AMP by ERO; submittal of report regarding findings of AMP; and finding by ERO that AMP is implemented.

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the event of apparent discovery of an archaeological resource; • The archaeological monitor(s) shall be present on the project site according to a schedule agreed upon by the archaeological consultant and the ERO until the ERO has, in consultation with project archaeological consultant, determined that project construction activities could have no effects on significant archaeological deposits; • The archaeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis; • If an intact archaeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archaeological monitor shall be empowered to temporarily redirect demolition/excavation/pile driving/construction activities and equipment until the deposit is evaluated. If in the case of pile driving activity (foundation, shoring, etc.), the archaeological monitor has cause to believe that the pile driving activity may affect an archaeological resource, the pile driving activity shall be terminated until an appropriate evaluation of the resource has been made in consultation with the ERO. The archaeological consultant shall immediately notify the ERO of the encountered archaeological deposit. The archaeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archaeological deposit, and present the findings of this assessment to the ERO.	Project sponsor and project archaeological consultant, in consultation with ERO.	Upon determination by the ERO that an ADRP is required.	If required, Archaeological consultant to prepare an ADRP in consultation with the ERO.	
Whether or not significant archaeological resources are encountered, the archaeological consultant shall submit a written report of the findings of the monitoring program to the ERO.				
Archaeological Data Recovery Program				
If the ERO, in consultation with the archaeological consultant, determines that archaeological data recovery programs shall be implemented, the archaeological data recovery program shall be conducted in accord with an archaeological data recovery plan (ADRP). The archaeological consultant, project sponsor, and ERO shall meet and consult on the scope of the ADRP prior to preparation of a draft ADRP. The archaeological consultant shall submit a draft ADRP to the ERO. The ADRP shall identify how the				Considered complete on submittal of ADRP to ERO.

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proposed data recovery program will preserve the significant information the archaeological resource is expected to contain. That is, the ADRP will identify what scientific/historical research questions are applicable to the expected resource, what data classes the resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archaeological resources if nondestructive methods are practical. The scope of the ADRP shall include the following elements: • *Field Methods and Procedures.* Descriptions of proposed field strategies, procedures, and operations. • *Cataloguing and Laboratory Analysis.* Description of selected cataloguing system and artifact analysis procedures. • *Discard and Deaccession Policy.* Description of and rationale for field and post-field discard and deaccession policies. • *Interpretive Program.* Consideration of an on-site/off-site public interpretive program during the course of the archaeological data recovery program. • *Security Measures.* Recommended security measures to protect the archaeological resource from vandalism, looting, and non-intentionally damaging activities. • *Final Report.* Description of proposed report format and distribution of results. • *Curation.* Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities.	Project sponsor and project archaeological consultant, in consultation with the San Francisco Coroner, NAHC and MLD.	In the event human remains and/or funerary objects are encountered.	Archaeological consultant/ Archaeological monitor/project sponsor or contractor to contact San Francisco County Coroner. Implement regulatory requirements, if applicable, regarding discovery of Native American human remains and	
<u>Human Remains and Associated or Unassociated Funerary Objects</u>	Project sponsor and project archaeological consultant, in	If applicable, after completion of archaeological data recovery, inventorying,		

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The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the Coroner of the City and County of San Francisco and in the event of the Coroner's determination that the human remains are Native American remains, notification of the California State Native American Heritage Commission (NAHC) who shall appoint a Most Likely Descendant (MLD) (Pub. Res. Code Sec. 5097.98). The archaeological consultant, project sponsor, and MLD shall make all reasonable efforts to develop an agreement for the treatment of, with appropriate dignity, human remains and associated or unassociated funerary objects (CEQA Guidelines. Sec. 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects. Final Archaeological Resources Report The archaeological consultant shall submit a Draft Final Archaeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered archaeological resource and describes the archaeological and historical research methods employed in the archaeological testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report. Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.	consultation with ERO Archaeological consultant at the direction of the ERO	analysis and interpretation. If applicable, upon approval of FARR by ERO.	associated/unassociated funerary objects. Contact Archaeological consultant and ERO. If applicable, Archaeological consultant to submit a Draft FARR to ERO. Archaeological Consultant to distribute FARR.	Considered complete on notification of the San Francisco County Coroner and NAHC, if necessary. Considered complete on submittal of FARR and approval by ERO. Considered complete when Archaeological consultant to provide written certification to ERO that required FARR distribution

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				has been completed.
M-CP-1b: Interpretation Based on a reasonable presumption that archaeological resources may be present within the project site, and to the extent that that the potential significance of some such resources is premised on California Register of Historic Resources Criteria 1 (Events), 2 (Persons), and/or 3 (Design/Construction), the following measure shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall implement an approved program for interpretation of resources. The project sponsor shall retain the services of a qualified archaeological consultant having expertise in California urban historical and marine archaeology. The archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. The particular program for interpretation of artifacts that are encountered within the project site will depend upon the results of the data recovery program and will be the subject of continued discussion between the ERO, consulting archaeologist, and the project sponsor. Such a program may include, but is not limited to, any of the following (as outlined in the ARDTP): surface commemoration of the original location of resources; display of resources and associated artifacts (which may offer an underground view to the public); display of interpretive materials such as graphics, photographs, video, models, and public art; and academic and popular publication of the results of the data recovery. The archaeological consultant's work shall be conducted at the direction of the ERO, and in consultation with the project sponsor. All plans and recommendations for interpretation by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO.	Project sponsor and archaeological consultant, in consultation with ERO.	Prior to issuance of final certificate of occupancy.	Archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. All plans and recommendations for interpretation by the Archaeological consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until deemed final by ERO. ERO to approve final interpretation program. Project sponsor to implement an approved for interpretation program.	Considered complete upon installation of approved interpretation program.
M-CP-1c: Accidental Discovery The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in CEQA Guidelines Section 15064.5(a)(c). The project sponsor shall distribute the Planning Department archaeological resource "ALERT" sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading,	Project sponsor to prepare "ALERT" sheet and provide signed affidavit from project contractor, subcontractor(s) and	Prior to any soil-disturbing activities.	Project sponsor to provide signed affidavit from project contractor, subcontractor(s) and utilities firm(s) to the ERO	Considered complete upon submission of affidavit regarding distribution of

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken, each contractor is responsible for ensuring that the "ALERT" sheet is circulated to all field personnel including, machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide the ERO with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utility firm(s)) to the ERO confirming that all field personnel have received copies of the Alert Sheet.	utilities firm(s) stating that all field personnel have received copies of the "ALERT" sheet		stating that all field personnel have received copies of the "ALERT" sheet.	Alert sheet.
Should any indication of an archaeological resource be encountered during any soils disturbing activity of the project, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until the ERO has determined what additional measures should be undertaken.	Project sponsor and project contractor's Head Foreman	During soil-disturbing activities.	Upon potential resource discovery, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery.	Upon resource discovery, suspension of work and contact of ERO.
If the ERO determines that an archaeological resource may be present within the project site, the project sponsor shall retain the services of an archaeological consultant from the pool of qualified archaeological consultants maintained by the Planning Department archaeologist. The archaeological consultant shall advise the ERO as to whether the discovery is an archaeological resource, retains sufficient integrity, and is of potential scientific/historical/cultural significance. If an archaeological resource is present, the archaeological consultant shall identify and evaluate the archaeological resource. The archaeological consultant shall make a recommendation as to what action, if any, is warranted. Based on this information, the ERO may require, if warranted, specific additional measures to be implemented by the project sponsor.	Project sponsor and archaeological consultant	When determined necessary by the ERO.	ERO to determine if additional measures are necessary to implement.	Considered complete upon retention by the project sponsor of an archaeological consultant from the pool of qualified archaeological consultants maintained by the Planning Department archaeologist.
Measures might include: preservation in situ of the archaeological resource; an archaeological monitoring program; or an archaeological testing program. If an archaeological monitoring program or archaeological testing program is required, it shall be consistent with the Planning Department division guidelines for such programs. The ERO may also require that the project sponsor immediately implement a site security program if the archaeological resource is at risk from vandalism, looting, or other damaging actions.		When determined necessary by the ERO.		

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
The project archaeological consultant shall submit a FARR to the ERO that evaluates the historical significance of any discovered archaeological resource and describing the archaeological and historical research methods employed in the archaeological monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report. Copies of the Draft FARR shall be sent to the ERO for review and approval. Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive one bound copy, one unbound copy and one unlocked, searchable PDF copy on CD three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, the ERO may require a different final report content, format, and distribution than that presented above.	Project sponsor and archaeological consultant Project sponsor and archaeological consultant	When determined necessary by the ERO.	Archaeological consultant to prepare draft and FARR, and to submit FARR to ERO for review final FARR. Once FARR approved by ERO, project sponsor /archaeological consultant to ensure distribution of FARR.	Considered complete upon ERO approval of FARR. Considered complete upon ERO approval of FARR.
M-CP-3: Paleontological Resources Monitoring and Mitigation Program. The project sponsor shall retain the services of a qualified paleontological consultant having expertise in California paleontology to design and implement a Paleontological Resources Monitoring and Mitigation Program (PRMMP). The PRMMP shall include a description of when and where construction monitoring would be required; emergency discovery procedures; sampling and data recovery procedures; procedure for the preparation, identification, analysis, and curation of fossil specimens and data recovered; preconstruction coordination procedures; and procedures for reporting the results of the monitoring program. The PRMMP shall be consistent with the Society for Vertebrate Paleontology Standard Guidelines for the mitigation of construction-related adverse impacts to paleontological resources and the requirements of the designated repository for any fossils collected. During construction, earth-moving activities shall be monitored by a qualified paleontological consultant having expertise in California paleontology in the areas where these activities have the potential to disturb previously undisturbed native sediment or sedimentary rocks. Monitoring need not be conducted in areas where the ground has been	Project sponsor to retain appropriately qualified paleontological consultant to prepare PRMMP, carry out monitoring, and reporting, if required.	Prior to and during construction.	ERO to approve final PRMMP.	Considered complete upon approval of final PRMMP.

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previously disturbed, in areas of artificial fill, in areas underlain by nonsedimentary rocks, or in areas where exposed sediment would be buried, but otherwise undisturbed. The consultant's work shall be conducted in accordance with this measure and at the direction of the City's ERO. Plans and reports prepared by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Paleontological monitoring and/or data recovery programs required by this measure could suspend construction of the proposed project for as short a duration as reasonably possible and in no event for more than a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce potential effects on a significant paleontological resource as previously defined to a less-than-significant level.	The project paleontological consultant to consult with the ERO as indicated.	Prior to and during construction, if required.	Consultant shall provide brief monthly reports to ERO during monitoring or as identified in the PRMMP, and notify the ERO immediately if work should stop for data recovery during monitoring. The ERO to review and approve the final documentation as established in the PRMMP.	Considered complete on approval of final documentation by ERO.
M-C-CP-1: Cumulative Archaeological Resources **With implementation of Mitigation Measure M-CP-1a: Archaeological Testing, Monitoring, Data Recovery and Reporting; Mitigation Measure M-CP-1b: Interpretation; and Mitigation Measure M-CP-1c: Accidental Discovery, the proposed project's contribution to cumulative impacts would not be cumulatively considerable.**	Project sponsor and archaeological consultant	When determined necessary by the ERO.	Archaeological consultant to prepare drafts to ERO for review final.	Considered complete upon ERO approval
Transportation and Circulation Mitigation Measures				
M-C-TR-1: Modifications to the Intersection of Spear and Howard Streets If changes to the current configuration of Spear Street were to be implemented as part of the TCDP Public Realm Plan, configuration of the northbound and southbound approaches along Spear Street shall be modified to incorporate left-turn-only lanes and minor adjustments to the traffic signal timings at the intersection of Spear and Howard streets.	Project sponsor in consultation with Department of Public Works (DPW), San Francisco Municipal Transit Agency (SFMTA), and the Planning Department.	Prior to project finalization, if required.	Project sponsor to consult with and request Planning Department, DPW, and SFMTA, to consider reconfiguration of Steuart Street as part of the TCDP Public Realm Plan.	Considered complete upon requests made by project sponsor for reconfiguration of Steuart Street as part of the TCDP Public Realm Plan.

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Noise Mitigation Measures				
▪ **M-NO-1a: Noise Control Measures During Pile Driving [TCDP EIR M-NO-2a]** A set of site-specific noise attenuation measures shall be completed under the supervision of a qualified acoustical consultant. These attenuation measures shall include as many of the following control strategies, and any other effective strategies, as feasible: • The project sponsor shall require the construction contractor to erect temporary plywood noise barriers along the boundaries of the project site to shield potential sensitive receptors and reduce noise levels; • The project sponsor shall require the construction contractor to implement "quiet" pile-driving technology (such as predrilling of piles, sonic pile drivers, and the use of more than one pile driver to shorten the total pile driving duration), where feasible, in consideration of geotechnical and structural requirements and conditions; • The project sponsor shall require the construction contractor to monitor the effectiveness of noise attenuation measures by taking noise measurement; and The project sponsor shall require that the construction contractor limit pile driving activity to result in the least disturbance to neighboring uses.	Project sponsor, construction contractor(s), and qualified acoustical consultant.	Prior to receiving building permit, incorporate feasible practices identified in M-NO-1a, under the supervision of a qualified acoustical consultant, into the construction contract agreement documents. Control practices should be implemented throughout the pile driving duration.	Project sponsor to submit to Planning Department and Department of Building Inspection (DBI) documentation of compliance of implemented control practices that show construction contractor agreement with specified practices.	Considered complete upon submittal of documentation incorporating identified practices.
▪ **M-NO-1b: General Construction Noise Control Measures [TCDP EIR M-NO-2b]** To ensure that project noise from construction activities is minimized to the maximum extent feasible, the project sponsor shall undertake the following: • The project sponsor shall require the general contractor to ensure that equipment and trucks used for project construction utilize the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures and acoustically-attenuating shields or shrouds, wherever feasible). • The project sponsor shall require the general contractor to locate stationary noise sources (such as compressors) as far from adjacent or nearby sensitive receptors as possible, to muffle such noise sources, and to construct barriers around such sources and/or the construction site, which could reduce construction noise by as much as five dBA. To further reduce noise, the contractor shall locate stationary equipment in pit areas or excavated areas, if feasible. • The project sponsor shall require the general contractor to use impact tools (e.g.,	Project sponsor and construction contractor(s)	Prior to the issuance of the building permit, along with the submission of construction documents, the project sponsor shall submit to the Planning Department and DBI a list of measures to respond to and track complaints pertaining to construction noise.	Project sponsor to submit to Planning Department and DBI construction a list of measures to respond to and track complaints pertaining to noise. Project sponsor to provide copies of contract documents to Planning Department that show construction contractor agreement with specified practices.	Considered complete upon submittal of contract documents incorporating identified practices.

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jack hammers, pavement breakers, and rock drills) that are hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used, along with external noise jackets on the tools, which could reduce noise levels by as much as 10 dBA. • The project sponsor shall include noise control requirements in specifications provided to construction contractors. Such requirements could include, but not be limited to, performing all work in a manner that minimizes noise to the extent feasible; use of equipment with effective mufflers; undertaking the most noisy activities during times of least disturbance to surrounding residents and occupants, as feasible; and selecting haul routes that avoid residential buildings inasmuch as such routes are otherwise feasible. • Prior to the issuance of the building permit, along with the submission of construction documents, the project sponsor shall submit to the Planning Department and DBI a list of measures to respond to and track complaints pertaining to construction noise. These measures shall include (1) a procedure and phone numbers for notifying DBI, the Department of Public Health, and the Police Department (during regular construction hours and off-hours); (2) a sign posted on-site describing noise complaint procedures and a complaint hotline number that shall be answered at all times during construction; (3) designation of an on-site construction complaint and enforcement manager for the project; and (4) notification of neighboring residents and non-residential building managers within 300 feet of the project construction area at least 30 days in advance of extreme noise generating activities (defined as activities generating noise levels of 90 dBA or greater) about the estimated duration of the activity.				

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▪ **M-NO-3: Interior Mechanical Equipment [from TCDP EIR M-NO-1e]** The project sponsor shall require that effects of mechanical equipment noise on adjacent and nearby noise-sensitive uses be evaluated by a qualified acoustical consultant and that control of mechanical noise, as specified by the acoustical consultant, be incorporated into the final project design of new buildings to achieve the maximum feasible reduction of building equipment noise, consistent with *Building Code* and Noise Ordinance requirements and CEQA thresholds, such as through the use of fully noise-insulated enclosures around rooftop equipment and/or incorporation of mechanical equipment into intermediate building floor(s).	Project sponsor and qualified acoustical consultant	Prior to building permit issuance, a qualified acoustical consultant shall confirm that the final project design achieves the maximum feasible reduction of building equipment noise to minimize effects of the proposed project's mechanical equipment noise on adjacent and nearby noise-sensitive uses.	Project sponsor shall submit verification to the Planning Department and DBI from a qualified acoustical consultant that recommend measures to reduce noise effects from mechanical equipment noise have been implemented into the final project design.	Considered complete upon submittal of confirmation from acoustical consultant that measures have been incorporated into the final project design.
▪ **M-C-NO-1a: Cumulative Construction Noise Control Measures [TCDP EIR M-C-NO]** The project sponsor shall cooperate with and participate in any City-sponsored construction noise control program for the Transit Center District Plan area or other City-sponsored areawide program developed to reduce potential effects of construction noise in the project vicinity. Elements of such a program could include a community liaison program to inform residents and building occupants of upcoming construction activities, staggering of construction schedules so that particularly noisy phases of work do not overlap at nearby project sites, and, potentially, noise and/or vibration monitoring during construction activities that are anticipated to be particularly disruptive.	Project sponsor and project construction contractor(s)	Prior to and during project construction activities of the proposed project, and ongoing during building occupancy for the duration of construction activities within the Transit Center District Plan Area.	Project sponsor shall participate in any City-sponsored construction noise control program, if necessary, and implement applicable elements as a result of such program.	Considered complete upon submittal of contract documents to the Planning Department and submittal of documentation designating compliance with City-sponsored construction control program.
Air Quality Mitigation Measures				
▪ **M-AQ-2 – Construction Emissions Minimization [TCDP EIR M-AQ-5]** A. *Construction Emissions Minimization Plan.* Prior to issuance of a	Project sponsor and construction contractor(s) shall	Prior to the commencement of construction activities,	Project sponsor/contractor to submit a Construction Emissions Minimization	Considered complete upon ERO/Planning

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construction permit, the project sponsor shall submit a Construction Emissions Minimization Plan (Plan) to the Environmental Review Officer (ERO) for review and approval by an Environmental Planning Air Quality Specialist. The Plan shall detail project compliance with the following requirements: 1. All off-road equipment greater than 25 horsepower (hp) and operating for more than 20 total hours over the entire duration of construction activities shall meet the following requirements: a) Where access to alternative sources of power are available, portable diesel engines shall be prohibited; b) All off-road equipment shall have: i. Engines that meet or exceed either U.S. Environmental Protection Agency (USEPA) or California Air Resources Board (ARB) Tier 2 off-road emission standards, and ii. Engines that are retrofitted with an ARB Level 3 Verified Diesel Emissions Control Strategy (VDECS). c) Exceptions: i. Exceptions to A(1)(a) may be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that an alternative source of power is limited or infeasible at the project site and that the requirements of this exception provision apply. Under this circumstance, the sponsor shall submit documentation of compliance with A(1)(b) for onsite power generation. ii. Exceptions to A(1)(b)(ii) may be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that a particular piece of off-road equipment with an ARB Level 3 VDECS is: (1) technically not feasible, (2) would not produce desired emissions reductions due to expected operating modes, (3) installing the control device would create a safety hazard or impaired visibility for the operator, or (4) there is a compelling emergency need to use off-road equipment that are not retrofitted with an ARB Level 3	prepare and implement Construction Emissions Minimization Plan.	the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications. The Plan shall be kept on site and available for review. A sign shall be posted at the perimeter of the construction site indicating the basic requirements of the Plan and where copies of the Plan are available to the public for review.	Plan. Monthly reports shall be submitted to the ERO indicating the construction phase and off-road equipment information used during each phase. For off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used. Within six months of the completion of construction activities, the project sponsor shall submit to the ERO a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.	Department review and approval of Construction Emissions Minimization Plan or alternative measures that achieve the same emissions reduction.

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VDECS and the sponsor has submitted documentation to the ERO that the requirements of this exception provision apply. If granted an exception to A(1)(b)(ii), the project sponsor must comply with the requirements of A(1)(c)(iii).

iii. If an exception is granted pursuant to A(1)(c)(ii), the project sponsor shall provide the next cleanest piece of off-road equipment as provided by the step down schedules in Table 4.G.6.

Table 4.G.6 – Off-Road Equipment Compliance Step-down Schedule

Compliance Alternative	Engine Emission Standard	Emissions Control
1	Tier 2	ARB Level 2 VDECS
2	Tier 2	ARB Level 1 VDECS
3	Tier 2	Alternative Fuel*

How to use the table: If the requirements of (A)(1)(b) cannot be met, then the project sponsor would need to meet Compliance Alternative 1. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 1, then Compliance Alternative 2 would need to be met. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 2, then Compliance Alternative 3 would need to be met.
* Alternative fuels are not a VDECS.

2. The project sponsor shall require the idling time for off-road and on-road equipment be limited to no more than *two* minutes, except as provided in exceptions to the applicable State regulations regarding idling for off-road and on-road equipment. Legible and visible signs shall be posted in multiple

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languages (English, Spanish, Chinese) in designated queuing areas and at the construction site to remind operators of the two minute idling limit. 3. The project sponsor shall require that construction operators properly maintain and tune equipment in accordance with manufacturer specifications. 4. The Plan shall include estimates of the construction timeline by phase with a description of each piece of off-road equipment required for every construction phase. Off-road equipment descriptions and information may include, but is not limited to: equipment type, equipment manufacturer, equipment identification number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For VDECS installed: technology type, serial number, make, model, manufacturer, ARB verification number level, and installation date and hour meter reading on installation date. For off-road equipment using alternative fuels, reporting shall indicate the type of alternative fuel being used. 5. The Plan shall be kept on-site and available for review by any persons requesting it and a legible sign shall be posted at the perimeter of the construction site indicating to the public the basic requirements of the Plan and a way to request a copy of the Plan. The project sponsor shall provide copies of Plan to members of the public as requested. **B.** *Reporting*. Monthly reports shall be submitted to the ERO indicating the construction phase and off-road equipment information used during each phase including the information required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used. Within six months of the completion of construction activities, the project sponsor shall submit to the ERO a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. For each phase, the report shall include detailed information required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used. **C.** *Certification Statement and On-site Requirements.* Prior to the commencement of construction activities, the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications.				

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M-AQ-4a: Best Available Control Technology for Diesel Generators [TCDP EIR M-AQ-3] All diesel generators shall have engines that (1) meet Tier 4 Final or Tier 4 Interim emission standards, or (2) meet Tier 2 emission standards and are equipped with a California ARB Level 3 Verified Diesel Emissions Control Strategy (VDECS).	Project sponsor	Prior to building permit issuance.	Project sponsor shall submit documentation to the Planning Department verifying best available control technology for all installed diesel generators on the project site.	Considered complete upon submittal of documentation to the Planning Department.
M-AQ-4b: Air Filtration Measures [TCDP EIR M-AQ-2] *Air Filtration and Ventilation Requirements for Sensitive Land Uses.* Prior to receipt of any building permit, the project sponsor shall submit a ventilation plan for the proposed building(s). The ventilation plan shall show that the building ventilation system removes at least 80 percent of the outdoor $PM_{2.5}$ concentrations from habitable areas and be designed by an engineer certified by ASHRAE [the American Society of Heating, Refrigeration and Air Conditioning Engineers], who shall provide a written report documenting that the system meets the 80 percent performance standard identified in this measure and offers the best available technology to minimize outdoor to indoor transmission of air pollution.	Project sponsor	Prior to receiving building permit.	Project sponsor shall submit an air-filtration and ventilation plan, and maintenance plan to the Planning Department.	Considered complete upon Planning Department review and approval by the air-filtration and ventilation plan, and maintenance plan.
Maintenance Plan. Prior to receipt of any building permit, the project sponsor shall present a plan that ensures ongoing maintenance for the ventilation and filtration systems.	Project sponsor or building management representative	Prior to move in activities of potential buyers or renters.	Project sponsor or building management representative shall provide disclosures to buyers (and renters) that the building is located in an area with existing sources of air pollution, and that the building includes an air filtration and ventilation system designed to remove 80 percent of outdoor particulate matter.	Disclosure documents shall be provided to buyers and renters for the duration of building occupancy.
• *Disclosure to buyers and renters.* The project sponsor shall also ensure the disclosure to buyers (and renters) that the building is located in an area with existing sources of air pollution and as such, the building includes an air filtration and ventilation system designed to remove 80 percent of outdoor particulate matter and shall inform occupants of the proper use of the installed air filtration system.				

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Biological Resources Mitigation Measures				
M-BI-1a: Design Standards to Render Building Less Hazardous to Birds The proposed project and project variants shall conform with the locational standards of Planning Code Section 139, *Standards for Bird-Safe Buildings*, specific only to the provisions applicable to locational hazards as described in Planning Code Section 139. Therefore: • Glazing as a percentage of the façade: Bird-Safe Glazing Treatment is required such that the Bird Collision Zone [the building façade from grade and extending upwards for 60 feet, and glass façades directly adjacent to landscaped roofs 2 acres or larger and extending upwards 60 feet from the level of the subject roof] facing the San Francisco Bay consists of no more than 10 percent untreated glazing. Building owners would concentrate permitted transparent glazing on the ground floor and lobby entrances to enhance visual interest for pedestrians. • Bird Safe Glazing Treatments: these include fritting, permanent stencils, frosted glass, exterior screens, physical grids placed on the exterior of glazing or UV patterns visible to birds. Vertical elements of the pattern shall be at least ¼-inch wide with a maximum spacing of 4 inches, and horizontal elements shall be at least 1/8-inch wide with a maximum spacing of 2 inches. Equivalent treatments recommended by a qualified biologist may be used if approved by the Zoning Administrator. No glazing shall have a "Reflectivity Out" coefficient greater than 30 percent. • Minimal lighting (limited to pedestrian safety needs) shall be used. Lighting shall be shielded. No uplighting should be used. No event searchlights should be permitted. No horizontal axis windmills or vertical axis wind generators that do not appear solid shall be used.	Project sponsor and architect shall conform to applicable requirements.	Prior to building permit issuance.	Project sponsor shall provide building plans to Planning Department and DBI for review.	Considered complete upon approval and issuance of building permit.
M-BI-1b: Night Lighting Minimization [TCDP EIR I-BI-2] In compliance with the voluntary San Francisco Lights Out Program, the proposed project and variants would implement bird-safe building operations to prevent and minimize birdstrike impacts, including but not limited to the following measures: • Reduce building lighting from exterior sources by:	Project sponsor and architect.	During project design and environmental review.	Project sponsor to submit building plans to the Planning Department for review.	Considered complete upon approval and issuance of building permit.

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o Minimizing amount and visual impact of perimeter lighting and façade uplighting and avoid up-lighting of rooftop antennae and other tall equipment, as well as of any decorative features; o Installing motion-sensor lighting; o Utilizing minimum wattage fixtures to achieve required lighting levels. • Reduce building lighting from interior sources by: o Dimming lights in lobbies, perimeter circulation areas, and atria; o Turning off all unnecessary lighting by 11:00 p.m. through sunrise, especially during peak migration periods (mid-March to early June and late August through late October); o Utilizing automatic controls (motion sensors, photo-sensors, etc.) to shut off lights in the evening when no one is present; Encouraging the use of localized task lighting to reduce the need for more extensive overhead lighting; o Scheduling nightly maintenance to conclude by 11:00 p.m.; and, o Educating building residents and other users about the dangers of night lighting to birds.				
Hazards and Hazardous Materials Mitigation Measures				
M-HZ-1a: Hazardous Building Materials Abatement The project sponsor of any development project in the TCDP area shall ensure that any building planned for demolition or renovation is surveyed for hazardous building materials including PCB-containing electrical equipment, fluorescent light ballasts containing PCBs or DEHP, and fluorescent light tubes containing mercury vapors. These materials shall be removed and properly disposed of prior to the start of demolition or renovation. Old light ballasts that are proposed to be removed during renovation shall be evaluated for the presence of PCBs and in the case where the presence of PCBs in the light ballast cannot be verified, they shall be assumed to contain PCBs, and handled and disposed of as such, according to applicable laws and regulations. Any other hazardous building materials identified either before or during demolition or renovation shall be abated according to Federal, State, and local laws and	Project sponsor	Prior to any demolition or construction activities.	If necessary, the project sponsor to provide hazardous materials survey and abatement results to the Planning Department and SFDPH.	Considered complete upon submittal of abatement results.

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regulations.				
IMPROVEMENT MEASURES FOR THE 75 HOWARD STREET PROJECT				
I-TR-A: Transit Information for Residents To encourage the use of transit to/from the project site, the project sponsor should provide a transportation insert in the new resident's move-in packet that would provide information on available transit service (nearby lines, schedules and fares), information on where Clipper Cards could be purchased, and information on the 511 Regional Rideshare Program.	Project sponsor or building management	Prior to building occupancy.	Project sponsor to provide move-in packet to Planning Department.	Transit information shall be provided to buyers and renters for the duration of building occupancy.
I-TR-C: Driveway Operations Plan The owner/operator of the proposed project shall implement and adhere to all aspects of the *Driveway Operations Plan*, presented in the 75 Howard Street Project Transportation Study. The *Driveway Operations Plan* shall be a living document for the life of the project driveway, recorded with the Planning Department as part of the project case file. All updates to the *Driveway Operations Plan* shall be reviewed and approved by the Director of Planning, or his or her designee. Upon the request of the Director of Planning, or his or her designee, the owner/operator shall submit to the Department evidence of compliance with the *Driveway Operations Plan*, including but not limited to, records of loading dock activity and security camera footage. If the Planning Director, or his or her designee, suspects that the facility owner/operator is not adhering to the *Driveway Operations Plan*, the Planning Department shall notify the property owner in writing. If after 90 days since written notification, the Department determines that the owner/operator is still not adhering to the *Driveway Operations Plan*, the driveway shall be considered in violation of the Condition of Approval.	Project sponsor or building management	Ongoing during building occupancy.	Project sponsor to adhere to *Driveway Operations Plan* and provide evidence of compliance to the Planning Department, if requested.	Considered complete upon submittal of driveway operations plan.
I-TR-D: Vehicle Queues and Pedestrian Conflicts	Project Sponsor or	On-going during	Project sponsor to ensure	If necessary,

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It shall be the responsibility of the owner/operator of the proposed project to ensure that vehicle queues do not block any portion of the sidewalk or roadway of Howard Street, including any portion of any travel lanes or bike lanes. The owner/operator shall also ensure that no substantial pedestrian conflict as defined below is created at the project driveway. A vehicle queue is defined as one or more stopped vehicles destined to the project garage blocking any portion of the Howard Street sidewalk or roadway for a consecutive period of three minutes or longer on a daily or weekly basis, or for more than five percent of any 60-minute period. Queues could be caused by unconstrained parking demand exceeding parking space or valet/mechanical parking system capacity; vehicles waiting for safe gaps in high volumes of pedestrian traffic; car or truck congestion within the parking garage or loading area; or a combination of these or other factors. A substantial pedestrian conflict is defined as a condition where drivers of inbound and/or outbound vehicles, frustrated by the lack of safe gaps in pedestrian traffic, unsafely merge their vehicle across the sidewalk while pedestrians are present and force pedestrians to stop or change direction to avoid contact with the vehicle, and / or contact between pedestrians and the vehicle would occur. If vehicle queues or substantial conflicts occur, the owner/operator of the facility shall employ abatement methods as needed to abate the queue and / or conflict. Appropriate abatement methods would vary depending on the characteristics and causes of the queue and conflict. Suggested abatement methods include but are not limited to the following: redesign of facility to improve vehicle circulation and / or on-site queue capacity; employment of additional valet attendants or improved mechanical parking system; use of off-site parking facilities or shared parking with nearby uses; travel demand management strategies such as additional bicycle parking or resident/visitor shuttles; parking demand management strategies such as time-of-day parking surcharges; and / or limiting hours of access to the project driveway during periods of peak pedestrian traffic.	building management	building occupancy.	that recurring vehicle queues do not occur on Howard Street adjacent to the proposed project site. If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Planning Department shall notify the project sponsor in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. If the Planning Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.	considered complete upon submittal of evaluation of vehicle queues and implementation of any necessary abatement issues.

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Schedule**	**Monitoring/Reporting Actions and Responsibility**	**Status/Date Completed**
If the Planning Director, or his or her designee, suspects that vehicle queues or a substantial conflict are present, the Planning Department shall notify the property owner in writing. The owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than seven days. The consultant shall submit a report to the Department documenting conditions. Upon review of the report, the Department shall determine whether or not queues and / or a substantial conflict exists, and shall notify the garage owner/operator of the determination in writing. If the Department determines that queues or a substantial conflict do exist, upon notification, the facility owner/operator shall have 90 days from the date of the written determination to carry out abatement measures. If after 90 days the Department determines that vehicle queues and / or a substantial conflict are still present or that the owner/operator has been unsuccessful at abating the identified vehicle queues or substantial conflicts, the hours of inbound and / or outbound access of the project driveway shall be limited during peak hours. The hours and directionality of the access limitations shall be determined by the Planning Department, communicated to the owner/operator in writing, and recorded in an updated *Driveway Operations Plan*. The owner/operator shall be responsible for limiting the hours of project driveway access as specified by the Planning Department.				
I-TR-E: Installation of Pedestrian Alerting Devices As an improvement measure to minimize conflicts between pedestrians and vehicles in front of the proposed project, a mirror and an audible and visual device would be installed at the garage entrance to automatically alert pedestrians when a vehicle is exiting the facility.	Project sponsor and project construction contractor(s) to install pedestrian alert device	Prior to building occupancy.	Project sponsor to notify Planning Department and DBI upon installation of the alert device.	Considered complete upon installation of alert device.
I-TR-F: Installation of Bicycle Racks on the Steuart Street Plaza As an improvement measure to accommodate hotel and restaurant/retail visitors arriving by bicycle, the project sponsor would coordinate the installation of bicycle racks on the Steuart Street plaza with the SFMTA. The project sponsor would work with SFMTA to establish the appropriate number and best location of the bicycle racks.	Project sponsor	Prior to completion of construction.	Project sponsor to coordinate with SFMTA to establish the location and number of bicycle racks.	Considered complete upon installation of bicycle racks.

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT
(Includes Text for Adopted Mitigation Measures and Improvement Measures)

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
I-TR-G: Provision of Bicycle Signage and Information As an improvement measure to facilitate bicycle travel the project sponsor will add appropriate signage and information in/near bicycle parking areas describing access to local bicycle routes and entries/exits to and from the bicycle parking area.	Project sponsor	Prior to completion of construction.	Project sponsor to coordinate with SFMTA on appropriate signage.	Considered complete upon installation of bicycle signage.
I-TR-I: Sidewalk Widening To improve pedestrian conditions in the area and to facilitate pedestrian movement in front of the project site, the project sponsor would work with Planning Department, SFMTA, and DPW to consider the potential construction of a wider sidewalk on the south side of Howard Street. The south sidewalk would be widened by approximately 7 feet, from the an existing width of about 13.5 feet to approximately 21.5 feet, starting at the west edge of the project site and extending east through the proposed Steuart Street Plaza, and onto The Embarcadero. The project sponsor would be required to fund the design and construction of this improvement. To facilitate passenger drop offs and pick ups, the existing 16-foot-wide sidewalk would be widened for an approximate length of 35 feet at the proposed curbside white zone in front of the restaurant entrance near Steuart Street. Thus, the sidewalk widening would extend for a total distance of approximately 273 feet, 115 ft. from the west edge to Steuart Street, excluding the proposed passenger zone, 76 feet through the proposed Steuart Street Plaza, and 82 feet to The Embarcadero. This improvement measure would require that the proposed 24-foot wide curb cut that provides access into the Basement Level 1 parking garage and loading docks be widened to about 26 feet, in order to facilitate truck turning movements in and out of the building. This improvement measure would also require the additional elimination of four automobile and two motorcycle metered spaces on the south side of Howard Street (two automobile spaces in front of the project site, and two automobile and two motorcycle spaces west of Steuart Street), resulting in the elimination of a total of 15 automobile and two motorcycle metered spaces by the proposed project and the two variants. The increase in parking utilization created by the elimination of these on-street spaces would add to the expected parking deficits in the area during the midday period, but would be expected to be accommodated by other existing on-street spaces in the area during the evening period. The parking deficits associated with the	Project sponsor and project construction contractor(s)	Throughout the construction duration.	Project sponsor and project construction contractor(s) to consider coordinating with DPW, SFMTA, the Fire Department, the Planning Department and other applicable City agencies. If required, contractor to prepare a Traffic Control Plan (TCP) for project construction activities.	Considered complete upon construction of sidewalk improvements.

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
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proposed project and Variants would not create a significant parking impact.				
I-TR-J: Reservation of Curb Parking for Residential Move-In and Move-Out The project sponsor shall ensure that parking spaces on Howard Street, adjacent to the project site, are reserved as needed through the SFMTA by calling the San Francisco Customer Service Center (311) prior to move-in and move-out activities. This would reduce the potential for double parking on Howard Street during move-in and move-out activities. The project sponsor could also require tenants to schedule and coordinate move-in and move-out activities with building management to space out loading activities.	Project sponsor or building management	On-going during building occupancy.	Project sponsor or building management to recommend that tenants schedule and coordinate move-in and move-out activities with SFMTA.	Ongoing for duration of building occupancy.
I-TR-K: Installation of Turntable Operation Device As an improvement measure to minimize conflicts between incoming vehicles and loading operations at the Basement Level 1, a device will be installed at the bottom of the garage ramp to automatically alert motorists when the loading turntable is in use. The warning device will provide visual and audible messages to drivers to stop and wait for the turntable to complete its rotation.	Project sponsor and project construction contractor(s)	On-going during building occupancy.	Project sponsor to coordinate with Planning Department on appropriate signage.	Considered complete upon installation of signage.

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT
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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
I-TR-L: Expanded Traffic Control Plan for Construction To reduce potential conflicts between construction activities and pedestrians, transit and vehicles at the project site, the project sponsor and project contractor would be required to prepare a Traffic Control Plan (TCP) for the project construction period. In addition to the standard elements of the TCP such as coordination with the SFMTA, DPW, San Francisco Fire Department, etc., and the mandatory compliance with the *San Francisco Regulations for Working in San Francisco Streets* (the "Blue Book"), the expanded TCP could include: Implementation of any necessary lane closures during times that avoid the a.m. and p.m. peak commute periods, Stationing of uniformed off-duty San Francisco Police officers at various locations to facilitate the movement of pedestrians, bicyclists and transit vehicles Scheduling of construction truck trips during hours of the day other than the peak morning and evening commute periods, and Development of a construction activities plan so that certain activities such as pile driving do not disturb the Muni Metro tunnel located west of the project site.	Project sponsor and project construction contractor(s)	During project construction.	Project sponsor and construction contractor to consider TCP expansion measures while meeting with Department of Public Works, SFMTA, the Fire Department, Muni Operations, and other City agencies on feasible measure to reduce traffic congestion during construction.	Considered complete upon approval of Traffic Control Plan.
I-TR-M: Carpool and Transit Access for Construction Workers As an improvement measure to minimize parking demand and vehicle trips associated with construction workers, the construction contractor would include methods to encourage carpooling and transit access to the project site by construction workers as part of a Construction Management Plan.	Project sponsor and construction contractor(s)	Implement measure throughout all phases of construction. Considered complete upon completion of construction.	Project sponsor could request the construction contractor to encourage carpooling and transit access to the site by construction workers.	Considered complete upon completion of construction.
I-TR-N: Project Construction Updates for Adjacent Businesses and Residents As an improvement measure to minimize construction impacts on access to nearby locations, the project sponsor would provide nearby residences and adjacent businesses with regularly-updated information regarding project construction, including construction activities, peak construction vehicle activities (e.g., concrete pours), travel lane closures, parking lane and sidewalk closures. A web site could be created by project sponsor that would provide current construction information of interest to neighbors, as well as contact information for specific construction inquiries	Project sponsor or construction contractor(s)	Implement measure throughout all phases of construction. Considered complete upon completion of construction.	Project sponsor to provide nearby residences and adjacent businesses with regularly-updated information regarding project construction and appropriate contact information. An e-mail notice could be circulated	Considered complete upon completion of construction.

MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Schedule**	**Monitoring/Reporting Actions and Responsibility**	**Status/Date Completed**
or concerns.			by the project sponsor that would provide current construction information of interest to neighbors.	
I-WS-A: As an improvement measure to reduce wind speeds in areas of usable open space on the roof of the tower, the project sponsor shall strive to install, or cause to be installed, wind reduction measures that could include windscreens along the exposed perimeter of the roof. Additional windscreens and/or landscaping should be considered on the west and northwest sides of any seating areas.	Project sponsor and architect.	Prior to building permit issuance.	Project sponsor shall provide building plans to Planning Department and DBI for review.	Ongoing for duration of building occupancy.
I-BI-A: Tenant Education The project sponsor would provide their tenants with a copy of the City's Standards for Bird-Safe Buildings. This is required to educate the building's occupants about the risks to birds of nighttime lighting.	Project sponsor and building management	On-going during building occupancy.	Project sponsor and building management to consider providing educational information prior to tenant move-in and during annual informational meetings.	Ongoing for duration of building occupancy.
I-HY-A: Emergency Plan The project sponsor, in conjunction with the building manager, shall prepare an initial Emergency Plan that shall include at a minimum: monitoring by the building manager of agency forecasts of tsunamis and floods, methods for notifying residents and businesses of such risks, and evacuation plans. The plan shall be prepared prior to occupancy of any part of the proposed project. The building manager shall maintain and update the Emergency Plan annually. The building manager shall provide educational meetings for residents and businesses at least three times per year and conduct drills regarding the Emergency Plan at least once per year.	Project sponsor and building management	Plan shall be prepared prior to building occupancy and shall be updated annually. Educational meetings shall be held at least three times per year for duration of building occupancy.	Project sponsor and building management to prepare plan and provide educational meetings.	Ongoing for duration of building occupancy

SAN FRANCISCO
PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- ☒ Affordable Housing (Sec. 415)
- ☒ Transit Impact Dev't Fee (Sec. 411)
- ☐ Downtown Park Fee (Sec. 412)
- ☒ First Source Hiring (Admin. Code)
- ☒ Street Tree (Sec. 138.1; 428)
- ☒ Public Art (Sec. 429)

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Planning Commission Motion 19450

HEARING DATE: SEPTEMBER 3, 2015

Date:	August 24, 2015
Case No.:	**2011.1122XVCUA**
Project Address:	**75 Howard Street**
Zoning:	C-3-O (SD) (Downtown Office, Special Development) 200-S Height and Bulk District
Block/Lot:	3741/31; 3741/35 (Parcel 3)
Project Sponsor:	Marce L. Sanchez – (212) 237-3129 RDF 75 Howard LP 1633 Broadway, Suite 1801 New York, NY 10019 msanchez@paramount-group.com
Staff Contact:	Tina Chang – (415) 575-9197 Tina.Chang@sfgov.org

ADOPTING FINDINGS RELATED TO THE APPROVAL OF A SECTION 309 DETERMINATION OF COMPLIANCE AND REQUEST FOR EXCEPTIONS FOR REAR YARD UNDER PLANNING CODE SECTION 134, REDUCTION OF GROUND-LEVEL WIND CURRENTS UNDER PLANNING CODE SECTION 148, AND HEIGHT AND BULK LIMITS UNDER PLANNING CODE SECTIONS 263.9, 270 AND 272, TO CONSTRUCT A 20-STORY-OVER-BASEMENT, APPROXIMATELY 220-FOOT TALL BUILDING WITH UP TO 133 DWELLING UNITS AND APPROXIMATELY 5,824 SQ. FT. OF GROUND FLOOR COMMERCIAL SPACE, AT 75 HOWARD STREET WITHIN THE C-3-O(SD) (DOWNTOWN OFFICE, SPECIAL DEVELOPMENT) DISTRICT AND THE 200-S HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

PREAMBLE

Environmental Review

On March 28, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP on behalf of RDF 75 Howard LP (hereinafter "Project Sponsor") filed an application with the Planning Department (hereinafter "Department") for Environmental Review, to allow the demolition of an existing above grade parking garage and the construction of a new, approximately 31-story-over-basement, approximately 350-foot tall,

432,253 gross square foot (gsf) building containing approximately 5,685 gsf of ground floor commercial space, with 186 dwelling-units (the "Original Project") at 75 Howard Street (hereinafter "Project Site").

The Department determined that an Environmental Impact Report (hereinafter "EIR") was required and provided public notice of that determination by publication in a newspaper of general circulation on July 31, 2013.

On July 31, 2013, the Department published a Draft EIR for public review (Case No. 2001.1122E). The Draft EIR was available for public comment until September 16, 2013. On September 12, 2013, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the Draft EIR.

On July 8, 2015, the Department published a Comments and Responses document, responding to comments made regarding the Draft EIR prepared for the Project. Together, the Comments and Responses document and the DEIR comprise the Final EIR ("FEIR").

On September 3, 2015, the Commission reviewed and considered the FEIR and found that the contents of said report and the procedures through which the FEIR was prepared, publicized, and complied with CEQA, the CEQA Guidelines, and Chapter 31.

The Commission found the FEIR was adequate, accurate and objective, reflected the independent analysis and judgment of the Department and the Commission, and that the summary of comments and responses contained no significant revisions to the DEIR, and certified the FEIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

Original Project Applications

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor filed an application with the Department for Compliance with Planning Code Section 309 for the Original Project, with exceptions for Streetwall Base requirements (Section 132.1), Off-Street Parking requirements (Section 151.1), Rear Year requirements (Section 134), and Bulk requirements (Sections 270 and 272) within the C-3-O(SD) (Downtown Office, Special Development) and 200-S Height and Bulk District, to allow the demolition of the existing above grade parking garage and the construction of the Original Project at the Project Site.

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, on behalf of Project Sponsor also filed an application with the Department for Height and Bulk Reclassification for the Original Project to allow the Project Site to be reclassified from the 200-S Height and Bulk District, to the 350-S Height and Bulk District.

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, on behalf of Project Sponsor also filed an application with the Department for General Plan Referral for the Original Project to allow certain improvements on the land located on Assessor's Block 3742/Lot 12 and the portion of the Steuart Street right-of-way south of Howard Street (the "Open Space Improvement Site").

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an application for the Original Project for certain variances from the Planning Code, including dwelling unit exposure (Planning Code Section 140) and curb cut width (Planning Code Sections 145.1).

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an application for the Original Project for the initiation of a General Plan Amendment to amend the General Plan Urban Design Element Height Map (Map 4) and the Downton Element Height Map (Map 5) to permit the height of the Original Project.

Reduced Height Project Applications

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor filed an amendment of application with the Department for Compliance with Planning Code Section 309 to allow the demolition of an existing above-grade parking garage and the construction of a new, approximately 26-story-over-basement, approximately 292-foot tall building containing approximately 409,150 gsf, with approximately 4,250 gsf of ground floor commercial space and 159 dwelling-units (the "Reduced Height Project") at the Project Site, with exceptions for Streetwall Base requirements (Section 132.1), Off-Street Parking requirements (Section 151.1), Rear Yard requirements (Section 134), and Bulk requirements (Sections 270 and 272).

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP, on behalf of Project Sponsor filed with the Department an amendment of application for Height and Bulk Reclassification for the Reduced Height Project to allow the Project Site to be reclassified from the 200-S Height and Bulk District, to the 300-S Height and Bulk District.

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an amended application for the Reduced Height Project for certain variances from the Planning Code, including dwelling unit exposure (Planning Code Section 140) and curb cut width (Planning Code Sections 145.1).

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an amended application for the Reduced Height Project for the initiation of a General Plan Amendment to amend the General Plan Urban Design Element Height Map (Map 4) and the Downtown Element Height Map (Map 5) to permit the height of the Reduced Height Project.

Unlike the Original Project, the Reduced Height Project did not include the proposed improvements to the Open Space Improvement Site, and as such on August 13, 2014, the Project Sponsor rescinded the application for General Plan Referral filed for the Original Project.

Code Compliant Project Applications/Current Project

On April 30, 2015, Sara Ghalandari of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor filed an amended application with the Department for Compliance with Planning Code Section 309 with exceptions for Rear Year requirements (Section 134), requirements for the reduction of Ground-Level Wind Currents (Section 148) and Height and Bulk limits (Sections 263.9, 270 and 272) within the C-3-O(SD) (Downtown Office, Special Development) and 200-S Height and Bulk District, to allow the

demolition of an existing above grade parking garage and the construction of a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor retail space, and 133 dwelling-units (the "Code Compliant Project", also referred to herein as the "Project") at the Project Site.

On April 30, 2015, Sara Ghalandari of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor also filed an amended application for the Project for certain variances from the Planning Code. The following variances are part of the Project: dwelling unit exposure (Planning Code Section 140) and curb cut width (Planning Code Sections 145.1).

On May 11, 2015, Sara Ghalandari of Gibson, Dunn & Crutcher, LLP on behalf Project Sponsor also filed an application for Conditional Use Authorization (CUA) to permit residential accessory off-street parking in excess of the principally permitted amounts (Section 155.1).

Unlike the Original Project or the Reduced Height Project, the Project complies with the underlying Height and Bulk District and zoning constraints, subject to certain exceptions discussed herein, and does not require a Height and Bulk Reclassification or a General Plan Amendment. As such, on June 4, 2015, the Project Sponsor rescinded the applications for General Plan Amendment and Height and Bulk Reclassification filed for the Original Project and the Reduced Height Project.

The Planning Department, Jonas P. Ionin, is the custodian of records; all pertinent documents are located in the File for Case No. 2011.1122XVCUA, at 1650 Mission Street, Fourth Floor, San Francisco, California.

Planning Department staff prepared a Mitigation Monitoring and Reporting program (MMRP), which material was made available to the public and this Commission for this Commission's review, consideration and action.

On July 7, 2015, the Office of Community Investment and Infrastructure (OCII) Commission of the City and County of San Francisco, commonly known as the "Successor Agency" to the former San Francisco Redevelopment Agency (SFRDA), approved and agreed to enter into a delegation agreement with the Department (the "Delegation Agreement") regarding that portion of the Project Site consisting of a small, unimproved triangular portion of real property within Block 3741/Lot 35, commonly referred to as "Parcel 3" (the "Unimproved Triangle"), which is a part of, and subject to, the Rincon Point South Beach Redevelopment Plan Area (the "Redevelopment Plan"). On September 3rd, the Planning Commission accepted delegation from OCII. Per the Delegation Agreement, the Department will review and determine consistency and compliance with the Redevelopment Plan as to that portion of the Project that is within the Redevelopment Plan Area.

The Department has reviewed the plans for the proposed Project attached hereto as Exhibit B and has determined that the portion of the proposed building that is within the Redevelopment Plan Area is consistent with the Redevelopment Plan. It further determined that the portion of the building that falls within the Unimproved Triangle consists only of the below-grade garage, and a small corner of the building and streetscape and landscaping on floors 1 through 7, and the very edge of the building corner on floors 8 through 11 and nothing on floors 12 or above (the "Improvements Within the Redevelopment Area"). Pursuant to the Delegation Agreement, the Planning Department approved the design of portion

of the Project within the Redevelopment Plan Area. The Project requires a Section 309 Authorization from the Planning Commission (the "Commission") as to those portions of the building exclusively within the jurisdiction of the City of San Francisco (the "City") since almost the entire building is within exclusive City jurisdiction. The staff recommends that the Planning Commission confirm the Department's approval of the design of the Improvements Within the Redevelopment Area pursuant to this Section 309 Authorization by approving the entirety of the design for the proposed building as shown on the plans attached as Exhibit B to this motion.

The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the applicant, Department staff, and other interested parties.

MOVED, that the Commission hereby approves the Downtown Project Authorization requested in Application No. 2011.1122XVCUA (including those portions of the Project located within the Rincon Point South Beach Redevelopment Plan Area), subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

Having reviewed the materials identified in the preamble above, and having heard all testimony and arguments, this Commission finds, concludes, and determines as follows:

1. The above recitals are accurate and constitute findings of this Commission.

2. **Site Description and Present Use.** The Project Site consists of a lot developed with an 8-story above grade parking garage (the "Parking Garage Lot") and includes what has been referred to as "the Unimproved Triangle" (3741/35, Parcel 3), that is within the Rincon Point South Beach Redevelopment Plan Area. The Project Sponsor intends to merge the Unimproved Triangle with the Parking Garage Lot through a lot line adjustment. The subject property is located at the intersection of Howard and Steuart Streets, on a block bounded by Folsom and Spear Streets in the Financial District. The subject property is located within the boundaries of the Transit Center District Plan Area and is located at the eastern edge of the District Plan Area. The subject property is 20,931 sq. ft. in size with approximately 156 feet of frontage on Howard Street and 134 feet of frontage on Steuart Street. The subject property is currently used as an eight-story, above grade parking garage with approximately 550 parking spaces.

3. **Surrounding Properties and Neighborhood.** The subject property is located at the intersection of Howard and Steuart Streets, on a block bounded by Folsom and Spear Streets in the Financial District. The subject property is located within the C-3-O(SD) (Downtown Office, Special Development) District and 200-S Height and Bulk District. The current development of this location, with the above-grade parking garage, represents an under-utilized site within the downtown core. Office and residential uses predominate, though some tourist and retail uses are present. The buildings to the north, south and west of the subject property are taller than the proposed Project.

4. **Project Description.** The Project Sponsor proposes to demolish the existing above grade, eight-story parking garage, merge parcel 3741/031, approximately 20,595sf in size with parcel 3741/035, approximately 337 sf, which is undeveloped and under the Rincon Point South Beach Redevelopment Plan Area, and construct a new 20-story-over-garage, 284,300 gsf, 133-unit residential building with 5,824 sq. ft. of ground floor retail space, 100 off-street parking spaces, and 123 bicycle parking spaces (108 Class 1; 15 Class 2). The residential units would consist of 36 one bedroom units (27%), 71 two bedroom units (53%), 23 three bedroom units (17%), and 3 four bedroom units (2%). Commercial space would be located on both the Howard and Steuart Street frontages.

5. **Public Comment.** On earlier iterations of the Project (the Original Project and the Reduced Height Alternative), the Department received comments from the neighboring community expressing concerns about the proposed height increase of the Original Project and the Reduced Height Alternative. The Sponsor has addressed these concerns in the current design by reducing the height and total area, resulting in a Code compliant building that complies with the underlying Height and Bulk District and zoning constraints, subject to certain exceptions discussed herein. The Department received inquiries from members of the public regarding the Project in its current form.

6. **Planning Code Compliance:** The Commission finds that the Project (including that portion of the Project located within the Rincon Point South Brach Redevelopment Area) is consistent with the relevant provisions of the Planning Code in the following manner:

   A. **Rear Yard Requirement.** Planning Code Section 134 requires that any building containing a dwelling unit in a Downtown Commercial District must provide a rear yard equal to 25 percent of the total lot depth at all residential levels.

   The Project does not provide a rear yard that complies with this Code requirement, and as such, requires a rear yard exception under Planning Code Section 309. A 309 exception may be granted so long as the "building location and configuration assure adequate light and air to windows within the residential units and to the usable open space provided." See Section 7, below, for 309 findings.

   B. **Exposure.** Planning Code Section 140 requires at least one room within every dwelling unit to face directly on an open area that is either (1) a public street or alley that is at least 25 feet in width, or a side yard or rear yard that meets the requirements of the Planning Code, or (2) an open area that is unobstructed and is no less than 25 feet in every horizontal dimension for the floor at which the dwelling unit in question is location and at the floor immediately above it, with an increase of five feet in every horizontal dimension at each subsequent floor.

   Approximately 39 dwelling units (most of which face south) would not comply with this requirement. These units would face the open space for the Gap Inc. Headquarters and the at-grade adjacent parking lot, which is open for a distance in excess of 150 feet. A variance from Section 140 is being sought as part of this Project for a total of 39 units that do not comply with the exposure requirements of the Code.

C. **Wind.** Planning Code Section 148 requires that new construction in Downtown Commercial Districts will not cause ground-level wind currents to exceed pedestrian comfort levels. This standard requires that wind speeds not exceed 11 miles per hour in areas of substantial pedestrian use for more than 10 percent of the time year round, between 7:00 AM and 6:00 PM. The requirements of this Section apply either when preexisting ambient wind speeds at a site exceed the comfort level and are not being eliminated as a result of the project, or when the project may result in wind conditions exceeding the comfort criterion.

The existing conditions at the Project Site indicate that 14 of the 58 test points exceed the Planning Code's comfort criterion. With the Project, three comfort exceedances would be eliminated, two would remain unchanged, eight would be decreased, and one would be increased, resulting in a total of 11 comfort exceedances. A Section 309 exception is being sought because the Project would not eliminate the existing 11 of the 58 test locations meeting or exceeding the Planning Code's comfort criterion. Exceptions from the comfort criterion may be granted through the 309 process, but no exception may be granted where a project would cause wind speeds at the site to reach or exceed the hazard level of 26 mph for a single hour of the year. There are no hazardous wind speeds caused by the Project.

D. **Off-Street Freight Loading.** Planning Code Section 152.1 requires that projects in the C-3 District that include the addition of 100,000-200,000 sq. ft. of residential space must provide one off-street freight loading space within the project.

The Project provides two loading spaces accessed via Howard Street, and therefore complies with the loading requirement.

E. **Parking.** Planning Section 151.1 allows up to one car for each two dwelling units as-of-right, and up to three cars for each four dwelling units as a conditional use. For non-residential uses, the Code does not provide a total number of permitted spaces, but instead limits parking to an area equivalent to 3.5% of the total gross floor area of such uses.

The Project contains 133 dwelling units. Per Planning Section 151.1, 67 parking spaces are principally permitted (133/2 = 66.5) for residential uses, and an additional 33 parking spaces are conditionally permitted (133/.75 = 99.75 - 66.5 = 33.25) for residential uses. As such, the Project may provide up to 100 parking spaces for residential uses with a Conditional Use permit. The Project proposes, as permitted by Planning Section 151.1, a total of 100 parked cars and thus complies with this requirement. A Conditional Use application for the 33 conditionally permitted parking spaces is being sought as part of the Project. The Project does not propose any parking for the retail uses.

F. **Signage.** Currently, there is not a proposed sign program on file with the Planning Department. Any proposed signage will be subject to the review and approval of the Planning Department pursuant to the provisions of Article 6 of the Planning Code.

G. **Maximum Floor Area Ratio (Section 124).** The floor area ratio (FAR) limit as defined by Planning Code Section 124 for the C-3-0(SD) District is 6.0:1. Under Sections 123 and 128 of the Planning Code, the FAR can be increased to 9.0 to 1 with the purchase of transferable

development rights ("TDR"), and may exceed 9.0 to 1 without FAR limitations through participation in the Transit Center District Mello-Roos Community Facilities District, pursuant to Section 424.8.

The Project Site has a lot area of approximately 20,931 square feet. Therefore, up to 125,586 square feet of Gross Floor Area ("GFA") is allowed under the basic FAR limit, and up to 188,379 square feet of GFA is permitted with the purchase of TDR. As shown in the conceptual plans for the Project, the building would include 284,300 square feet of GFA. Conditions of approval are included to require the Project Sponsor to purchase TDR for the increment of development between 6.0 to 1 FAR and 9.0 to 1 FAR, and to participate in the Transit Center District Mello-Roos Community Facilities District as the project exceeds an FAR of 9.0 to 1. Therefore the Project complies with Section 124.

H. **Residential Open Space (Section 135).** Planning Code Section 135 requires that private usable open space be provided at a ratio of 36 sq. ft. per dwelling unit or that common usable open be provided at a ratio of 47.88 sq. ft. per dwelling unit.

The Project includes 133 units. The Project would provide at least 36 square feet of private open space for 84 of the dwelling units through private balconies. A total of 2,352 square feet of commonly accessible open space would be required for the remaining 49 units without a balcony, which would be provided in the form of common space on the second floor. Therefore, the Project complies with Section 135.

I. **Public Open Space (Section 138).** New buildings in the C-3-O (SD) Zoning District must provide public open space at a ratio of one sq. ft. per 50 gross square feet of all uses, except residential uses, institutional uses, and uses in a predominantly retail/personal services building. This public open space must be located on the same site as the building or within 900 feet of it within a C-3 district.

Ground floor retail space in the C-3 Districts that is less than 5,000 sq. ft. and less than 75 percent of the ground floor area and, is excluded from gross floor area and is therefore not required to provide the associated publically accessible open space. The Project includes approximately 5,824 sq. ft. of ground floor retail space, 5,000 sq. ft. of which is exempt from the requirement. However, because the building is principally a residential use building, it is not required to provide any public open space for the remaining commercial space.

J. **Streetscape Improvements (Section 138.1).** Planning Code Section 138.1 requires that when a new building is constructed in the C-3 District, street trees and sidewalk paving must be provided. Under Section 138.1(c), the Commission may also require the Project Sponsor to install additional sidewalk improvements such as lighting, special paving, seating and landscaping in accordance with the guidelines of the Downtown Streetscape Plan if it finds that these improvements are necessary to meet the goals and objectives of the General Plan.

The Project proposes streetscape elements along Howard and Steuart Streets as part of a Streetscape plan. Features include street trees and landscaping consistent with City Standards. The Howard Street sidewalk will be widened as required by the Department of Public Works, and includes publically-

accessible bike parking. The Streetscape Plan will continue to be refined through the Site Permit process, as required by the Conditions of Approval. Therefore, the Project complies with Section 138.1.

K. **Active Frontages – Loading and Driveway Entry Width (Section 145.1(c)(2)).** Section 145.1(c)(2) limits the width of parking and loading entrances to no more than one-third the width of the street frontage of a structure, or 20 feet, whichever is less.

The Project includes a single entrance for both parking and loading. Access into the parking garage would be through a 26-foot wide two-way curb cut serving a 24-foot wide garage entrance at the west end of the proposed building along Howard Street, near the same northwest corner location as the entrance to the existing 75 Howard Garage. This width exceeds the maximum 20-foot width limitation specified by Section 145.1(c)(2). The Transportation Impact Study prepared for the Project indicates that a 24-foot curb cut and building entrance is required for the building to facilitate truck turning movements in and out of the building. This dimension has been increased to 26 feet to accommodate the longer turning movement generated by the requested widening of the sidewalk to the east of the driveway on Howard Street. A variance from Section 145(c)(2) is being sought as part of this Project for the driveway width that does not comply with the parking and loading width requirements of the Code.

L. **Street Frontage in Commercial Districts: Active Uses (145.1(c)(3)).** Planning Code Section 145.1(c)(3) requires that within Downtown Commercial Districts, space for "active uses" shall be provided within the first 25 feet of building depth on the ground floor.

The ground floor space along Howard and Steuart Streets have active uses with direct access to the sidewalk within the first 25 feet of building depth and are thus compliant with this Code Section. The only non-active uses along public frontages are the parking and loading access, and exit corridor access which are specifically exempt from the active uses requirement. The building lobby is considered an active use because it does not exceed 40 feet per 145.1(b)(2)(C).

M. **Street Frontage in Commercial Districts: Ground Floor Transparency (Section 145.1(c)(6)).** Planning Code Section 145.1(c)(6) requires that within Downtown Commercial Districts, frontages with active uses that are not residential or PDR must be fenestrated with transparent windows and doorways for no less than 60 percent of the street frontage at the ground level and allow visibility to the inside of the building.

More than 95% of the approximately 110 foot Steuart Street ground floor frontage consists of an all-glass storefront system. Because of the Code-required loading access from Howard Street and Code-required egress routes, 85% of the approximately 140 foot ground floor Howard Street frontage consists of an all-glass storefront system.

N. **Shadows on Public Sidewalks (Section 146).** Planning Code Section 146(a) establishes design requirements for buildings on certain streets in order to maintain direct sunlight on public sidewalks in certain downtown areas during critical use periods. Section 146(c) requires that other buildings, not located on the specific streets identified in Section 146(a), shall be shaped to reduce substantial shadow impacts on public sidewalks, if it can be done

without unduly creating an unattractive design and without unduly restricting development potential.

Section 146(a) does not apply to construction on Howard or Steuart Streets, and therefore does not apply to the Project. With respect to Section 146(c), the Project would replace an above grade parking garage with a 20-story-over-garage residential structure. Although the Project would create new shadows on sidewalks and pedestrian areas adjacent to the site, the Project's shadows would be limited in scope and would not increase the total amount of shading above levels that are commonly accepted in urban areas. The Project is proposed at a height that is consistent with the zoned height for the property and could not be further shaped to reduce substantial shadow effects on public sidewalks without creating an unattractive design and without unduly restricting development potential. Therefore, the Project complies with Section 146.

O. **Shadows on Public Open Spaces (Section 147).** Planning Code Section 147 seeks to reduce substantial shadow impacts on public plazas and other publicly accessible open spaces other than those protected under Section 295. Consistent with the dictates of good design and without unduly restricting development potential, buildings taller than 50 feet should be shaped to reduce substantial shadow impacts on open spaces subject to Section 147. In determining whether a shadow is substantial, the following factors shall be taken into account: the area shaded, the shadow's duration, and the importance of sunlight to the area in question.

A shadow analysis determined that the Project would not cast net new shadow on any other open space under the jurisdiction of, or designated to be acquired by, the Recreation and Park Commission.

The Project would cast shadows on existing publicly-accessible open spaces in the area other than those protected under Section 295.

There are 15 privately owned, publicly accessible open spaces ("POPOs") that are within reach of the shadow from the Project or variants. Per the DEIR, which analyzed the effect of the shadow from the Original Project or variants on these POPOs, only two of them were shown to be affected by the Original Project or variants. For short periods of time in the morning, the Original Project or variants would cast net new shadows on the POPOs at the Rincon Center (during the spring and autumn) and 160 Spear Street (during the summer). The short duration and transitory nature of the shadows would not have substantially affected the use of these POPOs, although these POPOs may be less pleasant without sunlight. Although the revised proposed Project of 220 feet is shorter than the Original Project of 350 feet, it is anticipated that the proposed Project would have a similar (though slightly reduced due to the shorter height) shadow impact on Rincon Center and 160 Spear Street. Many POPOs in downtown San Francisco are shadowed during the day but are still used, because some people may prefer to sit in the shade instead of under direct sunlight. Overall, the Project or variants would not increase the amount of shadow on these POPOs above levels that are common and generally expected in densely developed urban environments. For these reasons, the proposed Project or variants would have a less-than-significant shadow impact on the POPOs at the Rincon Center and 160 Spear Street.

The shadow study for Rincon Park was updated to reflect the revised proposed Project of 220 feet as set forth in a technical memorandum dated May 20, 2015 by SWCA Turnstone Consulting and addressed to the Planning Departments Environmental Planner assigned to the Project. The updated study demonstrates that the Project or variants would cast net new shadow on the northern and central portions of Rincon Park in the afternoon on most days throughout the year. The affected areas include landscaping (the grassy lawn area), the pedestrian path adjacent to and west of the sculpture, the seating areas and the pedestrian path along the eastern perimeter of the park, and the seating areas east of the sculpture. The Project or variants would not cast net new shadow on Rincon Park in the morning or at mid-day. Although for purposes of the California Environmental Quality Act analysis, this impact was found to be Significant and Unavoidable, as stated in the FEIR for the Project, any development of approximately 100 feet or taller on the Project Site would shadow Rincon Park in the afternoon on most days of the year, resulting in unavoidable shadow impacts similar to those caused by the Project. The annual net new shadow expressed as a percentage of the Theoretical Annual Available Sunlight (TAAS) under the proposed project is only 1.3% of the TAAS according to an updated technical memorandum dated July 8th by SWCA Turnstone Consulting. Further, the top 20' of the structure has been designed with transparent, bird-safe glass, which would reduce the shadow impact on Rincon Park. Even with the proposed Project, the total amount of shadow on Rincon Park as a proportion of the theoretical maximum sunlight is very small relative to most other Downtown Parks. The Project could not be designed in a manner that would substantially reduce shadow impacts on Rincon Park without unduly restricting the site's development potential.

Furthermore, the Project will be subject to payment of development impact fees required as part of the Transit Center District, including payment into the Transit Center District Mello-Roos Community Facilities District (Section 424.8), and the Transit Center Open Space and Transportation and Street Improvement Fees (Section 424.6). These fees will be used to fund open space improvements within the Transit Center downtown area, and would benefit the City and would be consistent with the intent of the Code by aiding in the creation of new parks and open space within the downtown core.

Therefore, the Project complies with Section 147.

P. **Ground Level Wind (Section 148).** Pursuant to Section 148, in C-3 Districts, buildings and additions to existing buildings shall be shaped, or other wind-baffling measures shall be adopted, so that the developments will not cause ground-level wind currents to exceed more than 10 percent of the time year round, between 7:00 a.m. and 6:00 p.m., the comfort level of 11 miles per hour equivalent wind speed in areas of substantial pedestrian use and seven miles per hour equivalent wind speed in public seating areas.

When preexisting ambient wind speeds exceed the comfort level, or when a proposed building or addition may cause ambient wind speeds to exceed the comfort level, the building shall be designed to reduce the ambient wind speeds to meet the requirements. An exception may be granted, in accordance with the provisions of Section 309, allowing the building or addition to add to the amount of time that the comfort level is exceeded by the least practical amount if (1) it can be shown that a building or addition cannot be shaped and other wind-baffling measures cannot be adopted to meet the foregoing requirements without creating an unattractive and ungainly building form and without unduly restricting the

development potential of the building site in question, and (2) it is concluded that, because of the limited amount by which the comfort level is exceeded, the limited location in which the comfort level is exceeded, or the limited time during which the comfort level is exceeded, the addition is insubstantial. No exception shall be granted and no building or addition shall be permitted that causes equivalent wind speeds to reach or exceed the hazard level of 26 miles per hour for a single hour of the year.

A total of 58 test point locations along sidewalk areas adjacent to and near the Project Site were selected for the purpose of analyzing existing and proposed wind levels and wind near the Project Site pursuant to Planning Code Section 148. Under existing conditions – without the Project – 14 of the test locations exceeded the Planning Code's pedestrian comfort level of 11 mph (more than 10 percent of the time), and no test locations exceeded the wind hazard criterion (speeds reaching or exceeding the hazard level of 26mph, as averaged for a single full hour of the year). With the Project, three comfort exceedances would be eliminated, two would remain unchanged, eight would be decreased, and one would be increased, resulting in a total of 11 comfort exceedances.

Not eliminating all of the pre-existing comfort exceedances as part of the Project requires an exception pursuant to Planning Code Section 309, as outlined in Section 7, below.

Q. **Car Share (Section 166).** Planning Code Section 166 requires one car share parking space for residential projects with between 50 and 200 dwelling units.

The Project complies with Section 166 because it provides two off-street car share parking space within the below-grade garage.

R. **Bicycle Parking (Section 155.2).** For buildings with more than 100 dwelling units, Planning Code Section 155.2 requires 100 Class 1 spaces plus one Class 1 space for every four dwelling units over 100, and one Class 2 space per 20 units. For the retail space, Section 155.2 requires a minimum of two spaces.

The Project complies with Section 155.2 because it provides 108 Class 1 parking spaces (100 spaces + 8(33/4=8.25 spaces) required) and 7 Class 2 spaces (133 units/20 = 7 spaces required) for the residential units. Eight Class 2 (5,824 sf / 2,500 = 2 spaces required) common spaces are provided for the restaurant/café uses. All Class 1 spaces are located at the first basement level, accessible by elevator from the street, and all Class 2 spaces are located on the Howard Street sidewalk.

S. **Density (Section 210.2).** Planning Code Sections 210.2 establishes no density limit in the C-3 Districts. Density is regulated by the permitted height and bulk, and required setbacks, exposure, and open space of each development lot.

The Project contains 133 dwelling units, which is allowed in the C-3-O(SD) District. The elimination of density controls in the C-3 Districts was recently approved through Ordinance No. 22-15 (Board File No. 141253); previously, density was principally permitted at a ratio of 1 unit per 125 sf of lot area and conditionally permitted above that amount.

T. **Height (Section 260 and 263.9).** The property is located in a 200-S Height and Bulk District, thus permitting structures up to a height of 220 feet. Section 263.9 allows an addition 10 percent of the heights shown on the Zoning Map in S Districts as an extension of the upper tower subject to the volume reduction requirements of the Code. The additional height may be allowed if determined that the upper tower volume is distributed in a way that will add to the sense of slenderness of the building and to the visual interest of the termination of the building, and that the added height will improve the appearance of the sky-line when viewed from a distance, and will not adversely affect light and air to adjacent properties, and will not add significant shadows to public open spaces.

The Project would reach a height of approximately 220 feet to the roof of the building, with various features such as elevator/stair penthouses, mechanical structures, an enclosed recreation space, and parapets extending above the 220-foot height limit in accordance with the height exemptions allowed through Planning Code Section 260(b).

To reach 220 feet, the Project would seek the 10% upper tower extension permitted per Section 263.9. The relatively small 20 foot extension of the upper tower makes a significant improvement in the overall proportions of the building by increasing the proportion of the upper tower significantly relative to the base and middle tower, and by allowing a smaller overall footprint and mass in the lower tower than otherwise permitted by the Code. It also allows the design of the roof and mechanical screen to be better integrated into the design of the building, creating a more elegant and distinctive form in the skyline. The roof screen is detailed with a transparent, bird-safe glass which has been designed to blend-in with the rest of the structure, while also reducing shadow impacts on Rincon Park. As noted in the DEIR, the project creates no new shadows on open spaces under the jurisdiction of the Recreation and Park Department and subject to Section 295. The Project does contribute to the "significant and unavoidable" impact to other publicly accessible spaces created by other existing buildings, but the difference between the shadow cast by a 200 foot tall and 220 foot tall building of similar overall volume is minor.

Since the 20-foot upper tower extension is not reduced by the volume reduction requirements set forth in the Planning Code, an exception is required under Planning Code Section 309.

U. **Shadows on Parks (Section 295).** Section 295 requires any project proposing a structure exceeding a height of 40 feet to undergo a shadow analysis in order to determine if the project would result in the net addition of shadow to properties under the jurisdiction of the Recreation and Park Department.

The Department conducted a shadow analysis and determined that the Project would not shade any properties under the jurisdiction of, or designated for acquisition by, the Recreation and Park Department.

V. **Inclusionary Affordable Housing Program (Section 415).** Planning Code Section 415 sets forth the requirements and procedures for the Inclusionary Affordable Housing Program. Under Planning Code Section 415.3, the current percentage requirements apply to projects that consist of ten or more units, where the first application (EE or BPA) was applied for on

or after July 18, 2006. Pursuant to Planning Code Section 415.5, the Project must pay the Affordable Housing Fee ("Fee"). This Fee is made payable to the Department of Building Inspection ("DBI") for use by the Mayor's Office of Housing and Community Development for the purpose of increasing affordable housing citywide.

The Project Sponsor has submitted a 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415,' to satisfy the requirements of the Inclusionary Affordable Housing Program through payment of the Fee, in an amount to be established by the Mayor's Office of Housing and Community Development at a rate equivalent to an off-site requirement of 20%. The Project Sponsor has not selected an alternative to payment of the Fee and will comply with Section 415 through payment of the Fee.

W. **Street Trees (Sections 138.1 and 428).** Section 138.1 requires the installation of street trees in the case of the construction of a new building. One 24-inch box tree is required for every 20 feet of property frontage along each street or alley, with any remaining fraction of ten feet or more of frontage requiring an additional tree. The species and locations of trees installed in the public right-of-way shall be subject to approval by the Department of Public Works (DPW). The requirements of Section 138.1 may be waived or modified by the Zoning Administrator, pursuant to Section 428, where DPW cannot grant approval due to practical difficulties.

The Project includes a total of approximately 290 feet of street frontage along the Howard and Steuart Street frontages, which means that fifteen street trees are required. According to the Department of Public Works, only ten of the required fifteen street trees can feasibly be installed. When a pre-existing site constraint prevents the installation of a street tree, the Sponsor can pay an in-lieu fee. Conditions of approval have to been added to require the Project to plant ten (10) street trees and pay an in-lieu fee for the remaining five (5) trees, thereby complying with Section 138.1 and 428.

As required for all street trees required within the C-3 Zoning Districts, the trees would have a minimum 2 inch caliper, measured at breast height; branch a minimum of 80 inches above sidewalk grade; be planted in a sidewalk opening at least 16 square feet and have a minimum soil depth of 3 feet 6 inches; and include street tree basins edged with decorative treatment, such as pavers or cobbles.

X. **Public Art (Section 429).** In the case of construction of a new building or addition of floor area in excess of 25,000 sf to an existing building in a C-3 District, Section 429 requires a project to include works of art costing an amount equal to one percent of the construction cost of the building.

The Project would comply with this Section by dedicating one percent of the Project's construction cost to works of art. The public art concept and location will be subsequently presented to the Planning Commission at an informational presentation.

7. **Exceptions Request Pursuant to Planning Code Section 309.** The Planning Commission has considered the following exceptions to the Planning Code, makes the following findings and

grants each exception to the entire Project (including that portion located within the Rincon Point South Beach Redevelopment Plan Area) as further described below:

a. **Section 134: Rear Yard.** Section 134(a)(1) of the Planning Code requires a rear yard equal to 25 percent of the lot depth to be provided at the first level containing a dwelling unit, and at every subsequent level. Per Section 134(d), exceptions to the rear yard requirements may be granted provided that the building location and configuration assure adequate light and air to the residential units and the open space provided.

The Project would not meet the Code's rear year requirement, and requests an exception in order to provide a rear yard of 15 feet in depth which is less than 25% of the lot. Section 134(d) allows for an exception to the rear yard requirement pursuant to the Section 309 Downtown Project Authorization process so long as the "building location and configuration assure adequate light and air to windows within the residential units and to the usable open space provided." The proposed rear yard is adequate to allow significant glazing per the Building Code on the south side of the lot. Further, the adjacent property to the south is currently an at-grade parking lot with a highly irregular shape, limited access, and a small footprint. It is unlikely that this parcel could be developed and particularly unlikely that a tall building could be constructed given access, setback, and Building Code requirements. The next lot immediately south contains open space for the relatively recently constructed Gap Corporation Headquarters, which is unlikely to be redeveloped in the foreseeable future. Finally, the proposed Project sits on a corner lot, making the typical pattern of mid-block rear yards inappropriate at this site. Therefore, it is appropriate to grant an exception from the rear yard requirements of Planning Code Section 134. Rear yard exceptions are commonly granted and appropriate in downtown locations given the lot configurations and urban design considerations informing the architecture of downtown buildings.

b. **Section 148: Ground-Level Wind Currents.** In C-3 Districts, buildings and additions to existing buildings shall be shaped, or other wind-baffling measures shall be adopted, so that the developments will not cause ground-level wind currents to exceed more than 10 percent of the time year round, between 7:00 a.m. and 6:00 p.m., the comfort level of 11 miles per hour equivalent wind speed in areas of substantial pedestrian use and seven miles per hour equivalent wind speed in public seating areas.

When preexisting ambient wind speeds exceed the comfort level, or when a proposed building or addition may cause ambient wind speeds to exceed the comfort level, the building shall be designed to reduce the ambient wind speeds to meet the requirements. An exception may be granted, in accordance with the provisions of Section 309, allowing the building or addition to add to the amount of time that the comfort level is exceeded by the least practical amount if (1) it can be shown that a building or addition cannot be shaped and other wind-baffling measures cannot be adopted to meet the foregoing requirements without creating an unattractive and ungainly building form and without unduly restricting the development potential of the building site in question, and (2) it is concluded that, because of the limited amount by which the comfort level is exceeded, the limited location in which the comfort level is exceeded, or the limited time during which the comfort level is exceeded, the addition is insubstantial.

Section 309(a)(2) permits exceptions from the Section 148 ground-level wind current requirements. No exception shall be granted and no building or addition shall be permitted that causes equivalent wind speeds to reach or exceed the hazard level of 26 miles per hour for a single hour of the year.

Independent consultants analyzed ground-level wind currents in the vicinity of the Project Site. A wind tunnel analysis, the results of which are included in a technical memorandum prepared by RWDI Consulting Engineers & Scientists, was conducted using a scale model of the Project Site and its immediate vicinity.

Comfort Criterion

Based on existing conditions, 14 of the 58 sidewalk locations tested currently exceed the pedestrian comfort level of 11 mph, with wind speeds ranging from 12 to 17 mph.

With the Project, three comfort exceedances would be eliminated, two would remain unchanged, eight would be decreased, and one would be increased, resulting in a total of 11 comfort exceedances. The range of wind speeds with the Project would be similar to existing conditions, with wind speeds in sidewalk pedestrian areas ranging from 5 mph to 16 mph. With implementation of the Project, there would be localized changes throughout the Project vicinity; however, the overall wind conditions would remain substantially the same and slightly reduced. In the aggregate, the average wind speed across all test points would not change substantially, and would in fact be reduced by 1 mph.

Because the Project would not eliminate the 11 existing exceedances, an exception is required under Planning Code Section 309. An exception is justified under the circumstances, because the changes in wind speed and frequency due to the Project are slight, unlikely to be noticeable, and would remain substantially the same, with slight decreases from the existing conditions. The Project could not be designed in a manner that would affect wind conditions substantially enough to eliminate all 11 of the existing comfort exceedances, without unduly restricting the site's development potential.

Hazard Criterion

The Wind Study indicated that all test points currently meet the wind hazard criterion, and that the Project would not cause wind speeds to reach or exceed the hazard level. Therefore, the Project would comply with the hazard criterion of Section 148.

c. **Section 263.9: Upper Tower Extension.** Section 263.9 allows an addition 10 percent of the heights shown on the Zoning Map in S Districts as an extension of the upper tower subject to the volume reduction requirements of the Code. The additional height may be allowed if determined that the upper tower volume is distributed in a way that will add to the sense of slenderness of the building and to the visual interest of the termination of the building, and that the added height will improve the appearance of the sky-line when viewed from a distance, and will not adversely affect light and air to adjacent properties, and will not add significant shadows to public open spaces.

The subject property is located within the 200-S height and bulk district, which allows a height of up to 220 feet with the 10% upper tower height extension. Based on the 14,295 sq. ft. average floor plate size in the lower tower (floors 7 through 14), a 26 percent upper floor volume reduction requirement applies to the upper tower. Because the 20-foot upper tower extension is not reduced by the volume reduction requirements set forth in the Planning Code, an exception is required under Planning Code Section 309.

The upper tower extension increases the roof height of the Project from 200 to 220 feet. The 10% increase improves the overall proportion, sense of slenderness, and visual interest of the Project, in comparison with massing studies of a 200' tall structure. The sense of slenderness is strongly enhanced by increasing height of the upper tower portion of the Project from 40 out of 200 feet, or 20% of the height, to 60 out of 220 feet, or 27% of the height. Further, the allowable 20' height of architectural screening elements is combined with the upper tower, for a total of 80 feet between the top of the lower tower and the top of the parapet. Additionally, the proposed design tower extension allows for bulk reduction in the lower tower portion of the structure, as well as a podium approximately 67'-2" in height, which is significantly closer to the height of podiums of adjacent structures and more consistent with the surrounding neighborhood character. The podium height of a 200' structure that does not seek an upper tower extension would be approximately 100', half of the building's overall height, resulting in a much bulkier building.

The upper tower extension plus the allowable mechanical screen elements allow a unique composition of five similarly detailed volumes to be stacked with a series of setbacks on each side of the building. This composition balances the definition of a strong base, middle, and top with a consistent reading of materiality, form, and detail, unifying the building into a single whole but with a complex, nuanced form. The inherent horizontality of each of the five volumes of the proposed form is balanced by a series of deep vertical balcony recesses, significantly reducing the mass of each portion of the building.

The upper tower extension would not significantly affect light and air to adjacent structures because the requested exception applies solely to the portion of the building above 160 feet, where the upper tower bulk controls are applicable, and there is only one immediately adjacent structure. Adding bulk to the upper portion of the building rather than locating this mass at the lower and middle of the tower will better preserve views, light, and air from more floors of the neighboring buildings than would massing of the proposed building without the requested exception. Were the top 5 floors reduced by the amount required to meet the volume reduction of 26%, the reduction would primarily be taken at the deeper east side of the building to allow usable and consistent unit depths. The reduction in width as seen from the only directly adjacent building would be a difference of about 10 feet in a face of about 110 feet in width. This surface is approximately 30 feet from the upper floors of the adjacent building to the northeast, a direction from which direct light does not come except very early in summer mornings.

As noted in the DEIR, the Project creates no new shadows on open spaces under the jurisdiction of the Recreation and Park Department and subject to Section 295. The Project does contribute to the "significant and unavoidable" impact to other publicly accessible spaces created by other already-approved and under-construction towers within the Transbay District plan, notably 181 Fremont

Street and the Transbay Tower, but the difference between a 200 foot tall and 220 foot tall building of similar overall volume is minor. Additionally, the last 20' of the structure to screen mechanical appurtenances will be designed with transparent, bird-safe glass, reducing the shadow impact of the structure's terminus.

d. **Bulk Limits (Section 270).** Section 270 establishes bulk controls by district. In the "S" Bulk District, the following bulk controls apply to the lower tower: a maximum length of 160 feet, a maximum diagonal dimension of 190 feet, and a maximum floor size of 20,000 sq. ft. The upper tower bulk controls are as follows: a maximum length of 130 feet, a maximum diagonal dimension of 160 feet, a maximum floor size of 17,000 sq. ft., and a maximum average floor size of 12,000 sq. ft. The lower tower controls apply above the base height (1.25 times the widest abutting street or 50 feet whichever is greater). The upper tower controls apply above a point that varies with the height of the building, as defined in Chart B of Section 270. A volume reduction requirement also applies to the upper tower where the floor size of the lower tower exceeds 5,000 sq. ft. Exceptions to the Section 270 bulk limits are permitted by Section 309(a)(12).

The Project property fronts on Howard Street, which measures 82.5 feet in width. Therefore, the base height limit is approximately 103 feet. The base of the building meets this requirement as it terminates at a height of 67'-2" feet at the seventh level of the building. The lower tower controls apply between 103 feet and 160 feet based on the Project's roof height of 220 feet, and the upper tower controls apply above 160 feet. Based on the 14,295 sq. ft. average floor plate size in the lower tower (floors 7 through 14), a 26 percent upper floor volume reduction requirement applies to the upper tower.

The Project's lower tower is less bulky than permitted by the Planning Code. The floors in the lower tower have a maximum length of approximately 132 feet (a maximum length of 160 feet is permitted), and a maximum diagonal dimension of approximately 177'8" (a maximum diagonal of 190 feet is permitted). The floor plates in the lower tower average 14,295 sq. ft. with a maximum of 15,505 sq. ft, which is substantially less than the 17,000 sq. ft. average floor size, and the 20,000 sq. ft. maximum floor size allowed by the Planning Code.

The floors in the Project's upper tower are smaller than permitted by the Planning Code in some respects. Specifically, the floors have a maximum length of approximately 128 feet (130 feet is permitted), a maximum floor plate size of approximately 14,011 sq. ft. (a maximum of 17,000 sq. ft. is permitted.

However, the average floor plate size is 12,787 sq. ft which is slightly larger than the maximum average of 12,000 sq. ft. permitted. The average diagonal of the upper tower is 161'6", which very slightly exceeds the maximum average diagonal requirement of 160 feet. In addition, the average of the upper tower floors is only 10 percent smaller than the lower tower, which is less than the 26 percent required reduction. Both of these exceptions are warranted given that the Project overall is significantly less bulky than permitted by the Planning Code with regard to maximum and average permitted floor plates. The sum of the total building area of the tower floors in the proposed Project is only 191,078 square feet, whereas a building with floors strictly complying with all the bulk limits including the 26% reduction would contain 208,000 square feet.

Per Section 272, exceptions to bulk limits in C-3 Districts may be granted provided at least one of five listed criteria is met. The Project meets the following criteria:

i. Achievement of a distinctly better design, in both a public and a private sense, than would be possible with strict adherence to the bulk limits, avoiding an unnecessary prescription of building form while carrying out the intent of the bulk limits and the principles and policies of the Master Plan;

The Project would be consistent with the intent of the bulk limits and policies of the General Plan. As the building rises, its floor plates gradually reduce in size with a variation from 17,754 square feet in the podium to 15,505 square feet in the lower tower and 14,011 square feet in the upper tower. Intermediate floors of as little as 10,497 square feet create notable relief in the overall tower form.

The requested exceptions for the upper tower are minor in nature and would be compatible with the prevailing scale of development in the vicinity, which are typically significantly larger than the proposed Project.

ii. The added bulk does not significantly affect light and air to adjacent buildings;

The Project's added bulk would not significantly affect light and air to adjacent structures, because the requested exception applies solely to the portion of the tower above 160 feet and there is only one immediately adjacent structure. Adding bulk to the upper portion of the building rather than locating this mass at the lower and middle of the tower will better preserve views, light, and air from more floors of the neighboring buildings than would massing of the proposed building without the requested exception. Were the top 5 floors reduced by the amount required to meet the volume reduction of 26%, the reduction would primarily be taken at the deeper east side of the building to allow usable and consistent unit depths. The reduction in width as seen from the only directly adjacent building would be a difference of about 10 feet in a face of about 110 feet in width. This surface is approximately 30 feet from the upper floors of the adjacent building to the northeast, a direction from which direct light does not come except very early in summer mornings.

iii. If appropriate to the massing of the building, the appearance of bulk in the building, structure or development is reduced to the extent feasible by means of at least one and preferably a combination of the following factors, so as to produce the impression of an aggregate of parts rather than a single building mass:

1. Major variations in the planes of wall surfaces, in either depth or direction, that significantly alter the mass,

2. Significant differences in the heights of various portions of the building, structure or development that divide the mass into distinct elements,

3. Differences in materials, colors or scales of the facades that produce separate major elements,

4. Compensation for those portions of the building, structure or development that may exceed the bulk limits by corresponding reduction of other portions below the maximum bulk permitted, and

5. In cases where two or more buildings, structures or towers are contained within a single development, a wide separation between such buildings, structures or towers;

The Project employs three of the suggested strategies to create a coherent and elegant overall form that relates strongly to the surroundings and the principles of the Planning Code and General Plan. There are significant variations in the planes of all tower wall surfaces, with recessed horizontal floors at every fourth floor, and four major setbacks, one on each side of the building. These setbacks are at three different heights to create a more dynamic form.

The recessed intermediate floors have a substantially different material expression, with increased glazing allowed by the deep overhangs above, and the possibility of expressing the building's otherwise recessed structure.

Finally, the small mass of the lower tower relative to the S district bulk limits compensates for the slightly increased mass above, which is very close to code requirements except for the volume reduction required by Chart C in section 270. Applying this volume reduction of 26% for only the top 5 floors of the building as specified by Chart B would result in an awkward mass with a too-large lower tower and a too-small upper tower, inconsistent with the relative proportions of neighboring buildings or the intent of the Code.

8. **General Plan Compliance.** The Project is, on balance, consistent with the following Objectives and Policies of the General Plan:

HOUSING ELEMENT

Objectives and Policies

OBJECTIVE 1:
IDENTIFY AND MAKE AVAILABLE FOR DEVELOPMENT ADEQUATE SITES TO MEET THE CITY'S HOUSING NEEDS, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING.

Policy 1.8
Promote mixed use development, and include housing, particularly permanently affordable housing, in new commercial, institutional or other single use development projects.

The Project supports this Policy. The proposed Project would construct a significant amount of new housing units within an existing urban environment that is in need of more access to housing. The Project proposes to demolish the existing above-grade parking garage and construct a residential building that contains 133 market rate units and approximately 5,824 gsf of retail use. The Property is an ideal site for new housing due to its central, downtown location, and proximity to public transportation. The current development of this location, with the above-grade parking garage, represents an under-utilized site within the downtown core. By developing and maintaining space dedicated to retail use and restaurant use within the building, the Project will continue the pattern of active ground floor retail along the Steuart and Howard Street frontages. The Project also includes the fee payment for 20% of the total number of units to satisfy the Inclusionary Affordable Housing Program of Planning Code Section 415.

Policy 1.10
Support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips.

The Project supports this Policy. It is anticipated that because of the central downtown location of the Project, most residents would either walk, bike, or use public transportation for daily travel. The Project is two blocks from Market Street, a major rail and bus-transit corridor that provides convenient access from the Property to neighborhoods throughout the City, the East Bay, and the Peninsula. It is also two blocks from the Embarcadero BART and MUNI stations, and is within one block of at least 10 MUNI bus lines. The Project is also a short walk from the new Transbay Terminal currently under construction. In addition, the placement of parking in stacker configurations will discourage frequent use of vehicles for shorter trips.

OBJECTIVE 5:
ENSURE THAT ALL RESIDENTS HAVE EQUAL ACCESS TO AVAILABLE UNITS.

Policy 5.4
Provide a range of unit types for all segments of need, and work to move residents between unit types as their needs change.

The Project supports this Policy. The Project would create 133 dwelling units, of which 36 are one-bedroom units, 71 are two-bedroom units, 23 are three-bedroom units, and three are four-bedroom units. The Project provides a range of unit types to serve a variety of needs, and will provide money to the City's affordable housing fund to support the creation of affordable units elsewhere in the City.

OBJECTIVE 7:

SECURE FUNDING AND RESOURCES FOR PERMANENTLY AFFORDABLE HOUSING, INCLUDING INNOVATIVE PROGRAMS THAT ARE NOT SOLELY RELIANT ON TRADITIONAL MECHANISMS OR CAPITAL.

In compliance with this policy, the Project would help secure funding for permanently affordable housing by paying a 20% in-lieu fee in accordance with the City's Affordable Inclusionary Housing Ordinance, thereby enhancing the City's affordable housing.

OBJECTIVE 11:
SUPPORT AND RESPECT THE DIVERSE AND DISTRINT CHARACTER OF SAN FRANCISCO'S NEIGHBORHOODS.

Policy 11.1
Promote the construction and rehabilitation of well-designed housing that emphasizes beauty, flexibility, and innovative design, and respects existing neighborhood character.

Policy 11.2
Ensure implementation of accepted design standards in project approvals

Policy 11.3
Ensure growth is accommodated without substantially and adversely impacting existing residential neighborhood character.

Policy 11.4
Continue to utilize zoning districts which conform to a generalized residential land use and density plan and the General Plan.

Policy 11.6
Foster a sense of community through architectural design, using features that promote community interaction.

Policy 11.7
Respect San Francisco's historic fabric, by preserving landmark buildings and ensuring consistency with historic districts.

The Project supports these Policies. The Project would create 133 dwelling units in the immediate vicinity of existing residential and office buildings, and complies with the existing zoning in terms of land use, height, and density. Although there are no historic resources immediately adjacent to the site, the Project respects the City's historic fabric by replacing an existing above-grade parking garage with a residential high-rise tower that is more consistent and compatible with the surrounding high-rise residential and commercial architecture (including the Rincon Towers). This new development will greatly enhance the character of the existing neighborhood. The current development of this location, with the above-grade parking garage represents an under-utilized site within the downtown core. By developing and maintaining space dedicated to retail use and restaurant use within the building, the Project will continue the pattern of active ground floor retail along the Steuart and Howard Street frontages. The Project would also visually enhance the immediate neighborhood and the surrounding Downtown area by removing the existing eight-story parking garage and replacing it with a beautifully designed residential building. In addition, the replacement of 550 above-grade parking spaces with 100 below-grade spaces will bring the site into greater conformity with current Planning Code and urban design principles. Finally, the Project design is intended to meet, and the Project Sponsor intends to seek, a LEED Platinum certification from the U.S. Green Building Council.

URBAN DESIGN ELEMENT

Objectives and Policies

OBJECTIVE 3:
MODERATION OF MAJOR NEW DEVELOPMENT TO COMPLEMENT THE CITY PATTERN, THE RESORUCES TO BE CONSERVED, AND THE NEIGHOBRHOOD ENVIRONMENT.

Policy 3.1
Promote harmony in the visual relationships and transitions between new and older buildings.

Policy 3.2
Avoid extreme contrasts in color, shape and other characteristics which will cause new buildings to stand out in excess of their public importance.

Policy 3.6
Relate the bulk of buildings to the prevailing scale of development to avoid an overwhelming or dominating appearance in new construction.

The Project uses an innovative design to relate to existing development in the neighborhood, which is characterized by commercial office buildings and residential high-rise buildings. It would replace the existing above-grade parking garage with a residential high-rise tower that is more consistent and compatible with the surrounding high-rise residential and commercial architecture (including the Rincon Towers), and does so within the context of the land use and development controls of the Planning Code and the surrounding development. The building's mass is significantly reduced by multiple setbacks, recesses, and changes in façade detailing, resulting in a character that relates well to the scale of neighboring buildings.

COMMERCE AND INDUSTRY ELEMENT

Objectives and Policies

OBJECTIVE 1:
MANAGE ECONOMIC GROWTH AND CHANGE TO ENSURE ENHANCEMENT OF THE TOTAL CITY LIVING AND WORKING ENVIRONMENT.

Policy 1.1
Encourage development which provides substantial net benefits and minimizes undesirable consequences. Discourage development that has substantial undesirable consequences that cannot be mitigated.

Policy 1.2
Assure that all commercial and industrial uses meet minimum, reasonable performance standards.

Policy 1.3
Locate commercial and industrial activities according to a generalized commercial and industrial land use plan.

The Project would add approximately 5,824 sq. ft. of new commercial space – divided between two tenant spaces – that is intended to serve residents in the building and surrounding neighborhood. Retail is encouraged and principally permitted on the ground floor of buildings in the Downtown Office Special Development District, and is thus consistent with activities in the commercial land use plan.

TRANSPORTATION ELEMENT

Objectives and Policies

OBJECTIVE 1:
MEET THE NEEDS OF ALL RESIDENTS AND VISITORS FOR SAFE, CONVENIENT, AND INEXPENSIVE TRAVEL WITHIN SAN FRANCISCO AND BETWEEN THE CITY AND OTHER PARTS OF THE REGION WHILE MAINTAINING THE HIGH QUALITY LIVING ENVIRONMENT OF THE BAY AREA.

Policy 1.2:
Ensure the safety and comfort of pedestrians throughout the city.

A primary objective of the proposed Project is to create a pedestrian-oriented environment at the Project Site that encourages walking as a principal means of transportation. Proposed improvements to the sidewalks would improve pedestrian safety, including the construction of generous sidewalks and other traffic calming measures to reduce vehicular speed. The Project would redesign the streetscapes throughout the site in an aesthetically pleasing, unified manner, featuring the placement of public amenities such as seating for comfort, bicycle racks, light fixtures and street trees to enhance the pedestrian experience.

Policy 1.3:
Give priority to public transit and other alternatives to the private automobile as the means of meeting San Francisco's transportation needs particularly those of commuters.

Policy 1.6:
Ensure choices among modes of travel and accommodate each mode when and where it is most appropriate.

The Project would promote Objective 1 and its associated policies by providing for an amount of parking which is sufficient to meet the needs of the future residents so as to not overburden the surrounding neighborhood parking. However, the parking that is being provided is not expected to generate substantial traffic that would adversely impact pedestrian, transit, or bicycle movement. Given the proximity of the Project site to the employment opportunities and retail services of the Downtown Core, it is expected that residents will opt to prioritize walking, bicycle travel, or transit use over private automobile travel. In addition, the placement of parking in stacker configurations will discourage frequent use of vehicles for shorter trips and increase the use of public transit. Thus, the Project would provide a merely sufficient rather than excessive amount of parking in order to accommodate the parking needs of the future residents

of the Project and the neighborhood, while still supporting and encouraging walking, bicycle travel and public transit use.

OBJECTIVE 2:
USE THE TRANSPORTATION SYSTEM AS A MEANS FOR GUIDING DEVELOPMENT AND IMPROVING THE ENVIRONMENT.

Policy 2.1:
Use rapid transit and other transportation improvements in the city and region as the catalyst for desirable development, and coordinate new facilities with public and private development.

The Project would promote Objective 2 and its associated policies by constructing a residential building with ground floor retail in the Downtown Corridor, which is the most transit rich area of the City. The Project would provide only 0.75 parking spaces per dwelling, and will not provide any parking for the proposed retail uses, and all of these parking spaces would be located underground, and thus would be less intrusive from an urban design standpoint.

OBJECTIVE 11:
ESTABLISH PUBLIC TRANSIT AS THE PRIMARY MODE OF TRANSPORTATION IN SAN FRANCISCO AND AS A MEANS THROUGH WHICH TO GUIDE FUTURE DEVELOPMENT AND IMPROVE REGIONAL MOBILITY AND AIR QUALITY.

Policy 11.3:
Encourage development that efficiently coordinates land use with transit service, requiring that developers address transit concerns as well as mitigate traffic problems.

The Project is located within a neighborhood rich with public transportation and the people occupying the building are expected to rely heavily on public transit, bicycling, or walking for the majority of their daily trips. The project includes bicycle parking for 123 bicycles (108 Class 1, 15 Class 2). Within a few blocks of the Project Site, there is an abundance of local and regional transit lines, including MUNI bus lines, MUNI Metro rail lines, BART, and SAMTrans. Additionally such transit lines also provide access to AC Transit (Transbay Terminal) and CalTrain.

TRANSIT CENTER DISTRICT PLAN

Objectives and Policies

OBJECTIVE 2.9

PROVIDE BUILDING ARTICULATION ABOVE A BUILDING BASE ELEMENT TO DEFINE THE STREET REALM AT A COMFORTABLE HEIGHT OF NOT MORE THAN 1.25 TIMES THE WIDTH OF THE STREET.

Policy 2.11

Ensure that buildings taller than 150 feet in height establish a distinct base element to define the street realm at a comfortable height of not more than 1.25 times the width of the street.

The project provides a base approximately 70' feet in height, not even 1 times the width of Howard Street, which is approximately 82' in width. The proposed base helps define the street realm at a comfortable height, generally consistent with the base or podium heights of surrounding buildings.

OBJECTIVE 2.13

ENACT URBAN DESIGN CONTROLS TO ENSURE THAT THE GROUND-LEVEL INTERFACE OF BUILDINGS IS ACTIVE AND ENGAGING FOR PEDESTRIANS, IN ADDITION TO PROVIDING ADEQUATE SUPPORTING RETAIL AND PUBLIC SERVICES FOR THE DISTRICT.

Policy 2.21

Require transparency of ground-level facades (containing non-residential uses) that face public spaces. Guidelines for ground floors include: at least sixty percent of the portion of the façade between 3 and 12' above grade shall be comprised of clear, non-reflective windows that allow views of indoor space.

The Project provides ground floor retail along Howard and Steuart Streets, creating a more active and engaging environment for pedestrians, in addition to providing supporting retail and public services for the District. The ground floors will be comprised of clear, non-reflective windows that allow views of indoor space.

OBJECTIVE 4.16

CREATE A PARKING PLAN THAT ENCOURAGES THE USE OF PUBLIC TRANSIT AND OTHER MODES OF TRANSPORTATION THAT ARE ALTERNATIVES TO SINGLE-OCCUPANT VEHICLES.

The Project meets provides off-street parking at a ratio of .75:1. The parking will be provided in stackers, less convenient than conventional parking stalls, thus encouraging the use of other modes of transportation where the distant to be traveled is nearby. Additionally, two car share spaces will be provided, providing another alternative to single-occupant vehicles for residents.

DOWNTOWN AREA PLAN

Objectives and Policies

OBJECTIVE 1:
MANAGE ECONOMIC GROWTH AND CHANGE TO ENSURE ENHANCEMENT OF THE TOTAL CITY LIVING AND WORKING ENVIRONMENT.

Policy 1.1
Encourage development which produces substantial net benefits and minimizes undesirable consequences. Discourage development which has substantial undesirable consequences which cannot be mitigated.

The Project would bring additional housing into a neighborhood that is well served by public transit on the edge of Downtown. The Project would not displace any housing because the existing structure at 75 Howard Street is an above-grade parking garage. The Project would improve the existing character of the neighborhood by removing the above-grade parking structure. The proposed retail space, which includes a restaurant and café, is consistent and compatible with the existing retail uses in the neighborhood and is also consistent with the pedestrian-friendly uses in the immediate neighborhood and the downtown core.

The Project therefore creates substantial net benefits for the City with minimal undesirable consequences.

OBJECTIVE 7:
EXPAND THE SUPPLY OF HOUSING IN AND ADJACENT TO DOWNTOWN.

Policy 7.1.1
Promote the inclusion of housing in downtown commercial developments.

Policy 7.2
Facilitate conversion of underused industrial and commercial areas to residential use.

The Project would demolish an above-grade parking structure and construct a 220-foot tall, 20-story-over-basement, 133-unit residential building within easy commuting distance of downtown jobs.

The Project would also include approximately 5,824 sq. ft. of ground floor commercial space, with tenant spaces on both Howard and Steuart Streets; these spaces would provide services to the immediate neighborhood, and would create pedestrian-oriented, active uses on Howard and Steuart Streets.

OBJECTIVE 16:
CREATE AND MAINTAIN ATTRACTIVE, INTERESTING URBAN STREETSCAPES.

Policy 16.4
Use designs and materials and include amenities at the ground floor to create pedestrian interest.

The Project would promote Objective 16 by including a ground floor retail use which would promote pedestrian traffic in the vicinity. The Project would landscape the sidewalk area surrounding the Project Site, include bike racks, and could provide limited sidewalk seating. This space would increase the usefulness of the vicinity surrounding the Project Site to pedestrians and serve to calm the speed of traffic on the street.

9. **Planning Code Section 101.1(b)** establishes eight priority-planning policies and requires review of permits for consistency with said policies. On balance, the Project complies with said policies in that:

   A. That existing neighborhood-serving retail uses be preserved and enhanced and future opportunities for resident employment in and ownership of such businesses be enhanced.

The Project would not displace existing neighborhood-serving retail uses because no retail uses currently exist at the Project Site. In addition to 133 residential units, the Project would include approximately 5,824 sq. ft. of retail space in two separate commercial spaces. The Project would have a positive effect on existing neighborhood-serving retail uses because it would bring additional residents to the neighborhood, thus increasing the customer base of existing neighborhood-serving retail. Moreover, the Project would not displace any existing neighborhood-serving retail uses. Instead, the Project would enhance neighborhood-serving retail by adding approximately 5,824 square feet of new retail space, which could strengthen nearby neighborhood retail uses by attracting pedestrians and passersby and broadening the consumer base and demand for existing neighborhood-serving retail services. The addition of this new space would also complement the pedestrian-friendly Downtown core and would continue the pattern of active ground floor retail along the Steuart and Howard Street frontages.

B. That existing housing and neighborhood character be conserved and protected in order to preserve the cultural and economic diversity of our neighborhoods.

The Project would not negatively affect the existing housing and neighborhood character. The Project would not displace any housing because the existing structure at 75 Howard Street is an above-grade parking garage. The Project would improve the existing character of the neighborhood by removing the above-grade parking structure. The proposed retail space, which includes a restaurant and café, is consistent and compatible with the existing retail uses in the neighborhood and is also consistent with the pedestrian-friendly uses in the immediate neighborhood and the downtown core.

C. That the City's supply of affordable housing be preserved and enhanced,

There is currently no housing on the site; therefore, no affordable housing will be lost as part of this Project. The Project would enhance the City's supply of affordable housing by complying with the affordable housing requirements of Planning Code Section 415.

D. That commuter traffic not impede MUNI transit service or overburden our streets or neighborhood parking.

The Project would not impede MUNI transit service or overburden local streets or parking. The Project is at a location well-served by transit as it is located in a major transit corridor and would promote rather than impede the use of MUNI transit service. Future residents and employees of the Project could access both the existing MUNI rail and bus services and the BART system. The Project also provides a sufficient amount of off-street parking for future residents so that neighborhood parking will not be overburdened by the addition of new residents.

E. That a diverse economic base be maintained by protecting our industrial and service sectors from displacement due to commercial office development, and that future opportunities for resident employment and ownership in these sectors be enhanced.

The Project would not negatively affect the industrial and service sectors because it is largely residential in nature and would not displace any existing industrial uses. The Project would also be consistent with the character of existing development in the neighborhood, which is characterized by commercial office buildings and residential high-rise buildings.

F. That the City achieves the greatest possible preparedness to protect against injury and loss of life in an earthquake.

The Project will be consistent with the City's goal to achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake. The building will be constructed in compliance with all current building codes to ensure a high level of seismic safety.

G. That landmarks and historic buildings be preserved.

The Planning Department has determined that the 75 Howard Street parking garage, a 550-space concrete parking structure built in 1976, is not considered a landmark or historic resource. The Project Site is not adjacent to any historic districts or any identified historic resource, and the Project would not have an indirect impact on historic resources by altering the existing visual setting of these resources.

H. That our parks and open space and their access to sunlight and vistas be protected from development.

The Project would not cast any new shadows on parks under the jurisdiction of the San Francisco Parks and Recreation Department. The Project's shadow impacts to existing open spaces have been analyzed, and the Project will cast additional shadows on Rincon Park, which is not under the jurisdiction of the San Francisco Parks and Recreation Department. However, much of the shadows generated by the Project will be primarily subsumed by the shadow impacts of existing buildings. Furthermore, the access to sunlight at Rincon Park will remain approximately 90% with the development of the Project, which is greater than most parks within the Downtown area.

10. **Rincon Point – South Beach Redevelopment Plan Compliance.** A small portion of the subject property, Block 3741, Lot 35, approximately 337 square feet of the entire project site (the "Subject Property"), falls within the Rincon Point – South Beach Redevelopment Plan Area and subject to the Rincon Point – South Beach Redevelopment Plan and the Design for Development (collectively, the "Redevelopment Requirements"). The 337 square-foot portion is part of a larger Block 3741, Lot 35 parcel that contains the GAP headquarters office building, as is referred to as the "GAP Property". The City's Office of Community Investment and Infrastructure (OCII) as the successor agency to the former Redevelopment Agency administers the Redevelopment Requirements.

A. **Background / Initial Findings.** The Redevelopment Requirements provide specific standards for development but incorporate other local land use regulations to the extent that those regulations do not conflict with Redevelopment Requirements. Design for Development, § V at page 11 ("All new development shall meet the requirements of the General Plan, the City

Planning Code and all other applicable codes, including changes or amendments thereto as may be made subsequent to the adoption of the Redevelopment Plan, except to the extent that changes and amendments conflict with the express provisions of the Redevelopment Plan and this Design for Development.").

This GAP Property is identified in the Redevelopment Plan as being within the Rincon Point Sub-Area and designated on Map 1: Land Use Plan as Office (with an alternate for residential development). The GAP Property was developed by the GAP for its office headquarters in accordance with the Redevelopment Requirements and a Disposition and Development Agreement by and between the Redevelopment Agency and the GAP. The development of the GAP office building left the Subject Property as an undeveloped remnant containing only a fence and some landscaping. The Subject Property is also physically separated from the remainder of the GAP Property by an easement and driveway serving the surface parking lot of a property commonly known as 201 Spear Street and an access driveway to the GAP Headquarters underground garage. The Project Sponsor is proposing to purchase the Subject Property from the GAP and to merge it into the 75 Howard Street parcel (Block 3741, Lot 31) (the "75 Howard Street Parcel"). The merger of the Subject Property with the 75 Howard Street Parcel will permit a squaring off of the 75 Howard Street Parcel.

Pursuant to a Delegation Agreement by and between OCII and the San Francisco Planning Department, OCII has delegated to the Planning Department the responsibility for administering the Redevelopment Requirements to the extent applicable to those portions of the 75 Howard Project that are located on the Subject Property. These finding constitute the determination of consistency between the 75 Howard Project and the Redevelopment Project.

The Commission finds that the Redevelopment Requirements applicable to the Subject Property were intended to govern the GAP headquarters building and were not intended to apply to the development of a separate project that is located mostly outside of the Redevelopment Project Area. For that reason, assuming the Subject Property is merged with the 75 Howard Street Parcel, the strict application of the Redevelopment Requirements to the portion of the 75 Howard Project that is located on the Subject Property is not appropriate. Instead, so long as the proposed new development meets the requirements of the General Plan, the City Planning Code and all other applicable codes, then the portion of the 75 Howard Project located on the Subject Property will not be considered to be in conflict with the express provisions of the Redevelopment Requirements.

Without limiting the foregoing, Section VII of the Redevelopment Plan also provides that the Agency (or in this case, the Planning Department, acting pursuant to the Delegation Agreement) may in its discretion permit minor variances from the land use controls of the Plan and Design for Development in the event of unusual and special conditions, provided such modifications would result in substantial compliance with the intent of the land use provisions.

B. **Redevelopment Improvements:** Only a small number of improvements of the 75 Howard Project are located on the Subject Property. Those improvements (as shown on the current

plans in Exhibit B) are: (i) the below grade parking garage; (ii) on floors 1 through 7, a small corner of the proposed building and some landscaping and streetscape; and (iii) on floors 8 through 11, the very edge of the building corner (collectively, the "Redevelopment Improvements"). There are no improvements proposed on the Subject Property from floor 12 and above.

C. **Consistency Findings.** For the reasons discussed in Section A above, so long as the proposed new development meets the requirements of the General Plan, the City Planning Code and all other applicable codes, then the portion of the 75 Howard Project located on the Subject Property will not be considered to be in conflict with the express provisions of the Redevelopment Requirements. Nevertheless, applying the Redevelopment Requirements to the Redevelopment Improvements, the following consistency findings for the Redevelopment Improvements are made:

1) Land Use and Density: Per the Land Use Plan attached to the Redevelopment Plan, the GAP Property is zoned for Office. However, housing with a density range of 150 to 300 units per acre may be developed as an alternate use. Such housing may include ground floor retail commercial uses.

   The 75 Howard Project in its entirety would comply with these requirements since it includes 133 residential units (which equal approximately 277 units per acre) with ground floor retail space. Therefore, the Redevelopment Improvements, which contain a fraction of the 75 Howard Property, therefore also complies.

2) Height and Bulk:
   a) MAXIMUM HEIGHT. The Redevelopment Requirements provide for a maximum height of 240 for the Subject Property.

      The Redevelopment Improvements consist of floors 1-11, which rise to a height of approximately 111 feet. As such, the Redevelopment Improvements comply with the maximum height restrictions of the Redevelopment Requirements.

   b) BASE AND TOWER HEIGHT AND BULK: The Design for Development (see Section III(A)(6)) sets forth height and bulk standards for the GAP Property. These requirements are as follows:

      i) BASE: The maximum height of the base shall not exceed 90 feet.

         The base of the 75 Howard Project building meets this requirement as it terminates at a height of 67'-2" feet at the seventh level of the building. Therefore, the Redevelopment Improvements comply with this provision.

      ii) LOWER TOWER: The maximum height of the lower tower must not exceed 165 feet. The maximum plan dimension must not exceed 185 feet in length and 243 feet in diagonal dimension. The maximum floor area must not exceed 28,000

square feet and the maximum average floor area must not exceed 26,600 square feet.
Only those portions of the lower tower up to the 11th floor, at a height of 111 feet fall within the Gap Property, which is consistent with the Design for Development.

Bulk requirements for the lower tower apply between 103 feet and 160 feet based on the 75 Howard Project's roof height of 220 feet. The 75 Howard Project's lower tower is less bulky than permitted by the Redevelopment Requirements. The floors in the lower tower have a maximum length of approximately 132 feet (a maximum length of 185 feet is permitted), and a maximum diagonal dimension of approximately 177'8" (a maximum diagonal of 243 feet is permitted). The floor plates in the lower tower average 14,295 sq. ft. with a maximum of 15,505 sq. ft., which is substantially less than the 26,600 sq. ft. average floor size, and the 28,000 sq. ft. maximum floor size allowed by the Redevelopment Requirements. Therefore, the Redevelopment Improvements comply with this provision.

iii) UPPER TOWER: The maximum height shall not exceed 240 feet. The maximum plan dimension shall not exceed 165 feet in length and 215 feet in diagonal dimension. The maximum floor are shall not exceed 21,000 square feet and the maximum average floor are shall not exceed 20,500 square feet.

The upper tower restrictions do not apply to the Redevelopment Improvements, since the Redevelopment Improvements do not include any portion of the upper tower.

c) The minimum required volume reduction between the average floor area of the lower and upper tower shall be 15%.

As noted above, the upper tower restrictions do not apply to the Redevelopment Improvements, since the Redevelopment Improvements do not include any portion of the upper tower.

3) Parking and Loading: The Design for Development permits one (1) parking space for each dwelling unit. Other parking requirements applying to the GAP Property are not applicable as no non-residential parking is proposed for the 75 Howard Project. The Design for Development also requires off street loading of 2 spaces for 200,000-500,000 sq. ft.

The 75 Howard Project, in its entirety, is providing less than one space per unit, therefore the Redevelopment Improvements, which comprise a fraction of the 75 Howard Project, comply with these requirements. Furthermore, the Project provides 2 off-street loading spaces total, which meets the above requirement.

4) Open Space: 50 square feet minimum of open space is required for each dwelling unit.

The Redevelopment Improvements comply with this requirement, with 84 units within the Subject Property featuring private open spaces of at least 50 square feet, and the remaining 49

units sharing a common open space of 2,950 square feet (greater than the required 50 times 49 or 2,450 square feet) on the second level of the building.

11. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.

12. The Commission hereby finds that approval of the Downtown Project Authorization and Request for Exceptions would promote the health, safety and welfare of the City.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby **APPROVES Downtown Project Authorization Application No. 2011.1122XVCUA** subject to the following conditions attached hereto as "EXHIBIT A" in general conformance with plans on file, dated July 13, 2015. and stamped "EXHIBIT B", which is incorporated herein by reference as though fully set forth and includes that portion of the Project described on the plans attached hereto as Exhibit B that is located within the Rincon Point South Beach Redevelopment Plan Area.

The Planning Commission has reviewed and considered the FEIR and the record as a whole and finds that there is no substantial evidence that the Project would have a significant effect on the environment with the adoption of the mitigation measures contained in the MMRP to avoid potentially significant environmental effects associated with the Project, and hereby adopts the FEIR.

The Planning Commission hereby adopts the FEIR and the MMRP, attached to the CEQA Findings Motion No. 19449 as Exhibit 1. All required improvement and mitigation measures identified in the FEIR and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Section 309 Determination of Compliance and Request for Exceptions to the Board of Appeals within fifteen (15) days after the date of this Motion. The effective date of this Motion shall be the date of this Motion if not appealed OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. For further information, please contact the Board of Appeals in person at 1650 Mission Street, Room 304, San Francisco, CA 94103, or call (415) 575-6880.

Protest of Fee or Exaction: You may protest any fee or exaction subject to Government Code Section 66000 that is imposed as a condition of approval by following the procedures set forth in Government Code Section 66020. The protest must satisfy the requirements of Government Code Section 66020(a) and must be filed within 90 days of the date of the first approval or conditional approval of the development referencing the challenged fee or exaction. For purposes of Government Code Section 66020, the date of imposition of the fee shall be the date of the earliest discretionary approval by the City of the subject development.

If the City has not previously given Notice of an earlier discretionary approval of the project, the Planning Commission's adoption of this Motion constitutes conditional approval of the development and the City hereby gives **NOTICE** that the 90-day protest period under Government Code Section 66020 has begun. If the City has already given Notice that the 90-day approval period has begun for the subject development, then this document does not re-commence the 90-day approval period.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on September 3, 2015.

Jonas P. Ionin

Commission Secretary

AYES: Antonini, Fong, Hillis, Johnson, Richards

NAYS: Wu

ABSENT: Moore (recused)

ADOPTED: September 3, 2015

EXHIBIT A

AUTHORIZATION

This authorization is for **a Downtown Project Authorization and Request for Exceptions** relating to a Project that would demolish an existing above grade parking garage and construct a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor commercial space, and 133 dwelling-units located at 75 Howard Street, Assessor's Block 3741, Lot 31 and a portion of Block 3741, Lot 35, pursuant to **Planning Code Sections 309, 134, 148, 263.9, 270 and 272** within the C-3-O(SD) Zoning District and a 200-S Height and Bulk District; in general conformance with plans, dated July 13, 2015, and stamped "EXHIBIT B" included in the docket for Case No. **2011.1122XVCUA** and subject to conditions of approval reviewed and approved by the Commission on **September 3, 2015** under Motion No. **19450**. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on **September 3, 2015** under Motion No. **19450**.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. **19450** shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Downtown Project Authorization and any subsequent amendments or modifications.

SEVERABILITY

The Project shall comply with all applicable City codes and requirements. If any clause, sentence, section or any part of these conditions of approval is for any reason held to be invalid, such invalidity shall not affect or impair other remaining clauses, sentences, or sections of these conditions. This decision conveys no right to construct, or to receive a building permit. "Project Sponsor" shall include any subsequent responsible party.

CHANGES AND MODIFICATIONS

Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new Downtown Project Authorization.

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity.** The authorization and right vested by virtue of this action is valid for three (3) years from the effective date of the Motion. The Department of Building Inspection shall have issued a Building Permit or Site Permit to construct the Project and/or commence the approved use within this three-year period.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

2. **Expiration and Renewal.** Should a Building or Site Permit be sought after the three (3) year period has lapsed, the Project Sponsor must seek a renewal of this Authorization by filing an application for an amendment to the original Authorization or a new application for Authorization. Should the Project Sponsor decline to so file, and decline to withdraw the permit application, the Commission shall conduct a public hearing in order to consider the revocation of the Authorization. Should the Commission not revoke the Authorization following the closure of the public hearing, the Commission shall determine the extension of time for the continued validity of the Authorization.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

3. **Diligent pursuit.** Once a Site or Building Permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. Failure to do so shall be grounds for the Commission to consider revoking the approval if more than three (3) years have passed since this Authorization was approved.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

4. **Extension.** All time limits in the preceding three paragraphs shall, at the Project Sponsor's request, be extended by the Zoning Administrator where implementation of the Project is delayed by a public agency, an appeal or a legal challenge and only by the length of time for which such public agency, appeal or challenge has caused delay.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

5. **Conformity with Current Law.** No application for Building Permit, Site Permit, or other entitlement shall be approved unless it complies with all applicable provisions of City Codes in effect at the time of such approval.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

6. **Additional Project Authorization.** The Project Sponsor must obtain a Variance from Section 140, as 39 of the 133 dwelling-units do not meet the Planning Code requirements for exposure, and

Section 145.1, as the proposed driveway does not meet the Code requirements for width of parking and loading access, and must satisfy all the conditions thereof. The Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts. The conditions set forth below are additional conditions required in connection with the Project. If these conditions overlap with any other requirement imposed on the Project, the more restrictive or protective condition or requirement, as determined by the Zoning Administrator, shall apply.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

7. **Transferable Development Rights.** Pursuant to Section 128, the Project Sponsor shall purchase the required number of units of Transferrable Development Rights (TDR) and secure a Notice of Use of TDR prior to the issuance of an architectural addendum for all development which exceeds the base FAR of 6.0 to 1, up to a maximum FAR of 9.0 to 1. The net addition of gross floor area subject to the requirement shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

8. **Transit Center District Mello-Roos Community Facility District.** Pursuant to Section 424.8, the Project Sponsor shall participate in the Transit Center District Mello-Roos Community Facility District for the development, as it exceeds an FAR of 9.0 to 1. The fee shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

9. **Improvement and Mitigation Measures.** Improvement and Mitigation measures described in the MMRP attached as **Exhibit 1** to the CEQA Findings Motion associated with the Subject Project are necessary to avoid potential significant impacts of the Project and have been agreed to by the Project Sponsor. Their implementation is a condition of Project approval.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

DESIGN

10. **Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping (including roof deck landscaping), and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

11. **Street Trees.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the Site Permit application

indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. The street trees shall be evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements of this Section 428 may be modified or waived by the Zoning Administrator to the extent necessary. The Project currently shows the installation of ten of the fifteen required street trees, with an in-lieu fee requirement applicable for five street trees. The Project shall install the ten (10) street trees and pay the in-lieu fee for the five (5) trees as set forth in Condition Number 23 below, unless the installation of the 10 trees proves infeasible, in which case the Project shall pay an in-lieu fee for any of the 10 trees not so installed.

Also, as required for all street trees within the C-3 Zoning Districts, new street trees shall have a minimum 2 inch caliper, measured at breast height; branch a minimum of 80 inches above sidewalk grade; be planted in a sidewalk opening at least 16 square feet, have a minimum soil depth of 3 feet 6 inches; and include street tree basins edged with decorative treatment, such as pavers or cobbles.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

12. **Streetscape Elements.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall continue to work with Planning Department staff, in consultation with other City agencies, to refine the design and programming of the required Streetscape features so that it generally meets the standards of the Better Streets and Downtown Plans, as well as all applicable City standards. This includes, but is not limited to the use of the standard downtown paving pattern (dark grey concrete silicate carbonate, 3' scoring), and pedestrian-oriented street lighting. The Project Sponsor shall complete final design of all required street improvements, including procurement of relevant City permits, prior to issuance of the architectural addenda, and shall complete construction of all required street improvements prior to issuance of first temporary certificate of occupancy.

    Additionally, should the adjacent parcel to the east, currently under Department of Public Works jurisdiction be developed as a park / open space by the Project Sponsor, the Project Sponsor shall improve and maintain said park / open space.

    For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

13. **Garbage, composting and recycling storage.** Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the Site Permit plans. Space for the collection and storage of recyclable

and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

14. **Rooftop Mechanical Equipment.** Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan and full building elevations to the Planning Department prior to Planning approval of the architectural addendum to the Site Permit application. Rooftop mechanical equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

    In C-3 Districts, additional building volume used to enclose or screen from view the features listed under Planning Code Sections 260 (b)(1)(A) and (B) may not exceed 20 feet in height and may not exceed a total volume, including the volume of the features being enclosed, equal to ¾ of the horizontal area of all upper tower roof areas of the building measured before the addition of any exempt features times 20.
    For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

15. **Lighting Plan.** The Project Sponsor shall submit an exterior lighting plan to the Planning Department prior to Planning Department approval of the architectural addendum to the site permit application.
    For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

16. **Transformer Vault.** The location of individual project PG&E Transformer Vault installations has significant effects to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:
    a. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
    b. On-site, in a driveway, underground;
    c. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
    d. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees; and based on Better Streets Plan guidelines;
    e. Public right-of-way, underground; and based on Better Streets Plan guidelines;
    f. Public right-of-way, above ground, screened from view; and based on Better Streets Plan guidelines;
    g. On-site, in a ground floor façade (the least desirable location).

h. Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, http://sfdpw.org

17. **Overhead Wiring.** The Property owner will allow MUNI to install eyebolts in the building adjacent to its electric streetcar line to support its overhead wire system if requested by MUNI or MTA.
For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transit Agency (SFMTA), at 415-701-4500, www.sfmta.org

PARKING AND TRAFFIC

18. **Parking Maximum.** Pursuant to Planning Code Section 151.1, the Project shall provide no more than one parking space per two dwelling units as of right. In addition, the Project may provide up to three parking spaces per four dwelling units as a conditional use. With 133 dwelling units proposed, there is a maximum of 67 off-street parking spaces allowed as-of-right, and an additional 33 off-street parking spaces permitted with a Conditional Use authorization. With 100 off-street parking spaces total included, the Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

19. **Off-street Loading.** Pursuant to Planning Code Section 152.1, the Project shall provide two service vehicle off-street loading spaces in-lieu of the standard one required off-street loading space.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

20. **Car Share.** Pursuant to Planning Code Section 166, no less than one car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

21. **Bicycle Parking (Mixed-Use: New Commercial/Major Renovation and Residential).** Pursuant to Planning Code Sections 155.1, 155.4, and 155.5, the Project shall provide no fewer than 123 bicycle parking spaces (108 Class 1 spaces for the residential portion of the Project and 15 Class 2 spaces - seven for residential and eight for commercial).
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

22. **Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation effects during construction of the Project.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

PROVISIONS

23. **Street Tree In-Lieu Fee.** Pursuant to Planning Code Section 428, the Project Sponsor shall pay an in-lieu fee for five (5) street trees that are required under Planning Code Section 138.1, but that according to the Department of Public Works, cannot be planted. The in-lieu fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

24. **Transit Impact Development Fee.** Pursuant to Planning Code Section 411, the Project Sponsor shall pay the Transit Impact Development Fee (TIDF) for the new retail space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

25. **Transit Center District Open Space Fee.** Pursuant to Planning Code Section 424.6, the Project Sponsor shall pay the Transit Center District Open Space Fee for the new residential space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

26. **Transit Center District Transportation and Street Improvement Fee.** Pursuant to Planning Code Section 424.6, the Project Sponsor shall pay the Transit Center District Transportation and Street Improvement Fee for the new residential space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

27. **Art - Residential Projects.** Pursuant to Planning Code Section 429, the Project Sponsor must provide on-site artwork, pay into the Public Artworks Fund, or fulfill the requirement with any combination of on-site artwork or fee payment as long as it equals one percent of the hard construction costs for the Project as determined by the Director of the Department of Building Inspection. The Project Sponsor shall provide to the Director necessary information to make the determination of construction cost hereunder. Payment into the Public Artworks Fund is due

prior to issuance of the first construction document. If the Project Sponsor elects to provide the artwork on-site, the Conditions set forth in Conditions Numbers 28-30 below shall govern.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

28. **Art Plaques.** Pursuant to Planning Code Section 429(b), the Project Sponsor shall provide a plaque or cornerstone identifying the architect, the artwork creator and the Project completion date in a publicly conspicuous location on the Project Site. The design and content of the plaque shall be approved by Department staff prior to its installation.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

29. **Art – Concept Development.** Pursuant to Planning Code Section 429, the Project Sponsor and the Project artist shall consult with the Planning Department during design development regarding the height, size, and final type of the art. The final art concept shall be submitted for review for consistency with this Motion by, and shall be satisfactory to, the Director of the Planning Department in consultation with the Commission. The Project Sponsor and the Director shall report to the Commission on the progress of the development and design of the art concept prior to the approval of the first building or site permit application.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

30. **Art - Installation.** Pursuant to Planning Code Section 429, prior to issuance of any certificate of occupancy, the Project Sponsor shall install the public art generally as described in this Motion and make it available to the public. If the Zoning Administrator concludes that it is not feasible to install the work(s) of art within the time herein specified and the Project Sponsor provides adequate assurances that such works will be installed in a timely manner, the Zoning Administrator may extend the time for installation for a period of not more than twelve (12) months. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org*

Affordable Units

31. **Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this Project is twenty percent (20%).
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

32. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as

required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the Mayor's Office of Housing and Community Development ("MOHCD") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing and Community Development's websites, including on the internet at: http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

a. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOHCD prior to the issuance of the first construction document.

b. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOHCD or its successor.

c. If the Project Sponsor fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the Project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the Project and pursue any and all other remedies at law.

MONITORING

33. **Revocation due to Violation of Conditions.** Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

34. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

35. **Community Liaison.** Prior to issuance of a building permit to construct the Project and implement the approved use, the Project Sponsor shall appoint a community liaison to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

36. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.
For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, http://sfdpw.org

SAN FRANCISCO
PLANNING DEPARTMENT

Subject to: (Select only if applicable)

☒ Affordable Housing (Sec. 415)
☒ First Source Hiring (Admin. Code)
☒ Transit Impact Dev't Fee (Sec. 411)
☒ Street Tree (Sec. 138.1; 428)
☐ Downtown Park Fee (Sec. 412)
☒ Public Art (Sec. 429)

Planning Commission Motion 19451
HEARING DATE: SEPTEMBER 3, 2015

Date:	August 24, 2015
Case No.:	**2014.1122XVCUA**
Project Address:	**75 Howard Street**
Zoning:	C-3-O (SD) (Downtown Office, Special Development) 200-S Height and Bulk District
Block/Lot:	3741/31; 3741/35 (Parcel 3)
Project Sponsor:	Marce L. Sanchez – (212) 237-3129 RDF 75 Howard LP 1633 Broadway, Suite 1801 New York, NY 10019 msanchez@paramount-group.com
Staff Contact:	Tina Chang – (415) 575-9197 Tina.Chang@sfgov.org

ADOPTING FINDINGS AUTHORIZING A CONDITIONAL USE AUTHORIZATION PURSUANT TO PLANNING CODE SECTIONS 303 AND 151.1 TO ALLOW ACCESSORY OFF-STREET PARKING EXCEEDING PRINCIPALLY PERMITTED AMOUNTS, IN CONNECTION WITH A PROPOSAL TO CONSTRUCT A 20-STORY-OVER-BASEMENT, APPROXIMATELY 220-FOOT TALL BUILDING WITH UP TO 133 DWELLING UNITS WITH APPROXIMATELY 5,824 SQ. FT. OF GROUND FLOOR COMMERCIAL SPACE, AT 75 HOWARD STREET WITHIN THE C-3-O(SD) (DOWNTOWN OFFICE, SPECIAL DEVELOPMENT) DISTRICT AND THE 200-S HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

PREAMBLE

Environmental Review

On March 28, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP on behalf of RDF 75 Howard LP (hereinafter "Project Sponsor") filed an application with the Planning Department (hereinafter "Department") for Environmental Review, to allow the demolition of an existing above grade parking garage and the construction of a new, approximately 31-story-over-basement, approximately 350-foot tall,

432,253 gsf building containing approximately 5,685 gsf of ground floor commercial space, with 186 dwelling-units (the "Original Project") at 75 Howard Street (hereinafter "Project Site").

The Department determined that an Environmental Impact Report (hereinafter "EIR") was required and provided public notice of that determination by publication in a newspaper of general circulation on July 31, 2013.

On July 31, 2013, the Department published a Draft EIR for public review (Case No. 2001.1122E). The Draft EIR was available for public comment until September 16, 2013. On September 12, 2013, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the Draft EIR.

On July 8, 2015, the Department published a Comments and Responses document, responding to comments made regarding the Draft EIR prepared for the Project. Together, the Comments and Responses document and the DEIR comprise the Final EIR ("FEIR").

On September 3, 2015, the Commission reviewed and considered the FEIR and found that the contents of said report and the procedures through which the FEIR was prepared, publicized, and reviewed complied with CEQA, the CEQA Guidelines, and Chapter 31.

The Commission found the FEIR was adequate, accurate and objective, reflected the independent analysis and judgment of the Department and the Commission, and that the summary of comments and responses contained no significant revisions to the DEIR, and certified the FEIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

Original Project Applications

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor filed an application with the Planning Department (hereinafter "Department") for Compliance with Planning Code Section 309 for the Original Project, with exceptions for Streetwall Base requirements (Section 132.1), Off-Street Parking requirements (Section 151.1), Rear Year requirements (Section 134), and Bulk requirements (Sections 270 and 272) within the C-3-O(SD) (Downtown Office, Special Development) and 200-S Height and Bulk District, to allow the demolition of the existing above grade parking garage and the construction of the Original Project at the Project Site.

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, on behalf of Project Sponsor also filed an application with the Department for Height and Bulk Reclassification for the Original Project to allow the Project Site to be reclassified from the 200-S Height and Bulk District, to the 350-S Height and Bulk District.

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, on behalf of Project Sponsor also filed an application with the Department for General Plan Referral for the Original Project to allow certain improvements on the land located on Assessor's Block 3742/Lot 12 and the portion of the Steuart Street right-of-way south of Howard Street (the "Open Space Improvement Site").

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an application for the Original Project for certain variances from the Planning Code, including dwelling unit exposure (Planning Code Section 140) and curb cut width (Planning Code Sections 145.1).

On December 6, 2013, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an application for the Original Project for the initiation of a General Plan Amendment to amend the General Plan Urban Design Element Height Map (Map 4) and the Downton Element Height Map (Map 5) to permit the height of the Original Project.

Reduced Height Project Applications

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor filed an amendment of application with the Department for Compliance with Planning Code Section 309 to allow the demolition of an existing above grade parking garage and the construction of a new, approximately 26-story-over-basement, approximately 292-foot tall building containing approximately 409,150 gsf, with approximately 4,250 gsf of ground floor commercial space and 159 dwelling-units (the "Reduced Height Project") at the Project Site, with exceptions for Streetwall Base requirements (Section 132.1), Off-Street Parking requirements (Section 151.1), Rear Yard requirements (Section 134), and Bulk requirements (Sections 270 and 272).

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP, on behalf of Project Sponsor also filed with the Department an amendment of application for Height and Bulk Reclassification for the Reduced Height Project to allow the Project Site to be reclassified from the 200-S Height and Bulk District, to the 300-S Height and Bulk District.

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an amended application for the Reduced Height Project for certain variances from the Planning Code, including dwelling unit exposure (Planning Code Section 140) and curb cut width (Planning Code Sections 145.1).

On August 13, 2014, Jim Abrams of Gibson, Dunn & Crutcher, LLP, also filed an amended application for the Reduced Height Project for the initiation of a General Plan Amendment to amend the General Plan Urban Design Element Height Map (Map 4) and the Downtown Element Height Map (Map 5) to permit the height of the Reduced Height Project.

Unlike the Original Project, the Reduced Height Project did not include the proposed improvements to the Open Space Improvement Site, and as such on August 13, 2014, the Project Sponsor rescinded the application for General Plan Referral filed for the Original Project.

Code Compliant Project Applications/Current Project

On April 30, 2015, Sara Ghalandari of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor filed an amended application with the Department for Compliance with Planning Code Section 309 with exceptions for Rear Year requirements (Section 134), requirements for the reduction of Ground-Level Wind Currents (Section 148) and Bulk requirements (Sections 263.9, 270 and 272) within the C-3-O(SD) (Downtown Office, Special Development) and 200-S Height and Bulk District, to allow the demolition of

an existing above grade parking garage and the construction of a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor retail space, with 133 dwelling-units (the "Code Compliant Project", also referred to herein as the "Project") at the Project Site.

On April 30, 2015, Sara Ghalandari of Gibson, Dunn & Crutcher, LLP on behalf of Project Sponsor also filed an amended application for the Project for certain variances from the Planning Code. The following variances are part of the Project: dwelling unit exposure (Planning Code Section 140) and curb cut width (Planning Code Sections 145.1).

On May 11, 2015, Sara Ghalandari of Gibson, Dunn & Crutcher, LLP, on behalf Project Sponsor also filed an application for Conditional Use Authorization (CUA) to permit residential accessory off-street parking in excess of the principally permitted amounts (Section 155.1).

Unlike the Original Project or the Reduced Height Project, the Project complies with the underlying Height and Bulk District and zoning constraints, subject to certain exceptions discussed herein, and does not require a Height and Bulk Reclassification or a General Plan Amendment. As such, on June 4, 2015, the Project Sponsor rescinded the applications for General Plan Amendment and Height and Bulk Reclassification filed for the Original Project and the Reduced Height Project.

The Planning Department, Jonas P. Ionin, is the custodian of records; all pertinent documents are located in the File for Case No. 2011.1122XVCUA, at 1650 Mission Street, Fourth Floor, San Francisco, California.

Planning Department staff prepared a Mitigation Monitoring and Reporting program (MMRP) which material was made available to the public and this Commission for this Commission's review, consideration and action. The MMRP is attached as Exhibit 1 to the CEQA Findings Motion for Case 2011.1122E.

On July 7, 2015, the Office of Community Investment and Infrastructure (OCII) Commission of the City and County of San Francisco, commonly known as the "Successor Agency" to the former San Francisco Redevelopment Agency (SFRDA), approved and agreed to enter into a delegation agreement with the Department (the "Delegation Agreement") regarding that portion of the Project Site consisting of a small, unimproved triangular portion of real property within Block 3741/Lot 35, commonly referred to as "Parcel 3" (the "Unimproved Triangle"), which is a part of, and subject to, the Rincon Point South Beach Redevelopment Plan Area (the "Redevelopment Plan"). On September 3rd, the Planning Commission accepted delegation from OCII. Per the Delegation Agreement, the Department will review and determine consistency and compliance with the Redevelopment Plan as to that portion of the Project that is within the Redevelopment Plan Area.

The Department has reviewed the plans for the proposed Project attached hereto as Exhibit B and has determined that the portion of the proposed building that is within the Redevelopment Plan Area is consistent with the Redevelopment Plan. It further determined that the portion of the building that falls within the Unimproved Triangle consists only of the below-grade garage, and a small corner of the building and streetscape and landscaping on floors 1 through 7, and the very edge of the building corner on floors 8 through 11 and nothing on floors 12 or above (the "Improvements Within the Redevelopment Area"). Pursuant to the Delegation Agreement, the Planning Department approved the design of portion

of the Project within the Redevelopment Plan Area. The Project requires a Section 309 Authorization from the Planning Commission (the "Commission") as to those portions of the building exclusively within the jurisdiction of the City of San Francisco (the "City") since almost the entire building is within exclusive City jurisdiction. The staff recommends that the Planning Commission confirm the Department's approval of the design of the Improvements Within the Redevelopment Area pursuant to this Section 309 Authorization by approving the entirety of the design for the proposed building as shown on the plans attached as Exhibit B to the Section 309 Review motion.

On September 3, 2015, the Commission conducted a duly noticed public hearing, originally calendared for July 23rd at a regularly scheduled meeting on Case No. 2011.1122XVCUA.

The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the applicant, Department staff, and other interested parties.

MOVED, that the Commission hereby approves the conditional use authorization to allow accessory off-street parking in excess of principally permitted amounts requested in Application No.2011.1122XVCUA subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

Having reviewed the materials identified in the recitals above, and having heard all testimony and arguments, this Commission finds, concludes, and determines as follows:

1. The above recitals are accurate and constitute findings of this Commission.

2. **Site Description and Present Use.** The Project Site consists of a lot developed with an 8-story above grade parking garage (the "Parking Garage Lot") and includes what has been referred to as "the Unimproved Triangle" (3741/35, Parcel 3), that is within the Rincon Point South Beach Redevelopment Plan Area. The Project Sponsor intends to merge the Unimproved Triangle with the Parking Garage Lot through a lot line adjustment. The subject property is located at the intersection of Howard and Steuart Streets, on a block bounded by Folsom and Spear Streets in the Financial District. The subject property is located within the boundaries of the Transit Center District Plan Area and is located at the eastern edge of the District Plan Area. The subject property is 20,931 sq. ft. in size with approximately 156 feet of frontage on Howard Street and 134 feet of frontage on Steuart Street. The subject property is currently used as an eight-story, above grade parking garage with approximately 550 parking spaces.

3. **Surrounding Properties and Neighborhood.** The subject property is located at the intersection of Howard and Steuart Streets, on a block bounded by Folsom and Spear Streets in the Financial District. The subject property is located within the C-3-O(SD) (Downtown Office, Special Development) District and 200-S Height and Bulk District. The current development of this location, with the above-grade parking garage, represents an under-utilized site within the downtown core. Office and residential uses predominate, though some tourist and retail uses are present. The buildings to the north, south and west of the subject property are taller than the proposed Project.

4. **Project Description.** The Project Sponsor proposes to demolish the existing above-grade parking garage, merge the two lots, and construct a new 20-story-over-garage, 284,300 gsf, 133-unit residential building with 5,824 sq. ft. of ground floor retail space; 100 off-street parking spaces, and 123 bicycle parking spaces (108 Class 1; 15 Class 2). The residential units would consist of 36 one bedroom units (27%), 71 two bedroom units (53%), 23 three bedroom units (17%), and 3 four bedroom units (2%). Commercial space would be located on both the Howard and Steuart Street frontages. The Project also includes fitness room, laundry, lobby, circulation and supportive service spaces designed to serve the intended family population. The Project includes exceptions pursuant to Planning Code Section 309, a Conditional Use Authorization, and two Variances. The 309 exceptions include an exception to Reduction of Ground-Level Wind Currents in C-3 Districts under Planning Code Section 148, Rear Yard requirements under Planning Code Section 134, and Height and Bulk requirements under Planning Code Sections 263.9, 270 and 272. The Project is receiving a Conditional Use Authorization for accessory off-street parking in excess of the principally permitted amounts. The Variance is for street frontage and exposure requirements.

5. **Public Comment.** On earlier iterations of the Project (the Original Project and the Reduced Height Alternative), the Department received comments from the neighboring community expressing opposition to the proposed height increase of the Original Project and the Reduced Height Alternative. Concerned parties also expressed concerns about the Project's shadow impacts on neighboring Rincon Park. The Sponsor has addressed many concerns in the current design by reducing the height and total area, resulting in a Code compliant building that complies with the underlying Height and Bulk District and zoning constraints, subject to certain exceptions discussed in the Section 309 Motion. The Department has also received inquiries from members of the public regarding the Project in its current form, as well as one letter of support.

6. **Planning Code Compliance:** The Planning Code Compliance Findings set forth in Motion No. 19450, Case No. 2011.1122XVCUA (Downtown Project Authorization, pursuant to Planning Code Section 309) apply to this Motion and are incorporated herein as though fully set forth. The Commission finds that the Project is consistent with the relevant provisions of the Planning Code as set forth in Motion No. 19451 and in the following manner:

   a. **Floor Area Ratio (Section 124).** The floor area ratio (FAR) limit as defined by Planning Code Section 124 for the C-3-O(SD) District is 6.0 to 1. Under Sections 123 and 128 of the Planning Code, the FAR can be increased to 9.0 to 1 with the purchase of transferable development rights ("TDR"), and may exceed 9.0 to 1 without FAR limitations through participation in the Transit Center District Mello-Roos Community Facilities District, pursuant to Section 424.8.

   The Project Site has a lot area of approximately 20,931 square feet. Therefore, up to 125,586 square feet of Gross Floor Area ("GFA") is allowed under the basic FAR limit, and up to 188,379 square feet of GFA is permitted with the purchase of TDR. As shown in the conceptual plans for the Project, the building would include 284,300 square feet of GFA. Conditions of approval are included to require the Project Sponsor to purchase TDR for the increment of development between 6.0 to 1 FAR and 9.0 to 1 FAR, and to participate in the Transit Center District Mello-Roos Community Facilities District as the project exceeds an FAR of 9.0 to 1. Therefore the Project complies with Section 124.

b. **Parking (Section 151.1).** Planning Code Section 151.1 allows up to one car for each two dwelling units as-of-right, and up to three cars for each four dwelling units as a conditional use. For non-residential uses, the Code does not provide a total number of permitted spaces, but instead limits parking to an area equivalent to 3.5% of the total gross floor area of such uses.

The Project contains 133 dwelling units. Per Planning Code Section 151.1, 67 parking spaces are principally permitted (133/2 = 66.5), and an additional 33 parking spaces are conditionally permitted (133/.75 = 99.75 - 66.5 = 33.25). The Project proposes, as permitted by Planning Code Section 151.1, a total of 100 parked cars to serve the residential uses and thus complies with this requirement. In addition, the Project includes two (2) car share spaces, in accordance with Section 166, neither of which count against the permitted parking calculations. The Project will not provide any parking spaces for the commercial uses proposed, although, under Section 151.1, it could provide parking spaces equal to 3.5% of the gross floor area of the non-residential uses of the Project to serve the commercial uses, which space would accommodate another 2 to 3 spaces. However, the Project would require Conditional Use authorization for the 33 conditionally permitted parking spaces to serve the residential uses. Thus, the total number of spaces sought in this Conditional Use authorization is 33, but because the Project is not availing itself of the 2 to 3 spaces otherwise principally permitted under Section 151.1 to serve the commercial uses, as a practical matter, the Project is proposing only 30 to 31 non-principally permitted spaces.

c. **Density (Section 210.2).** Planning Code Sections 210.2 establishes no density limit in the C-3 Districts. Density is regulated by the permitted height and bulk, and required setbacks, exposure, and open space of each development lot.

The Project contains 133 dwelling units, which is allowed in the C-3-O(SD) District. The elimination of density controls in the C-3 Districts was recently approved through Ordinance No. 22-15 (Board File No. 141253); previously, density was principally permitted at a ratio of 1 unit per 125 sf of lot area and conditionally permitted above that amount.

d. **Use (Section 210.2).** The Project Site is located in a Downtown Office Special Development (C- 3- O(SD)) District wherein residential and commercial uses are permitted.

The residential and retail uses of the proposed Project at the density proposed would be consistent with the permitted Downtown Office Special Development uses, pursuant to Planning Code Section 210.2.

7. **Planning Code Section 303** establishes criteria for the Planning Commission to consider when reviewing applications for Conditional Use authorization. On balance, the project complies with the criteria of Section 303, in that:

a. The proposed use or feature, at the size and intensity contemplated and at the proposed location, will provide a development that is necessary or desirable for, and compatible with, the neighborhood or the community.

This Conditional Use authorization for parking in excess of principally permitted amounts would be desirable for and compatible with the neighborhood for several reasons. The Project's underground parking will be used principally for car storage and will be stored in mechanical stackers making it less likely that residents will use on a daily basis. The location of the Project in the transit-rich downtown core also ensures that cars are not likely to be used for commuting since the residences will be within walking distance and convenient transit options to jobs and services. However, the provision of the parking storage option to residents would support the economic viability of the Project by permitting the Project Sponsor to provide adequate on-site parking for the residents of the development. This provision of adequate access to parking is consistent with the amount of parking provided in similar high-rise mixed-use residential/retail properties in the area and adjacent Downtown area that provide similar access to off-street parking supporting both residential and commercial use..

The Project is desirable because it would replace the existing 550 space, 8 story above-grade parking garage with a residential high-rise tower that is more consistent and compatible with the surrounding high-rise residential and commercial architecture (including the Rincon Towers). This new development will greatly enhance the character of the existing neighborhood. The current development of this location, with the above-grade parking garage represents an under-utilized site within the downtown core. By developing and maintaining space dedicated to retail use and restaurant use within the building, the Project will continue the pattern of active ground floor retail along the Steuart and Howard Street frontages.. The Project would also visually enhance the immediate neighborhood and the surrounding Downtown area by removing the existing eight-story parking garage and replacing it with a beautifully designed residential building. In addition, the replacement of 550 above-grade parking spaces with 100 below-grade spaces will bring the site into greater conformity with current Planning Code and urban design principles.

Parking in excess of principally permitted amounts would be compatible with the existing zoning of the Project, as well as the character of the neighborhood, because, unlike many Downtown parking facilities, including the existing garage on the Project site, it would be located entirely underground. This would allow the ground floor of the building to be occupied by active uses. The amount of parking being requested, in and of itself, would not degrade the overall urban design quality or quality of streetscape improvements of the Project. All parking and loading would be accessed by a single service entrance from Howard Street.

b. The use or feature as proposed will not be detrimental to the health, safety, convenience, or general welfare of persons residing or working in the vicinity, or injurious to property improvements, or potential development in the vicinity, with respect to aspects including, but not limited to the following:

(i) The nature of the proposed site, including its size and shape, and the proposed size, shape, and arrangement of structures.

The 100 parking spaces proposed by the Project Sponsor would be located underground and accessed via mechanical stackers, thus increasing the above-ground space that may be used for residential purposes, and further allowing the Project to provide an active pedestrian ground floor which would minimize conflicts with pedestrians in the surrounding area. The proposed size,

shape and arrangement of the Project is consistent with the existing site-layout and the character of the surrounding neighborhood. The proposed Project would likely promote, as opposed to impede, development potential in the vicinity by increasing the housing supply and customer base with the ground floor retail, and creating an attractive residential tower with neighborhood-serving ground floor retail which would continue the pattern of active ground floor retail along the Steuart and Howard Street frontages.

(ii) The accessibility and traffic patterns for persons and vehicles, the type and volume of such traffic, and the adequacy of proposed off-street parking and loading and of proposed alternatives to off-street parking, including provisions of car-share parking spaces, as defined in Section 166.

In general, the Project would provide a sufficient but not excessive amount of off-street parking. The Project would provide 100 off-street parking spaces in an underground garage, which exceeds the number of spaces permitted as of right and therefore is the subject of this Conditional Use authorization. In addition, the Project includes two (2) car share spaces, in accordance with Section 166, neither of which count against the permitted parking calculations, and which exceeds the Code requirement of one car share space for the Project. The parking that is being provided is not expected to generate substantial traffic that would adversely impact pedestrian, transit, or bicycle movement. Given the proximity of the Project Site to the employment opportunities and retail services of the Downtown Core, it is expected that residents will opt to prioritize walking, bicycle travel, or transit use over private automobile travel. In addition, the placement of parking in stacker configurations will discourage frequent use of vehicles for shorter trips. However, the amount of parking proposed by the Project would support the economic viability of the Project and ensure that the neighborhood parking will not be overburdened by the addition of new residents. Thus, the Project would provide a merely sufficient rather than excessive amount of parking in order to accommodate the parking needs of the future residents of the Project and the neighborhood, while still supporting and encouraging walking, bicycle travel and public transit use.

(iii) The safeguards afforded to prevent noxious or offensive emissions such as noise, glare, dust, and odor.

The parking in excess of principally permitted amounts would not result in noxious or offensive emissions such as noise, glare, dust, or odor. The new residential tower and ground floor retail space would generate noise similar to that generated by nearby existing residential and other uses. Any restaurant or retail uses will be properly vented and trash will be disposed of in an appropriate manner. Because all of the Project's parking is below grade, it will have no effect on glare or other visual qualities above grade. The above-grade portion of the Project will be designed to comply with City standards for material properties like reflectiveness and color.

(iv) Treatment given, as appropriate, to such aspects as landscaping, screening, open spaces, parking and loading areas, service areas, lighting, and signs.

All parking for the Project is located within a subterranean garage and would not be visible from the public right-of-way. The amount of parking being requested, in and of itself, would not

degrade the overall urban design quality or quality of streetscape improvements of the Project. All parking and loading would be accessed by a single service entrance from Howard Street.

In order to create more pedestrian interest in the surrounding vicinity and therefore calm traffic along the street, the Project would landscape a portion of the sidewalk and provide neighborhood-serving ground-floor retail uses. To complement the ground floor retail use, the Project would, in conjunction with the Department of Public Works, install new pedestrian amenities, including street trees and sidewalk landscaping, new surface materials in select areas to introduce color and texture and new lighting. Plant species would be climate-adapted and selected for form, color, fragrance and to support native wildlife, while being compatible with the narrow proportions of the site and the characteristics of water conservation, low-maintenance, high durability and San Francisco's Better Street Scape Plan guidelines.

c. Such use or feature as proposed will comply with the applicable provisions of this Code and will not adversely affect the General Plan.

The parking proposed for the Project which is the subject of this Conditional Use Authorization complies with the applicable sections of the Code. The residential and retail uses contemplated for the Project are permitted within the C-3-O(SD) District. The Project complies with use and density requirements. The Project Site is well-served by transit and commercial services, allowing residents to commute, shop, and reach amenities by walking, transit, and bicycling. The Project conforms with multiple goals and policies of the General Plan, as described in further detail in Item #8.

8. **Planning Code Section 151.1** establishes criteria for the Commission to consider when reviewing any request for accessory parking in excess of what is permitted by right. On balance, the Project complies with the criteria of Section 151.1, in that:

a. For projects with 50 units or more, all residential accessory parking in excess of 0.5 parking spaces for each dwelling unit shall be stored and accessed by mechanical stackers or lifts, valet, or other space-efficient means that allows more space above-ground for housing, maximizes space efficiency and discourages use of vehicles for commuting or daily errands. The Planning Commission may authorize the request for additional parking notwithstanding that the project sponsor cannot fully satisfy this requirement provided that the project sponsor demonstrates hardship or practical infeasibility (such as for retrofit of existing buildings) in the use of space-efficient parking given the configuration of the parking floors within the building and the number of independently accessible spaces above 0.5 spaces per unit is de minimus and subsequent valet operation or other form of parking space management could not significantly increase the capacity of the parking space above the maximums in Table 151.1.

All parking spaces at the Project are provided in mechanical stackers. As such, the Project complies with this requirement.

b. Vehicle movement on or around the project site associated with the excess accessory parking does not unduly impact pedestrian spaces or movement, transit service, bicycle movement, or the overall traffic movement in the district.

The parking that is being provided is not expected to generate substantial traffic that would adversely impact pedestrian, transit, or bicycle movement. Given the proximity of the Project Site to the employment opportunities and retail services of the Downtown Core, it is expected that residents will opt to prioritize walking, bicycle travel, or transit use over private automobile travel. In addition, the provision of all the parking in stacker configurations will discourage frequent use of vehicles for shorter trips.

c. Accommodating excess accessory parking does not degrade the overall urban design quality of the project proposal.

All parking for the Project is located within a subterranean garage and would not be visible from the public right-of-way. Thus, the ground floor will be occupied by active uses, as anticipated by the Code. The amount of parking being requested, in and of itself, would not degrade the overall urban design quality or quality of streetscape improvements of the Project. All parking and loading would be accessed by a single service entrance from Howard Street.

d. Excess accessory parking does not diminish the quality and viability of existing or planned streetscape enhancements.

All parking for the Project is located within a subterranean garage and would not be visible from the public right-of-way. Thus, the ground floor will be occupied by active uses, as anticipated by the Code. The amount of parking being requested, in and of itself, would not degrade the overall urban design quality or quality of streetscape improvements of the Project. All parking and loading would be accessed by a single service entrance from Howard Street.

e. All parking meets the active use and architectural screening requirements in Section 145.1 and the project sponsor is not requesting any exceptions or variances requiring such treatments elsewhere in the Code.

All parking for the Project will meet the active use and architectural screening requirements in Section 145.1 and the Project Sponsor is not requesting any exceptions or variances requiring such treatments elsewhere in the Code.

f. In granting approval for such accessory parking above that permitted by right, the Commission may require the property owner to pay the annual membership fee to a certified car-share organization, as defined in Section 166(b)(2), for any resident of the project who so requests and who otherwise qualifies for such membership, provided that such requirement shall be limited to one membership per dwelling unit, when the following findings are made by the Commission:

(i) That the project encourages additional private-automobile use, thereby creating localized transportation impacts for the neighborhood.

(ii) That these localized transportation impacts may be lessened for the neighborhood by the provision of car-share memberships to residents.

The Project includes the construction of residential condominiums. Owners of each condominium may purchase a car share membership if they choose to do so. The Project includes two (2) car share spaces in the below-grade garage, one more than required by Code, the cost of construction of which is an additional cost borne by the Project Sponsor.

9. **General Plan Conformity.** The Project would affirmatively promote the following objectives and policies of the General Plan:

HOUSING ELEMENT

Objectives and Policies

OBJECTIVE 1:
IDENTIFY AND MAKE AVAILABLE FOR DEVELOPMENT ADEQUATE SITES TO MEET THE CITY'S HOUSING NEEDS, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING.

Policy 1.8
Promote mixed use development, and include housing, particularly permanently affordable housing, in new commercial, institutional or other single use development projects.

The Project supports this Policy. The proposed Project would construct a significant amount of new housing units within an existing urban environment that is in need of more access to housing. The Project proposes to demolish the existing above-grade parking garage and construct a residential building that contains 133 market rate units and approximately 5,824 gsf of retail use.

The Property is an ideal site for new housing due to its central, downtown location, and proximity to public transportation. The current development of this location, with the above-grade parking garage, represents an under-utilized site within the downtown core. By developing and maintaining space dedicated to retail use and restaurant use within the building, the Project will continue the pattern of active ground floor retail along the Steuart and Howard Street frontages. The Project also includes the fee payment for 20% of the total number of units to satisfy the Inclusionary Affordable Housing Program of Planning Code Section 415.

Policy 1.10
Support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips.

The Project supports this Policy. It is anticipated that because of the central downtown location of the Project, most residents would either walk, bike, or use public transportation for daily travel. The Project is two blocks from Market Street, a major rail and bus-transit corridor that provides convenient access from the Property to neighborhoods throughout the City, the East Bay, and the Peninsula. It is also two blocks from the Embarcadero BART and MUNI stations, and is within one block of at least 10 MUNI bus lines. The Project is also a short walk from the new Transbay Terminal currently under construction. In

addition, the placement of parking in stacker configurations will discourage frequent use of vehicles for shorter trips.

OBJECTIVE 5:
ENSURE THAT ALL RESIDENTS HAVE EQUAL ACCESS TO AVAILABLE UNITS.

Policy 5.4
Provide a range of unit types for all segments of need, and work to move residents between unit types as their needs change.

The Project supports this Policy. The Project would create 133 dwelling units, of which 36 are one-bedroom units, 71 are two-bedroom units, 23 are three-bedroom units, and three are four-bedroom units. The Project provides a range of unit types to serve a variety of needs, and will provide money to the City's affordable housing fund to support the creation of affordable units elsewhere in the City.

OBJECTIVE 7:
SECURE FUNDING AND RESOURCES FOR PERMANENTLY AFFORDABLE HOUSING, INCLUDING INNOVATIVE PROGRAMS THAT ARE NOT SOLELY RELIANT ON TRADITIONAL MECHANISMS OR CAPITAL.

In compliance with this policy, the Project would help secure funding for permanently affordable housing by paying a 20% in-lieu fee in accordance with the City's Affordable Inclusionary Housing Ordinance, thereby enhancing the City's affordable housing.

OBJECTIVE 11:
SUPPORT AND RESPECT THE DIVERSE AND DISTRINT CHARACTER OF SAN FRANCISCO'S NEIGHBORHOODS.

Policy 11.1
Promote the construction and rehabilitation of well-designed housing that emphasizes beauty, flexibility, and innovative design, and respects existing neighborhood character.

Policy 11.2
Ensure implementation of accepted design standards in project approvals

Policy 11.3
Ensure growth is accommodated without substantially and adversely impacting existing residential neighborhood character.

Policy 11.4
Continue to utilize zoning districts which conform to a generalized residential land use and density plan and the General Plan.

Policy 11.6

Foster a sense of community through architectural design, using features that promote community interaction.

Policy 11.7
Respect San Francisco's historic fabric, by preserving landmark buildings and ensuring consistency with historic districts.

The Project supports this Policy. The Project would create 133 dwelling units in the immediate vicinity of existing residential and office buildings, and complies with the existing zoning in terms of land use, height, and density. Although there are no historic resources immediately adjacent to the site, the Project respects the City's historic fabric by replacing an existing above-grade parking garage with a residential high-rise tower that is more consistent and compatible with the surrounding high-rise residential and commercial architecture (including the Rincon Towers).. This new development will greatly enhance the character of the existing neighborhood. The current development of this location, with the above-grade parking garage represents an under-utilized site within the downtown core. By developing and maintaining space dedicated to retail use and restaurant use within the building, the Project will continue the pattern of active ground floor retail along the Steuart and Howard Street frontages. The Project would also visually enhance the immediate neighborhood and the surrounding Downtown area by removing the existing eight-story parking garage and replacing it with a beautifully designed residential building. In addition, the replacement of 550 above-grade parking spaces with 100 below-grade spaces will bring the site into greater conformity with current Planning Code and urban design principles. Finally, the Project design is intended to meet, and the Project Sponsor intends to seek, a LEED Platinum certification from the U.S. Green Building Council.

URBAN DESIGN ELEMENT

Objectives and Policies

OBJECTIVE 3:
MODERATION OF MAJOR NEW DEVELOPMENT TO COMPLEMENT THE CITY PATTERN, THE RESORUCES TO BE CONSERVED, AND THE NEIGHOBRHOOD ENVIRONMENT.

Policy 3.1
Promote harmony in the visual relationships and transitions between new and older buildings.

Policy 3.2
Avoid extreme contrasts in color, shape and other characteristics which will cause new buildings to stand out in excess of their public importance.

Policy 3.6
Relate the bulk of buildings to the prevailing scale of development to avoid an overwhelming or dominating appearance in new construction.

The Project uses an innovative design to relate to existing development in the neighborhood, which is characterized by commercial office buildings and residential high-rise buildings. It would replace the existing above-grade parking garage with a residential high-rise tower that is more consistent and compatible with the surrounding high-rise residential and commercial architecture (including the Rincon Towers), and does so within the context of the land use and development controls of the Planning Code and the surrounding development. The building's mass is significantly reduced by multiple setbacks, recesses, and changes in façade detailing, resulting in a character that relates well to the scale of neighboring buildings.

COMMERCE AND INDUSTRY ELEMENT
Objectives and Policies

OBJECTIVE 1:
MANAGE ECONOMIC GROWTH AND CHANGE TO ENSURE ENHANCEMENT OF THE TOTAL CITY LIVING AND WORKING ENVIRONMENT.

Policy 1.1:
Encourage development which provides substantial net benefits and minimizes undesirable consequences. Discourage development that has substantial undesirable consequences that cannot be mitigated.

Policy 1.2:
Assure that all commercial and industrial uses meet minimum, reasonable performance standards.

Policy 1.3:
Locate commercial and industrial activities according to a generalized commercial and industrial land use plan.

The Project would add approximately 5,824 sq. ft. of new commercial space – divided between two tenant spaces – that is intended to serve residents in the building and surrounding neighborhood. Retail is encouraged and principally permitted on the ground floor of buildings in the Downtown Office Special Development District, and is thus consistent with activities in the commercial land use plan.

TRANSPORTATION ELEMENT
Objectives and Policies

OBJECTIVE 2:
USE THE TRANSPORTATION SYSTEM AS A MEANS FOR GUIDING DEVELOPMENT AND IMPROVING THE ENVIRONMENT.

Policy 2.1:
Use rapid transit and other transportation improvements in the city and region as the catalyst for desirable development, and coordinate new facilities with public and private development.

The Project would promote Objective 2 and its associated policies by constructing a residential building with ground floor retail in the Downtown Corridor, which is the most transit rich area of the City. The Project would provide only 0.75 parking spaces per dwelling, and will not provide any parking for the proposed retail uses, and all of these parking spaces would be located underground, and thus would be less intrusive from an urban design standpoint.

OBJECTIVE 11:
ESTABLISH PUBLIC TRANSIT AS THE PRIMARY MODE OF TRANSPORTATION IN SAN FRANCISCO AND AS A MEANS THROUGH WHICH TO GUIDE FUTURE DEVELOPMENT AND IMPROVE REGIONAL MOBILITY AND AIR QUALITY.

Policy 11.3:
Encourage development that efficiently coordinates land use with transit service, requiring that developers address transit concerns as well as mitigate traffic problems.

The Project is located within a neighborhood rich with public transportation and the people occupying the building are expected to rely heavily on public transit, bicycling, or walking for the majority of their daily trips. The project includes bicycle parking for 123 bicycles (108 Class 1, 15 Class 2). Within a few blocks of the Project Site, there is an abundance of local and regional transit lines, including MUNI bus lines, MUNI Metro rail lines, BART, and SAMTrans. Additionally such transit lines also provide access to AC Transit (Transbay Terminal) and CalTrain.

TRANSIT CENTER DISTRICT PLAN

Objectives and Policies

OBJECTIVE 2.9
PROVIDE BUILDING ARTICULATION ABOVE A BUILDING BASE ELEMENT TO DEFINE THE STREET REALM AT A COMFORTABLE HEIGHT OF NOT MORE THAN 1.25 TIMES THE WIDTH OF THE STREET.

Policy 2.11
Ensure that buildings taller than 150 feet in height establish a distinct base element to define the street realm at a comfortable height of not more than 1.25 times the width of the street.

The project provides a base approximately 70' feet in height, not even 1 times the width of Howard Street, which is approximately 82' in width. The proposed base helps define the street realm at a comfortable height, generally consistent with the base or podium heights of surrounding buildings.

OBJECTIVE 2.13
ENACT URBAN DESIGN CONTROLS TO ENSURE THAT THE GROUND-LEVEL INTERFACE OF BUILDINGS IS ACTIVE AND ENGAGING FOR PEDESTRIANS, IN ADDITION TO PROVIDING ADEQUATE SUPPORTING RETAIL AND PUBLIC SERVICES FOR THE DISTRICT.

Policy 2.21
Require transparency of ground-level facades (containing non-residential uses) that face public spaces. Guidelines for ground floors include: at least sixty percent of the portion of the façade between 3 and 12' above grade shall be comprised of clear, non-reflective windows that allow views of indoor space.

The Project provides ground floor retail along Howard and Steuart Streets, creating a more active and engaging environment for pedestrians, in addition to providing supporting retail and public services for the District. The ground floors will be comprised of clear, non-reflective windows that allow views of indoor space.

OBJECTIVE 4.16
CREATE A PARKING PLAN THAT ENCOURAGES THE USE OF PUBLIC TRANSIT AND OTHER MODES OF TRANSPORTATION THAT ARE ALTERNATIVES TO SINGLE-OCCUPANT VEHICLES.

The Project meets provides off-street parking at a ratio of .75:1. The parking will be provided in stackers, less convenient than conventional parking stalls, thus encouraging the use of other modes of transportation where the distant to be traveled is nearby. Additionally, two car share spaces will be provided, providing another alternative to single-occupant vehicles for residents.

DOWNTOWN AREA PLAN

Objectives and Policies

OBJECTIVE 1:
MANAGE ECONOMIC GROWTH AND CHANGE TO ENSURE ENHANCEMENT OF THE TOTAL CITY LIVING AND WORKING ENVIRONMENT.

Policy 1.1
Encourage development which produces substantial net benefits and minimizes undesirable consequences. Discourage development which has substantial undesirable consequences which cannot be mitigated.

The Project would bring additional housing into a neighborhood that is well served by public transit on the edge of Downtown. The Project would not displace any housing because the existing structure at 75 Howard Street is an above-grade parking garage. The Project would improve the existing character of the neighborhood by removing the above-grade parking structure. The proposed retail space, which includes a restaurant and café, is consistent and compatible with the existing retail uses in the neighborhood and is also consistent with the pedestrian-friendly uses in the immediate neighborhood and the downtown core.

The Project therefore creates substantial net benefits for the City with minimal undesirable consequences.

OBJECTIVE 7:
EXPAND THE SUPPLY OF HOUSING IN AND ADJACENT TO DOWNTOWN.

Policy 7.1.1
Promote the inclusion of housing in downtown commercial developments.

Policy 7.2
Facilitate conversion of underused industrial and commercial areas to residential use.

The Project would demolish an above-grade parking structure and construct a 220-foot tall, 20-story-over-basement, 133-unit residential building within easy commuting distance of downtown jobs.

The Project would also include approximately 5,824 sq. ft. of ground floor commercial space, with tenant spaces on both Howard and Steuart Streets; these spaces would provide services to the immediate neighborhood, and would create pedestrian - oriented, active uses on Howard and Steuart Streets.

10. **Planning Code Section 101.1(b)** establishes eight priority-planning policies and requires review of permits for consistency with said policies. On balance, the project complies with said policies in that:

A. That existing neighborhood-serving retail uses be preserved and enhanced and future opportunities for resident employment in and ownership of such businesses be enhanced.

The Project would not displace existing neighborhood-serving retail uses because no retail uses currently exist at the Project Site. In addition to 133 residential units, the Project would include approximately 5,824 sq. ft. of retail space in two separate commercial spaces. The Project would have a positive effect on existing neighborhood-serving retail uses because it would bring additional residents to the neighborhood, thus increasing the customer base of existing neighborhood-serving retail. Moreover, the Project would not displace any existing neighborhood-serving retail uses. Instead, the Project would enhance neighborhood-serving retail by adding approximately 5,824 square feet of new retail space, which could strengthen nearby neighborhood retail uses by attracting pedestrians and passersby and broadening the consumer base and demand for existing neighborhood-serving retail services. The addition of this new space would also complement the pedestrian-friendly downtown core and would continue the pattern of active ground floor retail along the Steuart and Howard Street frontages.

B. That existing housing and neighborhood character be conserved and protected in order to preserve the cultural and economic diversity of our neighborhoods.

The Project would not negatively affect the existing housing and neighborhood character. The Project would not displace any housing because the existing structure at 75 Howard Street is an above-grade parking garage. The Project would improve the existing character of the neighborhood by removing the above-grade parking structure. The proposed retail space, which includes a restaurant and café, is consistent and compatible with the existing retail uses in the neighborhood and is also consistent with the pedestrian-friendly uses in the immediate neighborhood and the downtown core.

C. That the City's supply of affordable housing be preserved and enhanced.

There is currently no housing on the site; therefore, no affordable housing will be lost as part of this Project. The Project would enhance the City's supply of affordable housing by complying with the affordable housing requirements of Planning Code Section 415.

D. That commuter traffic not impede MUNI transit service or overburden our streets or neighborhood parking.

The Project would not impede MUNI transit service or overburden local streets or parking. The Project is at a location well-served by transit as it is located in a major transit corridor and would promote rather than impede the use of MUNI transit service. Future residents and employees of the Project could access both the existing MUNI rail and bus services and the BART system. The Project also provides a sufficient amount of off-street parking for future residents so that neighborhood parking will not be overburdened by the addition of new residents.

E. That a diverse economic base be maintained by protecting our industrial and service sectors from displacement due to commercial office development, and that future opportunities for resident employment and ownership in these sectors be enhanced.

The Project would not negatively affect the industrial and service sectors because it is largely residential in nature and would not displace any existing industrial uses. The Project would also be consistent with the character of existing development in the neighborhood, which is characterized by commercial office buildings and residential high-rise buildings.

F. That the City achieves the greatest possible preparedness to protect against injury and loss of life in an earthquake.

The Project will be consistent with the City's goal to achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake. The building will be constructed in compliance with all current building codes to ensure a high level of seismic safety.

G. That landmarks and historic buildings be preserved.

The Planning Department has determined that the 75 Howard Street parking garage, a 550-space concrete parking structure built in 1976, is not considered a landmark or historic resource. The Project Site is not adjacent to any historic districts or any identified historic resource, and the Project would not have an indirect impact on historic resources by altering the existing visual setting of these resources.

H. That our parks and open space and their access to sunlight and vistas be protected from development.

The Project would not cast any new shadows on parks under the jurisdiction of the San Francisco Parks and Recreation Department. The Project's shadow impacts to existing open spaces have been analyzed, and the Project will cast additional shadows on Rincon Park,

which is not under the jurisdiction of the San Francisco Parks and Recreation Department. However, much of the shadows generated by the Project will be primarily subsumed by the shadow impacts of existing buildings.] Furthermore, the access to sunlight at Rincon Park will remain approximately 90% with the development of the Project, which is greater than most parks within the Downtown area.

11. **Rincon Point – South Beach Redevelopment Plan Compliance.** A small portion of the subject property, Block 3741, Lot 35, approximately 337 square feet of the entire project site (the "Subject Property"), falls within the Rincon Point – South Beach Redevelopment Plan Area and subject to the Rincon Point – South Beach Redevelopment Plan and the Design for Development (collectively, the "Redevelopment Requirements"). The 337 square-foot portion is part of a larger Block 3741, Lot 35 parcel that contains the GAP headquarters office building, as is referred to as the "GAP Property". The City's Office of Community Investment and Infrastructure (OCII) as the successor agency to the former Redevelopment Agency administers the Redevelopment Requirements.

A. **Background / Initial Findings.** The Redevelopment Requirements provide specific standards for development but incorporate other local land use regulations to the extent that those regulations do not conflict with Redevelopment Requirements. Design for Development, § V at page 11 ("All new development shall meet the requirements of the General Plan, the City Planning Code and all other applicable codes, including changes or amendments thereto as may be made subsequent to the adoption of the Redevelopment Plan, except to the extent that changes and amendments conflict with the express provisions of the Redevelopment Plan and this Design for Development.").

This GAP Property is identified in the Redevelopment Plan as being within the Rincon Point Sub-Area and designated on Map 1: Land Use Plan as Office (with an alternate for residential development). The GAP Property was developed by the GAP for its office headquarters in accordance with the Redevelopment Requirements and a Disposition and Development Agreement by and between the Redevelopment Agency and the GAP. The development of the GAP office building left the Subject Property as an undeveloped remnant containing only a fence and some landscaping. The Subject Property is also physically separated from the remainder of the GAP Property by an easement and driveway serving the surface parking lot of a property commonly known as 201 Spear Street and an access driveway to the GAP Headquarters underground garage. The Project Sponsor is proposing to purchase the Subject Property from the GAP and to merge it into the 75 Howard Street parcel (Block 3741, Lot 31) (the "75 Howard Street Parcel"). The merger of the Subject Property with the 75 Howard Street Parcel will permit a squaring off of the 75 Howard Street Parcel.

Pursuant to a Delegation Agreement by and between OCII and the San Francisco Planning Department, OCII has delegated to the Planning Department the responsibility for administering the Redevelopment Requirements to the extent applicable to those portions of the 75 Howard Project that are located on the Subject Property. These finding constitute the

determination of consistency between the 75 Howard Project and the Redevelopment Project.

The Commission finds that the Redevelopment Requirements applicable to the Subject Property were intended to govern the GAP headquarters building and were not intended to apply to the development of a separate project that is located mostly outside of the Redevelopment Project Area. For that reason, assuming the Subject Property is merged with the 75 Howard Street Parcel, the strict application of the Redevelopment Requirements to the portion of the 75 Howard Project that is located on the Subject Property is not appropriate. Instead, so long as the proposed new development meets the requirements of the General Plan, the City Planning Code and all other applicable codes, then the portion of the 75 Howard Project located on the Subject Property will not be considered to be in conflict with the express provisions of the Redevelopment Requirements.

Without limiting the foregoing, Section VII of the Redevelopment Plan also provides that the Agency (or in this case, the Planning Department, acting pursuant to the Delegation Agreement) may in its discretion permit minor variances from the land use controls of the Plan and Design for Development in the event of unusual and special conditions, provided such modifications would result in substantial compliance with the intent of the land use provisions.

B. **Redevelopment Improvements:** Only a small number of improvements of the 75 Howard Project are located on the Subject Property. Those improvements (as shown on the current plans in Exhibit B) are: (i) the below grade parking garage; (ii) on floors 1 through 7, a small corner of the proposed building and some landscaping and streetscape; and (iii) on floors 8 through 11, the very edge of the building corner (collectively, the "Redevelopment Improvements"). There are no improvements proposed on the Subject Property from floor 12 and above.

C. **Consistency Findings.** For the reasons discussed in Section A above, so long as the proposed new development meets the requirements of the General Plan, the City Planning Code and all other applicable codes, then the portion of the 75 Howard Project located on the Subject Property will not be considered to be in conflict with the express provisions of the Redevelopment Requirements. Nevertheless, applying the Redevelopment Requirements to the Redevelopment Improvements, the following consistency findings for the Redevelopment Improvements are made:

1) Land Use and Density: Per the Land Use Plan attached to the Redevelopment Plan, the GAP Property is zoned for Office. However, housing with a density range of 150 to 300 units per acre may be developed as an alternate use. Such housing may include ground floor retail commercial uses.

   The 75 Howard Project in its entirety would comply with these requirements since it includes 133 residential units (which equal approximately 277 units per acre) with ground floor retail space. Therefore, the Redevelopment Improvements, which contain a fraction of the 75 Howard Property, therefore also complies.

2) Height and Bulk:

a) MAXIMUM HEIGHT. The Redevelopment Requirements provide for a maximum height of 240 for the Subject Property.

The Redevelopment Improvements consist of floors 1-11, which rise to a height of approximately 111 feet. As such, the Redevelopment Improvements comply with the maximum height restrictions of the Redevelopment Requirements.

b) BASE AND TOWER HEIGHT AND BULK: The Design for Development (see Section III(A)(6)) sets forth height and bulk standards for the GAP Property. These requirements are as follows

i) BASE: The maximum height of the base shall not exceed 90 feet.

The base of the 75 Howard Project building meets this requirement as it terminates at a height of 67'-2" feet at the seventh level of the building. Therefore, the Redevelopment Improvements comply with this provision.

ii) LOWER TOWER: The maximum height of the lower tower must not exceed 165 feet. The maximum plan dimension must not exceed 185 feet in length and 243 feet in diagonal dimension. The maximum floor area must not exceed 28,000 square feet and the maximum average floor area must not exceed 26,600 square feet.

Only those portions of the lower tower up to the 11th floor, at a height of 111 feet fall within the Gap Property, which is consistent with the Design for Development.

Bulk requirements for the lower tower apply between 103 feet and 160 feet based on the 75 Howard Project's roof height of 220 feet. The 75 Howard Project's lower tower is less bulky than permitted by the Redevelopment Requirements. The floors in the lower tower have a maximum length of approximately 132 feet (a maximum length of 185 feet is permitted), and a maximum diagonal dimension of approximately 177'8" (a maximum diagonal of 243 feet is permitted). The floor plates in the lower tower average 14,295 sq. ft. with a maximum of 15,505 sq. ft., which is substantially less than the 26,600 sq. ft. average floor size, and the 28,000 sq. ft. maximum floor size allowed by the Redevelopment Requirements. Therefore, the Redevelopment Improvements comply with this provision.

iii) UPPER TOWER: The maximum height shall not exceed 240 feet. The maximum plan dimension shall not exceed 165 feet in length and 215 feet in diagonal dimension. The maximum floor are shall not exceed 21,000 square feet and the maximum average floor are shall not exceed 20,500 square feet.

The upper tower restrictions do not apply to the Redevelopment Improvements, since the Redevelopment Improvements do not include any portion of the upper tower.

c) The minimum required volume reduction between the average floor area of the lower and upper tower shall be 15%.

As noted above, the upper tower restrictions do not apply to the Redevelopment Improvements, since the Redevelopment Improvements do not include any portion of the upper tower.

3) Parking and Loading: The Design for Development permits one (1) parking space for each dwelling unit. Other parking requirements applying to the GAP Property are not applicable as no non-residential parking is proposed for the 75 Howard Project. The Design for Development also requires off street loading of 2 spaces for 200,000-500,000 sq. ft..

The 75 Howard Project, in its entirety, is providing less than one space per unit, therefore the Redevelopment Improvements, which comprise a fraction of the 75 Howard Project, comply with these requirements. Furthermore, the Project provides 2 off-street loading spaces total, which meets the above requirement.

4) Open Space: 50 square feet minimum of open space is required for each dwelling unit.

The Redevelopment Improvements comply with this requirement, with 84 units within the Subject Property featuring private open spaces of at least 50 square feet, and the remaining 49 units sharing a common open space of 2,950 square feet (greater than the required 50 times 49 or 2,450 square feet) on the second level of the building.

12. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.

13. The Commission hereby finds that approval of the Determination of Compliance with exceptions would promote the health, safety and welfare of the City.

DECISION

Based upon the whole record, the submissions by the Project Sponsor, the staff of the Department, and other interested parties, the oral testimony presented to the Commission at the public hearing, and all other written materials submitted by all parties, in accordance with the standards specified in the Code, the Commission hereby **APPROVES Conditional Use Application No. 2011.1122XVCUA**, subject to the following conditions attached hereto as "Exhibit A" in general conformance with plans on file, dated July 13, 2015, and stamped "Exhibit B", which are incorporated herein by reference as though fully set forth.

The Planning Commission has reviewed and considered the FEIR and the record as a whole and finds that there is no substantial evidence that the Project would have a significant effect on the environment with the adoption of the mitigation measures contained in the MMRP to avoid potentially significant environmental effects associated with the Project, and hereby adopts the FEIR.

The Planning Commission hereby adopts the FEIR and the MMRP attached as Exhibit 1 and incorporated as part of the CEQA Findings Motion associated with this project. All required improvement and mitigation measures identified in the FEIR and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Conditional Use Authorization to the Board of Supervisors within thirty (30) days after the date of this Motion. The effective date of this Motion if not appealed (After the 30- day period has expired) OR the date of the decision of the Board of Supervisors if appealed to the Board of Supervisors. For further information, please contact the Board of Supervisors at (415) 554- 5184, City Hall, Room 244, 1 Dr. Carlton B. Goodlett Place, San Francisco, CA 94102.

Protest of Fee or Exaction: You may protest any fee or exaction subject to Government Code Section 66000 that is imposed as a condition of approval by following the procedures set forth in Government Code Section 66020. The protest must satisfy the requirements of Government Code Section 66020(a) and must be filed within 90 days of the date of the first approval or conditional approval of the development referencing the challenged fee or exaction. For purposes of Government Code Section 66020, the date of imposition of the fee shall be the date of the earliest discretionary approval by the City of the subject development.

If the City has not previously given Notice of an earlier discretionary approval of the project, the Planning Commission's adoption of this Motion, Resolution, Discretionary Review Action or the Zoning Administrator's Variance Decision Letter constitutes the approval or conditional approval of the development and the City hereby gives NOTICE that the 90-day protest period under Government Code Section 66020 has begun. If the City has already given Notice that the 90-day approval period has begun for the subject development, then this document does not re-commence the 90-day approval period.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on September 3, 2015.

Jonas P. Ionin
Commission Secretary

AYES: Antonini, Fong, Hillis, Johnson, Richards

NAYS: Wu

ABSENT: Moore (recused)

ADOPTED: September 3, 2015

EXHIBIT A

AUTHORIZATION

This authorization is to grant a **Conditional Use Authorization** pursuant to Planning Code Sections 303 and 151.1 to allow accessory off-street parking in excess of principally permitted amounts, in connection with a proposal to construct a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor commercial space, with 133 dwelling-units and 100 off-street parking spaces, on a site that currently contains an above grade parking lot within the C-3-O(SD) Zoning District and the 200-S Height and Bulk District, in general conformance with plans dated April 30, 2015, and stamped "EXHIBIT B" included in the docket for Case No. 2011.1122XVCUA and subject to conditions of approval reviewed and approved by the Commission on September 3, 2015 under Motion No. 19451. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on September 3, 2015, under Motion No 19451.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. 19451 shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Conditional Use authorization and any subsequent amendments or modifications.

SEVERABILITY

The Project shall comply with all applicable City codes and requirements. If any clause, sentence, section or any part of these conditions of approval is for any reason held to be invalid, such invalidity shall not affect or impair other remaining clauses, sentences, or sections of these conditions. This decision conveys no right to construct, or to receive a building permit. "Project Sponsor" shall include any subsequent responsible party.

CHANGES AND MODIFICATIONS

Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new Conditional Use authorization.

Conditions of approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity.** The authorization and right vested by virtue of this action is valid for three (3) years from the effective date of the Motion. The Department of Building Inspection shall have issued a Building Permit or Site Permit to construct the Project and/or commence the approved use within this three-year period.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

2. **Expiration and Renewal.** Should a Building or Site Permit be sought after the three (3) year period has lapsed, the Project Sponsor must seek a renewal of this Authorization by filing an application for an amendment to the original Authorization or a new application for Authorization. Should the Project Sponsor decline to so file, and decline to withdraw the permit application, the Commission shall conduct a public hearing in order to consider the revocation of the Authorization. Should the Commission not revoke the Authorization following the closure of the public hearing, the Commission shall determine the extension of time for the continued validity of the Authorization.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

3. **Diligent pursuit.** Once a Site or Building Permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. Failure to do so shall be grounds for the Commission to consider revoking the approval if more than three (3) years have passed since this Authorization was approved.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

4. **Extension.** All time limits in the preceding three paragraphs shall, at the Project Sponsor's request, be extended by the Zoning Administrator where implementation of the Project is delayed by a public agency, an appeal or a legal challenge and only by the length of time for which such public agency, appeal or challenge has caused delay.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

5. **Conformity with Current Law.** No application for Building Permit, Site Permit, or other entitlement shall be approved unless it complies with all applicable provisions of City Codes in effect at the time of such approval.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

6. **Additional Project Authorization.** The Project Sponsor must obtain a Variance from Section 140, as 39 of the 133 dwelling-units do not meet the Planning Code requirements for exposure, and Section 145.1, as the proposed driveway does not meet the Code requirements for width of parking and loading access, and must satisfy all the conditions thereof. The Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts. The conditions set forth below are additional conditions required in connection with the Project. If these conditions overlap with any other requirement imposed on the Project, the more restrictive or protective condition or requirement, as determined by the Zoning Administrator, shall apply.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

7. **Transferable Development Rights.** Pursuant to Section 128, the Project Sponsor shall purchase the required number of units of Transferrable Development Rights (TDR) and secure a Notice of Use of TDR prior to the issuance of an architectural addendum for all development which exceeds the base FAR of 6.0 to 1, up to a maximum FAR of 9.0 to 1. The net addition of gross floor area subject to the requirement shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

8. **Transit Center District Mello-Roos Community Facility District.** Pursuant to Section 424.8, the Project Sponsor shall participate in the Transit Center District Mello-Roos Community Facility District for the development, as it exceeds an FAR of 9.0 to 1. The fee shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

9. **Improvement and Mitigation Measures.** Improvement and Mitigation measures described in the MMRP attached as **Exhibit 1** of the CEQA Findings Motion associated with the Subject Project are necessary to avoid potential significant impacts of the Project and have been agreed to by the Project Sponsor. Their implementation is a condition of Project approval.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

DESIGN

10. **Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping (including roof deck landscaping), and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

11. **Street Trees.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the Site Permit application indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. The street trees shall be evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements of this Section 428 may be modified or waived by the Zoning Administrator to the extent necessary. The Project currently shows the installation of ten of the fifteen required street trees, with an in-lieu fee requirement applicable for five street trees. The Project shall install the ten (10) street trees and pay the in-lieu fee for the five (5) trees as set forth in Condition Number 23 below, unless the installation of the 10 trees

proves infeasible, in which case the Project shall pay an in-lieu fee for any of the 10 trees not so installed.

Also, as required for all street trees within the C-3 Zoning Districts, new street trees shall have a minimum 2 inch caliper, measured at breast height; branch a minimum of 80 inches above sidewalk grade; be planted in a sidewalk opening at least 16 square feet, have a minimum soil depth of 3 feet 6 inches; and include street tree basins edged with decorative treatment, such as pavers or cobbles.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

12. **Streetscape Elements.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall continue to work with Planning Department staff, in consultation with other City agencies, to refine the design and programming of the required Streetscape features so that it generally meets the standards of the Better Streets and Downtown Plans, as well as all applicable City standards. This includes, but is not limited to the use of the standard downtown paving pattern (dark grey concrete silicate carbonate, 3' scoring), and pedestrian-oriented street lighting. The Project Sponsor shall complete final design of all required street improvements, including procurement of relevant City permits, prior to issuance of the architectural addenda, and shall complete construction of all required street improvements prior to issuance of first temporary certificate of occupancy.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

13. **Garbage, composting and recycling storage.** Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the Site Permit plans. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

14. **Rooftop Mechanical Equipment.** Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan and full building elevations to the Planning Department prior to Planning approval of the architectural addendum to the Site Permit application. Rooftop mechanical equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

In C-3 Districts, additional building volume used to enclose or screen from view the features listed under Planning Code Sections 260 (b)(1)(A) and (B) may not exceed 20 feet in height and may not exceed a total volume, including the volume of the features being enclosed, equal to ¾ of the horizontal area of all upper tower roof areas of the building measured before the addition of any exempt features times 20.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

15. **Lighting Plan.** The Project Sponsor shall submit an exterior lighting plan to the Planning Department prior to Planning Department approval of the architectural addendum to the site permit application.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

16. **Transformer Vault.** The location of individual project PG&E Transformer Vault installations has significant effects to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:
    a. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
    b. On-site, in a driveway, underground;
    c. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
    d. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees; and based on Better Streets Plan guidelines;
    e. Public right-of-way, underground; and based on Better Streets Plan guidelines;
    f. Public right-of-way, above ground, screened from view; and based on Better Streets Plan guidelines;
    g. On-site, in a ground floor façade (the least desirable location).
    h. Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.
For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, http://sfdpw.org

17. **Overhead Wiring.** The Property owner will allow MUNI to install eyebolts in the building adjacent to its electric streetcar line to support its overhead wire system if requested by MUNI or MTA.
For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transit Agency (SFMTA), at 415-701-4500, www.sfmta.org

PARKING AND TRAFFIC

18. **Parking Maximum.** Pursuant to Planning Code Section 151.1, the Project shall provide no more than one parking space per two dwelling units as of right. In addition, the Project may provide up to three parking spaces per four dwelling units as a conditional use. With 133 dwelling units proposed, there is a maximum of 67 off-street parking spaces allowed as-of-right, and an additional 33 off-street parking spaces permitted with a Conditional Use authorization. With 100 off-street parking spaces total included, the Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

19. **Off-street Loading.** Pursuant to Planning Code Section 152.1, the Project shall provide two service vehicle off-street loading spaces in-lieu of the standard one required off-street loading space.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

20. **Car Share.** Pursuant to Planning Code Section 166, no less than one car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

21. **Bicycle Parking (Mixed-Use: New Commercial/Major Renovation and Residential).** Pursuant to Planning Code Sections 155.1, 155.4, and 155.5, the Project shall provide no fewer than 123 bicycle parking spaces (108 Class 1 spaces for the residential portion of the Project and 15 Class 2 spaces - seven for residential and eight for commercial).
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

22. **Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation effects during construction of the Project.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

PROVISIONS

23. **Street Tree In-Lieu Fee.** Pursuant to Planning Code Section 428, the Project Sponsor shall pay an in-lieu fee for five (5) street trees that are required under Planning Code Section 138.1, but that according to the Department of Public Works, cannot be planted. The in-lieu fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

24. **Transit Impact Development Fee.** Pursuant to Planning Code Section 411, the Project Sponsor shall pay the Transit Impact Development Fee (TIDF) for the new retail space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

25. **Transit Center District Open Space Fee.** Pursuant to Planning Code Section 424.6, the Project Sponsor shall pay the Transit Center District Open Space Fee for the new residential space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

26. **Transit Center District Transportation and Street Improvement Fee.** Pursuant to Planning Code Section 424.6, the Project Sponsor shall pay the Transit Center District Transportation and

Street Improvement Fee for the new residential space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

27. **Art - Residential Projects.** Pursuant to Planning Code Section 429, the Project Sponsor must provide on-site artwork, pay into the Public Artworks Fund, or fulfill the requirement with any combination of on-site artwork or fee payment as long as it equals one percent of the hard construction costs for the Project as determined by the Director of the Department of Building Inspection. The Project Sponsor shall provide to the Director necessary information to make the determination of construction cost hereunder. Payment into the Public Artworks Fund is due prior to issuance of the first construction document. If the Project Sponsor elects to provide the artwork on-site, the Conditions set forth in Conditions Numbers 28-30 below shall govern.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

28. **Art Plaques.** Pursuant to Planning Code Section 429(b), the Project Sponsor shall provide a plaque or cornerstone identifying the architect, the artwork creator and the Project completion date in a publicly conspicuous location on the Project Site. The design and content of the plaque shall be approved by Department staff prior to its installation.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

29. **Art - Concept Development.** Pursuant to Planning Code Section 429, the Project Sponsor and the Project artist shall consult with the Planning Department during design development regarding the height, size, and final type of the art. The final art concept shall be submitted for review for consistency with this Motion by, and shall be satisfactory to, the Director of the Planning Department in consultation with the Commission. The Project Sponsor and the Director shall report to the Commission on the progress of the development and design of the art concept prior to the approval of the first building or site permit application.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

30. **Art - Installation.** Pursuant to Planning Code Section 429, prior to issuance of any certificate of occupancy, the Project Sponsor shall install the public art generally as described in this Motion and make it available to the public. If the Zoning Administrator concludes that it is not feasible to install the work(s) of art within the time herein specified and the Project Sponsor provides adequate assurances that such works will be installed in a timely manner, the Zoning Administrator may extend the time for installation for a period of not more than twelve (12) months. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org*

AFFORDABLE UNITS

31. **Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this Project is twenty percent (20%).

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

32. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the Mayor's Office of Housing and Community Development ("MOHCD") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing and Community Development's websites, including on the internet at: http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

a. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOHCD prior to the issuance of the first construction document.

b. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOHCD or its successor.

c. If the Project Sponsor fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the Project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the Project and pursue any and all other remedies at law.

MONITORING

33. **Revocation due to Violation of Conditions.** Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

34. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

35. **Community Liaison.** Prior to issuance of a building permit to construct the Project and implement the approved use, the Project Sponsor shall appoint a community liaison to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

36. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.
For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, http://sfdpw.org

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

RECORDING REQUESTED BY

And When Recorded Mail To:

Name: Ralph DiRuggiero

Address: One Market Plaza
Spear Tower Suite 4150

City: San Francisco

State: CA ZIP: 94105

San Francisco Assessor-Recorder
Carmen Chu, Assessor-Recorder
DOC- 2016-K242910-00
Wednesday, MAY 11, 2016 10:35:02
Ttl Pd $126.00 Rcpt # 0005361832
ofa/FT/1-38

(Space Above This Line For Recorder's Use)

I (We) [illegible] the owner(s) of that certain real property situated in the City and County of San Francisco, State of California more particularly described as follows: (or see attached sheet marked "Exhibit A" on which property is more fully described)

BEING ASSESSOR'S BLOCK: 3741, LOTS: 31 & 35 (PARCEL 3);

COMMONLY KNOWN AS: 75 HOWARD STREET;

hereby give notice that there are special restrictions on the use of said property under Part II, Chapter II of the San Francisco Municipal Code (Planning Code).

Said Restrictions consist of conditions attached to Downtown Project Authorization Application No. 2011.1122XVCUA authorized by the Planning Commission of the City and County of San Francisco on September 3, 2015, as set forth in Planning Commission Motion No. 19450, relating to a Project that would demolish an existing above grade parking garage and construct a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor commercial space, and 133 dwelling-units located at 75 Howard Street, Assessor's Block 3741, Lot 31 and a portion of Block 3741, Lot 35, pursuant to Planning Code Sections 309, 134, 148, 263.9, 270 and 272 within the C-3-O(SD) Zoning District and a 200-S Height and Bulk District.

The restrictions and conditions of which notice is hereby given are:

AUTHORIZATION

This authorization is for a Downtown Project Authorization and Request for Exceptions relating to a Project that would demolish an existing above grade parking garage and construct a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor commercial space, and 133 dwelling-units located at 75 Howard Street, Assessor's Block 3741, Lot 31 and a portion of Block 3741, Lot 35, pursuant to Planning Code Sections 309, 134, 148, 263.9, 270 and 272 within the C-3-O(SD) Zoning District and a 200-S Height and Bulk District, in general conformance with plans, dated

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And When Recorded Mail To:

Name: Ralph DiRuggiero

Address: One Market Plaza
Spear Tower Suite 4150

City: San Francisco

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CONFORMED COPY of document recorded
05/11/2016, 2016K242910
on _____ with document no _____
This document has not been compared with the original
SAN FRANCISCO ASSESSOR-RECORDER

(Space Above This Line For Recorder's Use)

I (We) Daniel A. Lauer, the owner(s) of that certain real property situated in the City and County of San Francisco, State of California more particularly described as follows: (or see attached sheet marked "Exhibit A" on which property is more fully described);

BEING ASSESSOR'S BLOCK: 3741, LOTS: 31 & 35 (PARCEL 3);

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July 13, 2015, and stamped "EXHIBIT B" included in the docket for Case No. 2011.1122XVCUA and subject to conditions of approval reviewed and approved by the Commission on September 3, 2015 under Motion No. 19450. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on September 3, 2015 under Motion No. 19450.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. 19450 shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Downtown Project Authorization and any subsequent amendments or modifications.

SEVERABILITY

The Project shall comply with all applicable City codes and requirements. If any clause, sentence, section or any part of these conditions of approval is for any reason held to be invalid, such invalidity shall not affect or impair other remaining clauses, sentences, or sections of these conditions. This decision conveys no right to construct, or to receive a building permit. "Project Sponsor" shall include any subsequent responsible party.

CHANGES AND MODIFICATIONS

Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new Downtown Project Authorization.

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity.** The authorization and right vested by virtue of this action is valid for three (3) years from the effective date of the Motion. The Department of Building Inspection shall have issued a Building Permit or Site Permit to construct the Project and/or commence the approved use within this three-year period.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

2. **Expiration and Renewal.** Should a Building or Site Permit be sought after the three (3) year period has lapsed, the Project Sponsor must seek a renewal of this Authorization by filing an application for an amendment to the original Authorization or a new application for Authorization. Should the Project Sponsor decline to so file, and decline to withdraw the permit application, the Commission shall conduct a public hearing in order to consider the revocation of the Authorization. Should the Commission not revoke the Authorization following the closure of the public hearing, the Commission shall determine the extension of time for the continued validity of the Authorization.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

3. **Diligent pursuit.** Once a Site or Building Permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. Failure to do so shall be grounds for the Commission to consider revoking the approval if more than three (3) years have passed since this Authorization was approved.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

4. **Extension.** All time limits in the preceding three paragraphs shall, at the Project Sponsor's request, be extended by the Zoning Administrator where implementation of the Project is delayed by a public agency, an appeal or a legal challenge and only by the length of time for which such public agency, appeal or challenge has caused delay.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

5. **Conformity with Current Law.** No application for Building Permit, Site Permit, or other entitlement shall be approved unless it complies with all applicable provisions of City Codes in effect at the time of such approval.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

6. **Additional Project Authorization.** The Project Sponsor must obtain a Variance from Section 140, as 39 of the 133 dwelling-units do not meet the Planning Code requirements for exposure, and Section 145.1, as the proposed driveway does not meet the Code requirements for width of parking and loading access, and must satisfy all the conditions thereof. The Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts. The conditions set forth below are additional

conditions required in connection with the Project. If these conditions overlap with any other requirement imposed on the Project, the more restrictive or protective condition or requirement, as determined by the Zoning Administrator, shall apply.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

7. **Transferable Development Rights.** Pursuant to Section 128, the Project Sponsor shall purchase the required number of units of Transferrable Development Rights (TDR) and secure a Notice of Use of TDR prior to the issuance of an architectural addendum for all development which exceeds the base FAR of 6.0 to 1, up to a maximum FAR of 9.0 to 1. The net addition of gross floor area subject to the requirement shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

8. **Transit Center District Mello-Roos Community Facility District.** Pursuant to Section 424.8, the Project Sponsor shall participate in the Transit Center District Mello-Roos Community Facility District for the development, as it exceeds an FAR of 9.0 to 1. The fee shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

9. **Improvement and Mitigation Measures.** Improvement and Mitigation measures described in the MMRP attached as Exhibit 1 to the CEQA Findings Motion associated with the Subject Project are necessary to avoid potential significant impacts of the Project and have been agreed to by the Project Sponsor. Their implementation is a condition of Project approval.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

DESIGN

10. **Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping (including roof deck landscaping), and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org.

11. **Street Trees.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the Site Permit application indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. The street trees shall be evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements of this Section 428 may be modified or waived by the Zoning Administrator to the

extent necessary. The Project currently shows the installation of ten of the fifteen required street trees, with an in-lieu fee requirement applicable for five street trees. The Project shall install the ten (10) street trees and pay the in-lieu fee for the five (5) trees as set forth in Condition Number 23 below, unless the installation of the 10 trees proves infeasible, in which case the Project shall pay an in-lieu fee for any of the 10 trees not so installed.

Also, as required for all street trees within the C-3 Zoning Districts, new street trees shall have a minimum 2 inch caliper, measured at breast height; branch a minimum of 80 inches above sidewalk grade; be planted in a sidewalk opening at least 16 square feet, have a minimum soil depth of 3 feet 6 inches; and include street tree basins edged with decorative treatment, such as pavers or cobbles.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

12. Streetscape Elements. Pursuant to Planning Code Section 138.1, the Project Sponsor shall continue to work with Planning Department staff, in consultation with other City agencies, to refine the design and programming of the required Streetscape features so that it generally meets the standards of the Better Streets and Downtown Plans, as well as all applicable City standards. This includes, but is not limited to the use of the standard downtown paving pattern (dark grey concrete silicate carbonate, 3' scoring), and pedestrian-oriented street lighting. The Project Sponsor shall complete final design of all required street improvements, including procurement of relevant City permits, prior to issuance of the architectural addenda, and shall complete construction of all required street improvements prior to issuance of first temporary certificate of occupancy.

Additionally, should the adjacent parcel to the east, currently under Department of Public Works jurisdiction be developed as a park / open space by the Project Sponsor, the Project Sponsor shall improve and maintain said park / open space.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

13. Garbage, composting and recycling storage. Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the Site Permit plans. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

14. Rooftop Mechanical Equipment. Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan and full building elevations to the Planning Department prior to Planning approval of the architectural addendum to the Site Permit application. Rooftop mechanical equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

In C-3 Districts, additional building volume used to enclose or screen from view the features listed under Planning Code Sections 260 (b)(1)(A) and (B) may not exceed 20 feet in height and may not exceed a total volume, including the volume of the features being enclosed, equal to ¾ of the

horizontal area of all upper tower roof areas of the building measured before the addition of any exempt features times 20.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

15. Lighting Plan. The Project Sponsor shall submit an exterior lighting plan to the Planning Department prior to Planning Department approval of the architectural addendum to the site permit application.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

16. Transformer Vault. The location of individual project PG&E Transformer Vault installations has significant effects to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:

a. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
b. On-site, in a driveway, underground;
c. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
d. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees, and based on Better Streets Plan guidelines;
e. Public right-of-way, underground, and based on Better Streets Plan guidelines;
f. Public right-of-way, above ground, screened from view, and based on Better Streets Plan guidelines;
g. On-site, in a ground floor façade (the least desirable location).
h. Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, http://sfdpw.org

17. Overhead Wiring. The Property owner will allow MUNI to install eyebolts in the building adjacent to its electric streetcar line to support its overhead wire system if requested by MUNI or MTA.

For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transit Agency (SFMTA), at 415-701-4500, www.sfmta.org

PARKING AND TRAFFIC

18. Parking Maximum. Pursuant to Planning Code Section 151.1, the Project shall provide no more than one parking space per two dwelling units as of right. In addition, the Project may provide up to three parking spaces per four dwelling units as a conditional use. With 133 dwelling units proposed, there is a maximum of 67 off-street parking spaces allowed as-of-right, and an additional 33 off-street parking spaces permitted with a Conditional Use authorization. With 100 off-street parking spaces

total included, the Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

19. **Off-street Loading.** Pursuant to Planning Code Section 152.1, the Project shall provide two service vehicle off-street loading spaces in-lieu of the standard one required off-street loading space.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

20. **Car Share.** Pursuant to Planning Code Section 166, no less than one car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

21. **Bicycle Parking (Mixed-Use: New Commercial/Major Renovation and Residential).** Pursuant to Planning Code Sections 155.1, 155.4, and 155.5, the Project shall provide no fewer than 123 bicycle parking spaces (108 Class 1 spaces for the residential portion of the Project and 15 Class 2 spaces - seven for residential and eight for commercial).
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

22. **Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation effects during construction of the Project.
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the work(s) of art within the time herein specified and the Project Sponsor provides adequate assurances that such works will be installed in a timely manner, the Zoning Administrator may extend the time for installation for a period of not more than twelve (12) months. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org*

Affordable Units

31. **Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this Project is twenty percent (20%).
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

32. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the Mayor's Office of Housing and Community Development ("MOHCD") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing and Community Development's websites, including on the internet at:
http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

a. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOHCD prior to the issuance of the first construction document.

b. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOHCD or its successor.

c. If the Project Sponsor fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the Project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the Project and pursue any and all other remedies at law.

MONITORING

33. **Revocation due to Violation of Conditions.** Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

34. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

35. **Community Liaison.** Prior to issuance of a building permit to construct the Project and implement the approved use, the Project Sponsor shall appoint a community liaison to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

36. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.
For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, http://sfdpw.org

EXHIBIT 1
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT
(Includes Text for Adopted Mitigation Measures and Improvement Measures)

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
MITIGATION MEASURES FOR THE 75 HOWARD STREET PROJECT				
Cultural Resources (Archaeological Resources) Mitigation Measures				
M-CP-1a: Archaeological Testing, Monitoring, Data Recovery and Reporting Based on a reasonable presumption that archaeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archaeological consultant from the pool of qualified archaeological consultants maintained by the Planning Department archaeologist. The archaeological consultant shall undertake an archaeological testing program as specified herein. In addition, the consultant shall be available to conduct an archaeological monitoring and/or data recovery program if required pursuant to this measure. The archaeological consultant's work shall be conducted in accordance with this measure at the direction of the Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archaeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archaeological resource as defined in CEQA Guidelines Sect. 15064.5 (a) and (c).	Project sponsor to retain qualified professional archaeologist from the pool of archaeological consultants maintained by the Planning Department.	Prior to commencement of soil-disturbing activities, submittal of all plans and reports for approval by the ERO.	The archaeological consultant shall undertake an archaeological testing program as specified herein. (See below regarding archaeological consultant's reports).	Considered complete when project sponsor retains a qualified professional archaeological consultant.
Consultation with Descendant Communities On discovery of an archaeological site associated with descendant Native Americans or the Overseas Chinese an appropriate representative of the descendant group and the ERO shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archaeological field investigations of the site and to consult with ERO regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archaeological site. A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.	Project sponsor/archaeological consultant	For the duration of soil-disturbing activities.	Project sponsor/archaeological consultant shall contact the ERO and descendant group representative upon discovery of an archaeological site associated with descendant Native Americans or the Overseas Chinese. The representative of the descendant group shall be given the opportunity to monitor archaeological	Considered complete upon submittal of Final Archaeological Resources Report.

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			field investigations on the site and consult with the ERO regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archaeological site. Archaeological Consultant shall prepare a Final Archaeological Resources Report in consultation with the ERO (per below). A copy of this report shall be provided to the ERO and the representative of the descendant group.	
al Testing Program logical consultant shall prepare and submit to the ERO for review and archaeological testing plan (ATP). The archaeological testing program ducted in accordance with the approved ATP. The ATP shall identify the s of the expected archaeological resource(s) that potentially could be ected by the proposed project, the testing method to be used, and the ommended for testing. The purpose of the archaeological testing program ermine to the extent possible the presence or absence of archaeological l to identify and to evaluate whether any archaeological resource on the site constitutes an historical resource under CEQA.	Project sponsor/Archaeological consultant at the direction of the ERO.	Prior to any excavation, site preparation or construction and prior to testing, an ATP is to be submitted to and approved by the ERO.	Archaeological consultant to undertake ATP in consultation with ERO.	Consid comple approv by ER finding that A implen
letion of the archaeological testing program, the archaeological consultant a written report of the findings to the ERO. If based on the archaeological am the archaeological consultant finds that significant archaeological y be present, the ERO in consultation with the archaeological consultant ine if additional measures are warranted. Additional measures that may be nclude additional archaeological testing, archaeological monitoring, and/or	Project sponsor/Archaeological consultant in consultation with the ERO.	At the completion of the archaeological testing program.	Archaeological consultant to submit results of testing, and if significant archaeological resources may be present, in	Consid comple submit of repo finding

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
an archaeological data recovery program. If the ERO determines that a significant archaeological resource is present and that the resource could be adversely affected by the proposed project, at the discretion of the project sponsor either: A) The proposed project shall be re-designed so as to avoid any adverse effect on the significant archaeological resource; or, B) A data recovery program shall be implemented, unless the ERO determines that the archaeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.			consultation with ERO, determine whether additional measures are warranted. If significant archaeological resources are present and may be adversely affected, project sponsor, at its discretion, may elect to redesign the project, or implement data recovery program, unless ERO determines the archaeological resource is of greater interpretive than research significance and that interpretive use is feasible.	
Archaeological Monitoring Program. If the ERO in consultation with the archaeological consultant determines that an archaeological monitoring program (AMP) shall be implemented the archaeological monitoring program shall minimally include the following provisions: • The archaeological consultant, project sponsor, and ERO shall meet and consult on the scope of the AMP reasonably prior to any project-related soils disturbing activities commencing. The ERO in consultation with the archaeological consultant shall determine what project activities shall be archaeologically monitored. In most cases, any soils-disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archaeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context; • The archaeological consultant shall advise all project contractors to be on the alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the	Project sponsor, and project archaeological consultant, in consultation with the ERO.	The archaeological consultant, project sponsor, and ERO shall meet prior to commencement of soils-disturbing activities. If ERO determines that archaeological monitoring is necessary, monitor throughout all soils-disturbing activities.	If required, Archaeological Consultant to prepare AMP in consultation with the ERO. Project sponsor, project archaeological consultant, archaeological monitor, and project sponsor's contractors shall implement the AMP, if required by the ERO.	Considered complete on approval of AMP by ERO; submittal of report regarding findings of AMP; and finding by ERO that AMP is implemented.

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nt of apparent discovery of an archaeological resource; archaeological monitor(s) shall be present on the project site according to a edule agreed upon by the archaeological consultant and the ERO until the O has, in consultation with project archaeological consultant, determined that ject construction activities could have no effects on significant archaeological osits; archaeological monitor shall record and be authorized to collect soil samples l artifactual/ecofactual material as warranted for analysis; n intact archaeological deposit is encountered, all soils-disturbing activities in vicinity of the deposit shall cease. The archaeological monitor shall be powered to temporarily redirect demolition/excavation/pile ving/construction activities and equipment until the deposit is evaluated. If in case of pile driving activity (foundation, shoring, etc.), the archaeological nitor has cause to believe that the pile driving activity may affect an haeological resource, the pile driving activity shall be terminated until an ropriate evaluation of the resource has been made in consultation with the O. The archaeological consultant shall immediately notify the ERO of the ountered archaeological deposit. The archaeological consultant shall make a sonable effort to assess the identity, integrity, and significance of the ountered archaeological deposit, and present the findings of this assessment to ERO. ot significant archaeological resources are encountered, the archaeological all submit a written report of the findings of the monitoring program to the <u>al Data Recovery Program</u> n consultation with the archaeological consultant, determines that al data recovery programs shall be implemented, the archaeological data gram shall be conducted in accord with an archaeological data recovery plan e archaeological consultant, project sponsor, and ERO shall meet and consult of the ADRP prior to preparation of a draft ADRP. The archaeological all submit a draft ADRP to the ERO. The ADRP shall identify how the a recovery program will preserve the significant information the al resource is expected to contain. That is, the ADRP will identify what torical research questions are applicable to the expected resource, what	Project sponsor and project archaeological consultant, in consultation with ERO.	Upon determination by the ERO that an ADRP is required.	If required, Archaeological consultant to prepare an ADRP in consultation with the ERO.	Consid comple submit ADRP

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data classes the resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archaeological resources if nondestructive methods are practical. The scope of the ADRP shall include the following elements: • *Field Methods and Procedures.* Descriptions of proposed field strategies, procedures, and operations. • *Cataloguing and Laboratory Analysis.* Description of selected cataloguing system and artifact analysis procedures. • *Discard and Deaccession Policy.* Description of and rationale for field and post-field discard and deaccession policies. • *Interpretive Program.* Consideration of an on-site/off-site public interpretive program during the course of the archaeological data recovery program. • *Security Measures.* Recommended security measures to protect the archaeological resource from vandalism, looting, and non-intentionally damaging activities. • *Final Report.* Description of proposed report format and distribution of results. • *Curation.* Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities. Human Remains and Associated or Unassociated Funerary Objects The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the Coroner of the City and County of San Francisco and in the event of the Coroner's determination that the human				

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ASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Stat Cor
Native American remains, notification of the California State Native eritage Commission (NAHC) who shall appoint a Most Likely Descendant . Res. Code Sec. 5097.98). The archaeological consultant, project sponsor, all make all reasonable efforts to develop an agreement for the treatment of, iate dignity, human remains and associated or unassociated funerary objects delines. Sec. 15064.5(d)). The agreement should take into consideration the xcavation, removal, recordation, analysis, custodianship, curation, and final f the human remains and associated or unassociated funerary objects.	Project sponsor and project archaeological consultant, in consultation with the San Francisco Coroner, NAHC and MLD.	In the event human remains and/or funerary objects are encountered.	Archaeological consultant/ Archaeological monitor/project sponsor or contractor to contact San Francisco County Coroner. Implement regulatory requirements, if applicable, regarding discovery of Native American human remains and associated/unassociated funerary objects. Contact Archaeological consultant and ERO.	Consid comple notific San Fr County and N necess
ological Resources Report ogical consultant shall submit a Draft Final Archaeological Resources Report e ERO that evaluates the historical significance of any discovered al resource and describes the archaeological and historical research methods the archaeological testing/monitoring/data recovery program(s) undertaken.	Project sponsor and project archaeological consultant, in consultation with ERO	If applicable, after completion of archaeological data recovery, inventorying, analysis and interpretation.	If applicable, Archaeological consultant to submit a Draft FARR to ERO.	Consid comple submit FARR approv
hat may put at risk any archaeological resource shall be provided in a separate sert within the final report. ed by the ERO, copies of the FARR shall be distributed as follows: rchaeological Site Survey Northwest Information Center (NWIC) shall (1) copy and the ERO shall receive a copy of the transmittal of the FARR . The Environmental Planning division of the Planning Department shall bound, one unbound and one unlocked, searchable PDF copy on CD of the with copies of any formal site recordation forms (CA DPR 523 series) nentation for nomination to the National Register of Historic rnia Register of Historical Resources. In instances of high public interest interpretive value of the resource, the ERO may require a different final t, format, and distribution than that presented above.	Archaeological consultant at the direction of the ERO	If applicable, upon approval of FARR by ERO.	Archaeological Consultant to distribute FARR.	Consid comple Archae consul provid certific ERO t FARR has be comple

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
M-CP-1b: Interpretation Based on a reasonable presumption that archaeological resources may be present within the project site, and to the extent that that the potential significance of some such resources is premised on California Register of Historic Resources Criteria 1 (Events), 2 (Persons), and/or 3 (Design/Construction), the following measure shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall implement an approved program for interpretation of resources. The project sponsor shall retain the services of a qualified archaeological consultant having expertise in California urban historical and marine archaeology. The archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. The particular program for interpretation of artifacts that are encountered within the project site will depend upon the results of the data recovery program and will be the subject of continued discussion between the ERO, consulting archaeologist, and the project sponsor. Such a program may include, but is not limited to, any of the following (as outlined in the ARDTP): surface commemoration of the original location of resources; display of resources and associated artifacts (which may offer an underground view to the public); display of interpretive materials such as graphics, photographs, video, models, and public art; and academic and popular publication of the results of the data recovery. The archaeological consultant's work shall be conducted at the direction of the ERO, and in consultation with the project sponsor. All plans and recommendations for interpretation by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO.	Project sponsor and archaeological consultant, in consultation with ERO.	Prior to issuance of final certificate of occupancy.	Archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. All plans and recommendations for interpretation by the Archaeological consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until deemed final by ERO. ERO to approve final interpretation program. Project sponsor to implement an approved for interpretation program.	Considered complete upon installation of approved interpretation program.
M-CP-1c: Accidental Discovery The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in CEQA Guidelines Section 15064.5(a)(c). The project sponsor shall distribute the Planning Department archaeological resource "ALERT" sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken, each contractor is responsible for ensuring that the "ALERT" sheet is circulated to all field personnel including, machine operators, field crew, pile drivers, supervisory personnel,	Project sponsor to prepare "ALERT" sheet and provide signed affidavit from project contractor, subcontractor(s) and utilities firm(s) stating that all field personnel have received copies of	Prior to any soil-disturbing activities.	Project sponsor to provide signed affidavit from project contractor, subcontractor(s) and utilities firm(s) to the ERO stating that all field personnel have received copies of the "ALERT"	Considered complete upon submission of affidavit regarding distribution of Alert sheet.

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ASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Stat Con
ject sponsor shall provide the ERO with a signed affidavit from the parties (prime contractor, subcontractor(s), and utility firm(s)) to the ERO hat all field personnel have received copies of the Alert Sheet.	the "ALERT" sheet		sheet.	
ndication of an archaeological resource be encountered during any soils tivity of the project, the project Head Foreman and/or project sponsor shall notify the ERO and shall immediately suspend any soils disturbing activities y of the discovery until the ERO has determined what additional measures dertaken.	Project sponsor and project contractor's Head Foreman	During soil-disturbing activities.	Upon potential resource discovery, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery.	Upon discov so of
determines that an archaeological resource may be present within the the project sponsor shall retain the services of an archaeological consultant ool of qualified archaeological consultants maintained by the Planning archaeologist. The archaeological consultant shall advise the ERO as to discovery is an archaeological resource, retains sufficient integrity, and is scientific/historical/cultural significance. If an archaeological resource is archaeological consultant shall identify and evaluate the archaeological The archaeological consultant shall make a recommendation as to what ay, is warranted. Based on this information, the ERO may require, if pecific additional measures to be implemented by the project sponsor.	Project sponsor and archaeological consultant	When determined necessary by the ERO.	ERO to determine if additional measures are necessary to implement.	Consid comple retenti project an arch consul the po qualifi archae consul mainta Planni Depart archae
ight include: preservation in situ of the archaeological resource; an al monitoring program; or an archaeological testing program. If an al monitoring program or archaeological testing program is required, it nsistent with the Planning Department division guidelines for such The ERO may also require that the project sponsor immediately implement y program if the archaeological resource is at risk from vandalism, looting, aging actions.				
archaeological consultant shall submit a FARR to the ERO that evaluates l significance of any discovered archaeological resource and describing the al and historical research methods employed in the archaeological				

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report. Copies of the Draft FARR shall be sent to the ERO for review and approval. Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive one bound copy, one unbound copy and one unlocked, searchable PDF copy on CD three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, the ERO may require a different final report content, format, and distribution than that presented above.	Project sponsor and archaeological consultant Project sponsor and archaeological consultant	When determined necessary by the ERO. When determined necessary by the ERO.	Archaeological consultant to prepare draft and FARR, and to submit FARR to ERO for review final FARR. Once FARR approved by ERO, project sponsor /archaeological consultant to ensure distribution of FARR.	Considered complete upon ERO approval of FARR. Considered complete upon ERO approval of FARR.
M-CP-3: Paleontological Resources Monitoring and Mitigation Program. The project sponsor shall retain the services of a qualified paleontological consultant having expertise in California paleontology to design and implement a Paleontological Resources Monitoring and Mitigation Program (PRMMP). The PRMMP shall include a description of when and where construction monitoring would be required; emergency discovery procedures; sampling and data recovery procedures; procedure for the preparation, identification, analysis, and curation of fossil specimens and data recovered; preconstruction coordination procedures; and procedures for reporting the results of the monitoring program. The PRMMP shall be consistent with the Society for Vertebrate Paleontology Standard Guidelines for the mitigation of construction-related adverse impacts to paleontological resources and the requirements of the designated repository for any fossils collected. During construction, earth-moving activities shall be monitored by a qualified paleontological consultant having expertise in California paleontology in the areas where these activities have the potential to disturb previously undisturbed native sediment or sedimentary rocks. Monitoring need not be conducted in areas where the ground has been previously disturbed, in areas of artificial fill, in areas underlain by nonsedimentary rocks, or in areas where exposed sediment would be buried, but otherwise undisturbed.	Project sponsor to retain appropriately qualified paleontological consultant to prepare PRMMP, carry out monitoring, and reporting, if required.	Prior to and during construction.	ERO to approve final PRMMP.	Considered complete upon approval of final PRMMP.

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SURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Stat Con
nt's work shall be conducted in accordance with this measure and at the the City's ERO. Plans and reports prepared by the consultant shall be st and directly to the ERO for review and comment, and shall be raft reports subject to revision until final approval by the ERO. cal monitoring and/or data recovery programs required by this measure id construction of the proposed project for as short a duration as reasonably in no event for more than a maximum of four weeks. At the direction of suspension of construction can be extended beyond four weeks only if nsion is the only feasible means to reduce potential effects on a significant cal resource as previously defined to a less-than-significant level.	The project paleontological consultant to consult with the ERO as indicated.	Prior to and during construction, if required.	Consultant shall provide brief monthly reports to ERO during monitoring or as identified in the PRMMP, and notify the ERO immediately if work should stop for data recovery during monitoring. The ERO to review and approve the final documentation as established in the PRMMP.	Consid comple approv docum ERO.
Cumulative Archaeological Resources mentation of Mitigation Measure M-CP-1a: Archaeological Testing, Data Recovery and Reporting; Mitigation Measure M-CP-1b: on; and Mitigation Measure M-CP-1c: Accidental Discovery, the oject's contribution to cumulative impacts would not be cumulatively e.	Project sponsor and archaeological consultant	When determined necessary by the ERO.	Archaeological consultant to prepare drafts to ERO for review final.	Consid comple ERO a
ion and Circulation Mitigation Measures				
Modifications to the Intersection of Spear and Howard Streets the current configuration of Spear Street were to be implemented as part of iblic Realm Plan, configuration of the northbound and southbound approaches Street shall be modified to incorporate left-turn-only lanes and minor o the traffic signal timings at the intersection of Spear and Howard streets.	Project sponsor in consultation with Department of Public Works (DPW), San Francisco Municipal Transit Agency (SFMTA), and the Planning Department.	Prior to project finalization, if required.	Project sponsor to consult with and request Planning Department, DPW, and SFMTA, to consider reconfiguration of Steuart Street as part of the TCDP Public Realm Plan.	Consid comple request project reconfi Steuart part of Public Plan.

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Noise Mitigation Measures				
M-NO-1a: Noise Control Measures During Pile Driving [TCDP EIR M-NO-2a] A set of site-specific noise attenuation measures shall be completed under the supervision of a qualified acoustical consultant. These attenuation measures shall include as many of the following control strategies, and any other effective strategies, as feasible: • The project sponsor shall require the construction contractor to erect temporary plywood noise barriers along the boundaries of the project site to shield potential sensitive receptors and reduce noise levels; • The project sponsor shall require the construction contractor to implement "quiet" pile-driving technology (such as predrilling of piles, sonic pile drivers, and the use of more than one pile driver to shorten the total pile driving duration), where feasible, in consideration of geotechnical and structural requirements and conditions; • The project sponsor shall require the construction contractor to monitor the effectiveness of noise attenuation measures by taking noise measurement; and The project sponsor shall require that the construction contractor limit pile driving activity to result in the least disturbance to neighboring uses.	Project sponsor, construction contractor(s), and qualified acoustical consultant.	Prior to receiving building permit, incorporate feasible practices identified in M-NO-1a, under the supervision of a qualified acoustical consultant, into the construction contract agreement documents. Control practices should be implemented throughout the pile driving duration.	Project sponsor to submit to Planning Department and Department of Building Inspection (DBI) documentation of compliance of implemented control practices that show construction contractor agreement with specified practices.	Considered complete upon submittal of documentation incorporating identified practices.
M-NO-1b: General Construction Noise Control Measures [TCDP EIR M-NO-2b] To ensure that project noise from construction activities is minimized to the maximum extent feasible, the project sponsor shall undertake the following: • The project sponsor shall require the general contractor to ensure that equipment and trucks used for project construction utilize the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures and acoustically-attenuating shields or shrouds, wherever feasible). • The project sponsor shall require the general contractor to locate stationary noise sources (such as compressors) as far from adjacent or nearby sensitive receptors as possible, to muffle such noise sources, and to construct barriers around such sources and/or the construction site, which could reduce construction noise by as much as five dBA. To further reduce noise, the contractor shall locate stationary equipment in pit areas or excavated areas, if feasible. • The project sponsor shall require the general contractor to use impact tools (e.g., jack hammers, pavement breakers, and rock drills) that are hydraulically or electrically powered wherever possible to avoid noise associated with compressed	Project sponsor and construction contractor(s)	Prior to the issuance of the building permit, along with the submission of construction documents, the project sponsor shall submit to the Planning Department and DBI a list of measures to respond to and track complaints pertaining to construction noise.	Project sponsor to submit to Planning Department and DBI construction a list of measures to respond to and track complaints pertaining to noise. Project sponsor to provide copies of contract documents to Planning Department that show construction contractor agreement with specified practices.	Considered complete upon submittal of contract documents incorporating identified practices.

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aust from pneumatically powered tools. Where use of pneumatic tools is dable, an exhaust muffler on the compressed air exhaust shall be used, with external noise jackets on the tools, which could reduce noise levels by h as 10 dBA. oject sponsor shall include noise control requirements in specifications ed to construction contractors. Such requirements could include, but not be to, performing all work in a manner that minimizes noise to the extent e; use of equipment with effective mufflers; undertaking the most noisy es during times of least disturbance to surrounding residents and nts, as feasible; and selecting haul routes that avoid residential buildings ch as such routes are otherwise feasible. to the issuance of the building permit, along with the submission of ction documents, the project sponsor shall submit to the Planning Department BI a list of measures to respond to and track complaints pertaining to ction noise. These measures shall include (1) a procedure and phone numbers tifying DBI, the Department of Public Health, and the Police Department regular construction hours and off-hours); (2) a sign posted on-site describing omplaint procedures and a complaint hotline number that shall be answered at es during construction; (3) designation of an on-site construction complaint nforcement manager for the project; and (4) notification of neighboring ts and non-residential building managers within 300 feet of the project ction area at least 30 days in advance of extreme noise generating activities d as activities generating noise levels of 90 dBA or greater) about the ted duration of the activity.				

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M-NO-3: Interior Mechanical Equipment [from TCDP EIR M-NO-1e] The project sponsor shall require that effects of mechanical equipment noise on adjacent and nearby noise-sensitive uses be evaluated by a qualified acoustical consultant and that control of mechanical noise, as specified by the acoustical consultant, be incorporated into the final project design of new buildings to achieve the maximum feasible reduction of building equipment noise, consistent with *Building Code* and Noise Ordinance requirements and CEQA thresholds, such as through the use of fully noise-insulated enclosures around rooftop equipment and/or incorporation of mechanical equipment into intermediate building floor(s).	Project sponsor and qualified acoustical consultant	Prior to building permit issuance, a qualified acoustical consultant shall confirm that the final project design achieves the maximum feasible reduction of building equipment noise to minimize effects of the proposed project's mechanical equipment noise on adjacent and nearby noise-sensitive uses.	Project sponsor shall submit verification to the Planning Department and DBI from a qualified acoustical consultant that recommend measures to reduce noise effects from mechanical equipment noise have been implemented into the final project design.	Considered complete upon submittal of confirmation from acoustical consultant that measures have been incorporated into the final project design.
M-C-NO-1a: Cumulative Construction Noise Control Measures [TCDP EIR M-C-NO] The project sponsor shall cooperate with and participate in any City-sponsored construction noise control program for the Transit Center District Plan area or other City-sponsored areawide program developed to reduce potential effects of construction noise in the project vicinity. Elements of such a program could include a community liaison program to inform residents and building occupants of upcoming construction activities, staggering of construction schedules so that particularly noisy phases of work do not overlap at nearby project sites, and, potentially, noise and/or vibration monitoring during construction activities that are anticipated to be particularly disruptive.	Project sponsor and project construction contractor(s)	Prior to and during project construction activities of the proposed project, and ongoing during building occupancy for the duration of construction activities within the Transit Center District Plan Area.	Project sponsor shall participate in any City-sponsored construction noise control program, if necessary, and implement applicable elements as a result of such program.	Considered complete upon submittal of contract documents to the Planning Department and submittal of documentation designating compliance with City-sponsored construction control program.
Air Quality Mitigation Measures				
M-AQ-2 – Construction Emissions Minimization [TCDP EIR M-AQ-5] A. *Construction Emissions Minimization Plan.* Prior to issuance of a construction permit, the project sponsor shall submit a Construction Emissions Minimization Plan (Plan) to the Environmental Review Officer (ERO) for review and approval by an	Project sponsor and construction contractor(s) shall	Prior to the commencement of construction activities,	Project sponsor/contractor to submit a Construction Emissions Minimization	Considered complete upon ERO/Planning

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nental Planning Air Quality Specialist. The Plan shall detail project ace with the following requirements: off-road equipment greater than 25 horsepower (hp) and operating for re than 20 total hours over the entire duration of construction activities shall et the following requirements: Where access to alternative sources of power are available, portable diesel engines shall be prohibited; All off-road equipment shall have: i. Engines that meet or exceed either U.S. Environmental Protection Agency (USEPA) or California Air Resources Board (ARB) Tier 2 off-road emission standards, and ii. Engines that are retrofitted with an ARB Level 3 Verified Diesel Emissions Control Strategy (VDECS). Exceptions: i. Exceptions to A(1)(a) may be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that an alternative source of power is limited or infeasible at the project site and that the requirements of this exception provision apply. Under this circumstance, the sponsor shall submit documentation of compliance with A(1)(b) for onsite power generation. ii. Exceptions to A(1)(b)(ii) may be granted if the project sponsor has submitted information providing evidence to the satisfaction of the ERO that a particular piece of off-road equipment with an ARB Level 3 VDECS is: (1) technically not feasible, (2) would not produce desired emissions reductions due to expected operating modes, (3) installing the control device would create a safety hazard or impaired visibility for the operator, or (4) there is a compelling emergency need to use off-road equipment that are not retrofitted with an ARB Level 3 VDECS and the sponsor has submitted documentation to the ERO that the requirements of this exception provision apply. If granted an exception to A(1)(b)(ii), the project sponsor must comply with the requirements of A(1)(c)(iii).	prepare and implement Construction Emissions Minimization Plan.	the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications. The Plan shall be kept on site and available for review. A sign shall be posted at the perimeter of the construction site indicating the basic requirements of the Plan and where copies of the Plan are available to the public for review.	Plan. Monthly reports shall be submitted to the ERO indicating the construction phase and off-road equipment information used during each phase. For off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used. Within six months of the completion of construction activities, the project sponsor shall submit to the ERO a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.	Depart review approv Constr Emissi Minim or alte measu achiev e

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iii. If an exception is granted pursuant to A(1)(c)(ii), the project sponsor shall provide the next cleanest piece of off-road equipment as provided by the step down schedules in Table 4.G.6.

Table 4.G.6 – Off-Road Equipment Compliance Step-down Schedule

Compliance Alternative	Engine Emission Standard	Emissions Control
1	Tier 2	ARB Level 2 VDECS
2	Tier 2	ARB Level 1 VDECS
3	Tier 2	Alternative Fuel*

How to use the table: If the requirements of (A)(1)(b) cannot be met, then the project sponsor would need to meet Compliance Alternative 1. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 1, then Compliance Alternative 2 would need to be met. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 2, then Compliance Alternative 3 would need to be met.
* Alternative fuels are not a VDECS.

2. The project sponsor shall require the idling time for off-road and on-road equipment be limited to no more than *two* minutes, except as provided in exceptions to the applicable State regulations regarding idling for off-road and on-road equipment. Legible and visible signs shall be posted in multiple languages (English, Spanish, Chinese) in designated queuing areas and at the construction site to remind operators of the two minute idling limit.

3. The project sponsor shall require that construction operators properly maintain and tune equipment in accordance with manufacturer specifications.

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Plan shall include estimates of the construction timeline by phase with a ription of each piece of off-road equipment required for every truction phase. Off-road equipment descriptions and information may ude, but is not limited to: equipment type, equipment manufacturer, pment identification number, engine model year, engine certification (Tier ig), horsepower, engine serial number, and expected fuel usage and hours peration. For VDECS installed: technology type, serial number, make, el, manufacturer, ARB verification number level, and installation date and r meter reading on installation date. For off-road equipment using native fuels, reporting shall indicate the type of alternative fuel being l. Plan shall be kept on-site and available for review by any persons uesting it and a legible sign shall be posted at the perimeter of the truction site indicating to the public the basic requirements of the Plan and ty to request a copy of the Plan. The project sponsor shall provide copies lan to members of the public as requested. ;. Monthly reports shall be submitted to the ERO indicating the ion phase and off-road equipment information used during each phase the information required in A(4). In addition, for off-road equipment rnative fuels, reporting shall include the actual amount of alternative fuel thin six months of the completion of construction activities, the project hall submit to the ERO a final report summarizing construction activities. report shall indicate the start and end dates and duration of each ion phase. For each phase, the report shall include detailed information n A(4). In addition, for off-road equipment using alternative fuels, shall include the actual amount of alternative fuel used. *ion Statement and On-site Requirements.* Prior to the commencement of ion activities, the project sponsor must certify (1) compliance with the (2) all applicable requirements of the Plan have been incorporated into pecifications.				

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M-AQ-4a: Best Available Control Technology for Diesel Generators [TCDP EIR M-AQ-3] All diesel generators shall have engines that (1) meet Tier 4 Final or Tier 4 Interim emission standards, or (2) meet Tier 2 emission standards and are equipped with a California ARB Level 3 Verified Diesel Emissions Control Strategy (VDECS).	Project sponsor	Prior to building permit issuance.	Project sponsor shall submit documentation to the Planning Department verifying best available control technology for all installed diesel generators on the project site.	Considered complete upon submittal of documentation to the Planning Department.
M-AQ-4b: Air Filtration Measures [TCDP EIR M-AQ-2] *Air Filtration and Ventilation Requirements for Sensitive Land Uses.* Prior to receipt of any building permit, the project sponsor shall submit a ventilation plan for the proposed building(s). The ventilation plan shall show that the building ventilation system removes at least 80 percent of the outdoor $PM_{2.5}$ concentrations from habitable areas and be designed by an engineer certified by ASHRAE [the American Society of Heating, Refrigeration and Air Conditioning Engineers], who shall provide a written report documenting that the system meets the 80 percent performance standard identified in this measure and offers the best available technology to minimize outdoor to indoor transmission of air pollution. *Maintenance Plan.* Prior to receipt of any building permit, the project sponsor shall present a plan that ensures ongoing maintenance for the ventilation and filtration systems.	Project sponsor	Prior to receiving building permit.	Project sponsor shall submit an air-filtration and ventilation plan, and maintenance plan to the Planning Department.	Considered complete upon Planning Department review and approval by the air-filtration and ventilation plan, and maintenance plan.
• *Disclosure to buyers and renters.* The project sponsor shall also ensure the disclosure to buyers (and renters) that the building is located in an area with existing sources of air pollution and as such, the building includes an air filtration and ventilation system designed to remove 80 percent of outdoor particulate matter and shall inform occupants of the proper use of the installed air filtration system.	Project sponsor or building management representative	Prior to move in activities of potential buyers or renters.	Project sponsor or building management representative shall provide disclosures to buyers (and renters) that the building is located in an area with existing sources of air pollution, and that the building includes an air filtration and ventilation system designed to remove 80 percent of outdoor particulate matter.	Disclosure documents shall be provided to buyers and renters for the duration of building occupancy.

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Resources Mitigation Measures				
Design Standards to Render Building Less Hazardous to Birds				
ed project and project variants shall conform with the locational standards Code Section 139, *Standards for Bird-Safe Buildings*, specific only to the pplicable to locational hazards as described in Planning Code Section 139.	Project sponsor and architect shall conform to applicable requirements.	Prior to building permit issuance.	Project sponsor shall provide building plans to Planning Department and DBI for review.	Consid compl approv issuan buildi
g as a percentage of the façade. Bird-Safe Glazing Treatment is required nat the Bird Collision Zone [the building façade from grade and extending ds for 60 feet, and glass façades directly adjacent to landscaped roofs 2 or larger and extending upwards 60 feet from the level of the subject roof] the San Francisco Bay consists of no more than 10 percent untreated g. Building owners would concentrate permitted transparent glazing on the l floor and lobby entrances to enhance visual interest for pedestrians.				
afe Glazing Treatments: these include fritting, permanent stencils, frosted exterior screens, physical grids placed on the exterior of glazing or UV is visible to birds. Vertical elements of the pattern shall be at least ¼-inch with a maximum spacing of 4 inches, and horizontal elements shall be at /8-inch wide with a maximum spacing of 2 inches. Equivalent treatments ntended by a qualified biologist may be used if approved by the Zoning istrator. No glazing shall have a "Reflectivity Out" coefficient greater than cent.				
al lighting (limited to pedestrian safety needs) shall be used. Lighting shall elded. No uplighting should be used. No event searchlights should be ted.				
al axis windmills or vertical axis wind generators that do not appear solid d.				
Night Lighting Minimization [TCDP EIR I-BI-2]				
ce with the voluntary San Francisco Lights Out Program, the proposed variants would implement bird-safe building operations to prevent and rdstrike impacts, including but not limited to the following measures:	Project sponsor and architect.	During project design and environmental review.	Project sponsor to submit building plans to the Planning Department for review.	Consi compl approv issuan buildi
e building lighting from exterior sources by:				
imizing amount and visual impact of perimeter lighting and façade				

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uplighting and avoid up-lighting of rooftop antennae and other tall equipment, as well as of any decorative features; o Installing motion-sensor lighting; o Utilizing minimum wattage fixtures to achieve required lighting levels. • Reduce building lighting from interior sources by: o Dimming lights in lobbies, perimeter circulation areas, and atria; o Turning off all unnecessary lighting by 11:00 p.m. through sunrise, especially during peak migration periods (mid-March to early June and late August through late October); o Utilizing automatic controls (motion sensors, photo-sensors, etc.) to shut off lights in the evening when no one is present; Encouraging the use of localized task lighting to reduce the need for more extensive overhead lighting; o Scheduling nightly maintenance to conclude by 11:00 p.m.; and, o Educating building residents and other users about the dangers of night lighting to birds.				
Hazards and Hazardous Materials Mitigation Measures				
M-HZ-1a: Hazardous Building Materials Abatement The project sponsor of any development project in the TCDP area shall ensure that any building planned for demolition or renovation is surveyed for hazardous building materials including PCB-containing electrical equipment, fluorescent light ballasts containing PCBs or DEHP, and fluorescent light tubes containing mercury vapors. These materials shall be removed and properly disposed of prior to the start of demolition or renovation. Old light ballasts that are proposed to be removed during renovation shall be evaluated for the presence of PCBs and in the case where the presence of PCBs in the light ballast cannot be verified, they shall be assumed to contain PCBs, and handled and disposed of as such, according to applicable laws and regulations. Any other hazardous building materials identified either before or during demolition or renovation shall be abated according to Federal, State, and local laws and regulations.	Project sponsor	Prior to any demolition or construction activities.	If necessary, the project sponsor to provide hazardous materials survey and abatement results to the Planning Department and SFDPH.	Considered complete upon submittal of abatement results.

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MENT MEASURES FOR THE 75 HOWARD STREET PROJECT				
ransit Information for Residents ge the use of transit to/from the project site, the project sponsor should ansportation insert in the new resident's move-in packet that would rmation on available transit service (nearby lines, schedules and fares), on where Clipper Cards could be purchased, and information on the 511 deshare Program.	Project sponsor or building management	Prior to building occupancy.	Project sponsor to provide move-in packet to Planning Department.	Transit informa be prov buyers for the building oc
riveway Operations Plan operator of the proposed project shall implement and adhere to all aspects *way Operations Plan*, presented in the 75 Howard Street Project ion Study. The *Driveway Operations Plan* shall be a living document for ie project driveway, recorded with the Planning Department as part of the file. All updates to the *Driveway Operations Plan* shall be reviewed and the Director of Planning, or his or her designee. quest of the Director of Planning, or his or her designee, the tor shall submit to the Department evidence of compliance with the *perations Plan*, including but not limited to, records of loading dock security camera footage. ing Director, or his or her designee, suspects that the facility tor is not adhering to the *Driveway Operations Plan*, the Planning shall notify the property owner in writing. If after 90 days since written the Department determines that the owner/operator is still not adhering to *y Operations Plan*, the driveway shall be considered in violation of the f Approval.	Project sponsor or building management	Ongoing during building occupancy.	Project sponsor to adhere to *Driveway Operations Plan* and provide evidence of compliance to the Planning Department, if requested.	Conside complet submitt drivewa operatic
ehicle Queues and Pedestrian Conflicts ie responsibility of the owner/operator of the proposed project to ensure queues do not block any portion of the sidewalk or roadway of Howard ding any portion of any travel lanes or bike lanes. The owner/operator sure that no substantial pedestrian conflict as defined below is created at driveway.	Project Sponsor or building management	On-going during building occupancy.	Project sponsor to ensure that recurring vehicle queues do not occur on Howard Street adjacent to the proposed project site.	If neces conside complet submitt evaluati vehicle

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A vehicle queue is defined as one or more stopped vehicles destined to the project garage blocking any portion of the Howard Street sidewalk or roadway for a consecutive period of three minutes or longer on a daily or weekly basis, or for more than five percent of any 60-minute period. Queues could be caused by unconstrained parking demand exceeding parking space or valet/mechanical parking system capacity; vehicles waiting for safe gaps in high volumes of pedestrian traffic; car or truck congestion within the parking garage or loading area; or a combination of these or other factors. A substantial pedestrian conflict is defined as a condition where drivers of inbound and/or outbound vehicles, frustrated by the lack of safe gaps in pedestrian traffic, unsafely merge their vehicle across the sidewalk while pedestrians are present and force pedestrians to stop or change direction to avoid contact with the vehicle, and / or contact between pedestrians and the vehicle would occur. If vehicle queues or substantial conflicts occur, the owner/operator of the facility shall employ abatement methods as needed to abate the queue and / or conflict. Appropriate abatement methods would vary depending on the characteristics and causes of the queue and conflict. Suggested abatement methods include but are not limited to the following: redesign of facility to improve vehicle circulation and / or on-site queue capacity; employment of additional valet attendants or improved mechanical parking system; use of off-site parking facilities or shared parking with nearby uses; travel demand management strategies such as additional bicycle parking or resident/visitor shuttles; parking demand management strategies such as time-of-day parking surcharges; and / or limiting hours of access to the project driveway during periods of peak pedestrian traffic. If the Planning Director, or his or her designee, suspects that vehicle queues or a substantial conflict are present, the Planning Department shall notify the property owner in writing. The owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than seven days. The consultant shall submit a report to the Department documenting conditions. Upon review of the report, the Department shall determine whether or not queues and / or a substantial conflict exists, and shall notify the garage owner/operator of the determination in writing. If the Department determines that queues or a substantial conflict do exist, upon notification, the facility owner/operator shall have 90 days from the date of the written determination to carry out abatement measures. If after 90 days the Department			If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Planning Department shall notify the project sponsor in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. If the Planning Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.	implementation of any necessary abatement issues.

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hat vehicle queues and / or a substantial conflict are still present or that perator has been unsuccessful at abating the identified vehicle queues or onflicts, the hours of inbound and / or outbound access of the project all be limited during peak hours. The hours and directionality of the ations shall be determined by the Planning Department, communicated to perator in writing, and recorded in an updated *Driveway Operations Plan*. perator shall be responsible for limiting the hours of project driveway ecified by the Planning Department.				
tallation of Pedestrian Alerting Devices vement measure to minimize conflicts between pedestrians and vehicles e proposed project, a mirror and an audible and visual device would be he garage entrance to automatically alert pedestrians when a vehicle is acility.	Project sponsor and project construction contractor(s) to install pedestrian alert device.	Prior to building occupancy.	Project sponsor to notify Planning Department and DBI upon installation of the alert device.	C co installat device.
stallation of Bicycle Racks on the Steuart Street Plaza vement measure to accommodate hotel and restaurant/retail visitors bicycle, the project sponsor would coordinate the installation of bicycle Steuart Street plaza with the SFMTA. The project sponsor would work to establish the appropriate number and best location of the bicycle	Project sponsor	Prior to completion of construction.	Project sponsor to coordinate with SFMTA to establish the location and number of bicycle racks.	Conside complet installat bicycle

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I-TR-G: Provision of Bicycle Signage and Information As an improvement measure to facilitate bicycle travel the project sponsor will add appropriate signage and information in/near bicycle parking areas describing access to local bicycle routes and entries/exits to and from the bicycle parking area.	Project sponsor	Prior to completion of construction.	Project sponsor to coordinate with SFMTA on appropriate signage.	Considered complete upon installation of bicycle signage.
I-TR-I: Sidewalk Widening To improve pedestrian conditions in the area and to facilitate pedestrian movement in front of the project site, the project sponsor would work with Planning Department, SFMTA, and DPW to consider the potential construction of a wider sidewalk on the south side of Howard Street. The south sidewalk would be widened by approximately 7 feet, from the an existing width of about 13.5 feet to approximately 21.5 feet, starting at the west edge of the project site and extending east through the proposed Steuart Street Plaza, and onto The Embarcadero. The project sponsor would be required to fund the design and construction of this improvement. To facilitate passenger drop offs and pick ups, the existing 16-foot-wide sidewalk would be widened for an approximate length of 35 feet at the proposed curbside white zone in front of the restaurant entrance near Steuart Street. Thus, the sidewalk widening would extend for a total distance of approximately 273 feet, 115 ft. from the west edge to Steuart Street, excluding the proposed passenger zone, 76 feet through the proposed Steuart Street Plaza, and 82 feet to The Embarcadero. This improvement measure would require that the proposed 24-foot wide curb cut that provides access into the Basement Level 1 parking garage and loading docks be widened to about 26 feet, in order to facilitate truck turning movements in and out of the building. This improvement measure would also require the additional elimination of four automobile and two motorcycle metered spaces on the south side of Howard Street (two automobile spaces in front of the project site, and two automobile and two motorcycle spaces west of Steuart Street), resulting in the elimination of a total of 15 automobile and two motorcycle metered spaces by the proposed project and the two variants. The increase in parking utilization created by the elimination of these on-street spaces would add to the expected parking deficits in the area during the midday period, but would be expected to be accommodated by other existing on-street spaces in the area during the evening period. The parking deficits associated with the	Project sponsor and project construction contractor(s).	Throughout the construction duration.	Project sponsor and project construction contractor(s) to consider coordinating with DPW, SFMTA, the Fire Department, the Planning Department and other applicable City agencies. If required, contractor to prepare a Traffic Control Plan (TCP) for project construction activities.	Considered complete upon construction of sidewalk improvements.

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roject and Variants would not create a significant parking impact.				
eservation of Curb Parking for Residential Move-In and Move-Out sponsor shall ensure that parking spaces on Howard Street, adjacent to the are reserved as needed through the SFMTA by calling the San Francisco ervice Center (311) prior to move-in and move-out activities. This would otential for double parking on Howard Street during move-in and move-s. The project sponsor could also require tenants to schedule and move-in and move-out activities with building management to space out vities.	Project sponsor or building management	On-going during building occupancy.	Project sponsor or building management to recommend that tenants schedule and coordinate move-in and move-out activities with SFMTA.	Ongoin duratio buildin occupa
nstallation of Turntable Operation Device ovement measure to minimize conflicts between incoming vehicles and rations at the Basement Level 1, a device will be installed at the bottom of amp to automatically alert motorists when the loading turntable is in use. g device will provide visual and audible messages to drivers to stop and turntable to complete its rotation.	Project sponsor and project construction contractor(s)	On-going during building occupancy.	Project sponsor to coordinate with Planning Department on appropriate signage.	Consid comple installa signag

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(Includes Text for Adopted Mitigation Measures and Improvement Measures)

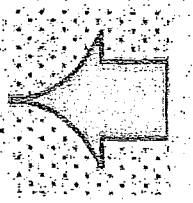
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Status/Date Completed
I-TR-L: Expanded Traffic Control Plan for Construction To reduce potential conflicts between construction activities and pedestrians, transit and vehicles at the project site, the project sponsor and project contractor would be required to prepare a Traffic Control Plan (TCP) for the project construction period. In addition to the standard elements of the TCP such as coordination with the SFMTA, DPW, San Francisco Fire Department, etc., and the mandatory compliance with the *San Francisco Regulations for Working in San Francisco Streets* (the "Blue Book"), the expanded TCP could include: • Implementation of any necessary lane closures during times that avoid the a.m. and p.m. peak commute periods, • Stationing of uniformed off-duty San Francisco Police officers at various locations to facilitate the movement of pedestrians, bicyclists and transit vehicles • Scheduling of construction truck trips during hours of the day other than the peak morning and evening commute periods, and • Development of a construction activities plan so that certain activities such as pile driving do not disturb the Muni Metro tunnel located west of the project site.	Project sponsor and project construction contractor(s)	During project construction.	Project sponsor and construction contractor to consider TCP expansion measures while meeting with Department of Public Works, SFMTA, the Fire Department, Muni Operations, and other City agencies on feasible measure to reduce traffic congestion during construction.	Considered complete upon approval of Traffic Control Plan.
I-TR-M: Carpool and Transit Access for Construction Workers As an improvement measure to minimize parking demand and vehicle trips associated with construction workers, the construction contractor would include methods to encourage carpooling and transit access to the project site by construction workers as part of a Construction Management Plan.	Project sponsor and construction contractor(s)	Implement measure throughout all phases of construction. Considered complete upon completion of construction.	Project sponsor could request the construction contractor to encourage carpooling and transit access to the site by construction workers.	Considered complete upon completion of construction.
I-TR-N: Project Construction Updates for Adjacent Businesses and Residents As an improvement measure to minimize construction impacts on access to nearby locations, the project sponsor would provide nearby residences and adjacent businesses with regularly-updated information regarding project construction, including construction activities, peak construction vehicle activities (e.g., concrete pours), travel lane closures, parking lane and sidewalk closures. A web site could be created by project sponsor that would provide current construction information of interest to neighbors, as well as contact information for specific construction inquiries or concerns.	Project sponsor or construction contractor(s)	Implement measure throughout all phases of construction. Considered complete upon completion of construction.	Project sponsor to provide nearby residences and adjacent businesses with regularly-updated information regarding project construction and appropriate contact information. An e-mail notice could be circulated	Considered complete upon completion of construction.

EXHIBIT 1
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 75 HOWARD STREET PROJECT
(Includes Text for Adopted Mitigation Measures and Improvement Measures)

ASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Actions and Responsibility	Stat Con
			by the project sponsor that would provide current construction information of interest to neighbors.	
s an improvement measure to reduce wind speeds in areas of usable open roof of the tower, the project sponsor shall strive to install, or cause to be nd reduction measures that could include windscreens along the exposed the roof. Additional windscreens and/or landscaping should be on the west and northwest sides of any seating areas.	Project sponsor and architect.	Prior to building permit issuance.	Project sponsor shall provide building plans to Planning Department and DBI for review.	Ongoin duratio buildin occupar
nant Education sponsor would provide their tenants with a copy of the City's Standards e Buildings. This is required to educate the building's occupants about birds of nighttime lighting.	Project sponsor and building management	On-going during building occupancy.	Project sponsor and building management to consider providing educational information prior to tenant move-in and during annual informational meetings.	Ongoin duratio buildin occupar
mergency Plan sponsor, in conjunction with the building manager, shall prepare an initial Plan that shall include at a minimum: monitoring by the building agency forecasts of tsunamis and floods, methods for notifying residents es of such risks, and evacuation plans. The plan shall be prepared prior y of any part of the proposed project. The building manager shall l update the Emergency Plan annually. The building manager shall cational meetings for residents and businesses at least three times per year drills regarding the Emergency Plan at least once per year.	Project sponsor and building management	Plan shall be prepared prior to building occupancy and shall be updated annually. Educational meetings shall be held at least three times per year for duration of building occupancy.	Project sponsor and building management to prepare plan and provide educational meetings.	Ongoin duratio buildin occupar

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

The use of said property contrary to these special restrictions shall constitute a violation of the Planning Code, and no release, modification or elimination of these restrictions shall be valid unless notice thereof is recorded on the Land Records by the Zoning Administrator of the City and County of San Francisco; except that in the event that the zoning standards above are modified so as to be less restrictive and the uses therein restricted are thereby permitted and in conformity with the provisions of the Planning Code, this document would no longer be in effect and would be null and void.



(Signature) Daniel A. Lauer (Printed Name)

Dated: 5/10 (Month, Day), 20 16 at New York (City), California. New York

(Signature) (Printed Name)

Dated: (Month, Day), 20 at (City), California.

(Signature) (Printed Name)

Dated: (Month, Day), 20 at (City), California.

Each signature must be acknowledged by a notary public before recordation; add Notary Public Certification(s) and Official Notarial Seal(s).

ACKNOWLEDGMENT

STATE OF New York)
) ss.:
COUNTY OF New York)

On May 10, 2016, before me, the undersigned, a notary public in and for said state, personally appeared Daniel A. Lauer personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that (he)(she) executed the same in (his)(her) capacity and that by (his)(her) signature on the instrument, the individual or the person on behalf of which the individual acted, executed the instrument.

Andrea Fallon
Notary Public

ANDREA FALLON
Notary Public, State of New York
Certificate No. 01FA5016002
Qualified in New York County
Commission Expires August 2, 2017

TAB 9

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

RECORDING REQUESTED BY

And When Recorded Mail To:

Name: Ralph DiRuggiero

Address: One Market Plaza
Spear Tower Suite 4150

City: San Francisco

State: CA ZIP: 94105

San Francisco Assessor-Recorder
Carmen Chu, Assessor-Recorder
DOC- 2016-K285544-00
Check Number 8136
Tuesday, JUL 12, 2016 15:18:38
Ttl Pd $57.00 Rcpt # 0005409475
okc/KC/1-15

(Space Above This Line For Recorder's Use)

I (We) RDF 75 Howard LP, the owner(s) of that certain real property situated in the City and County of San Francisco, State of California more particularly described as follows: (or see attached sheet marked "Exhibit A" on which property is more fully described):

BEING ASSESSOR'S BLOCK: 3741; LOTS: 031 & 035 (PARCEL 3);

COMMONLY KNOWN AS: 75 HOWARD STREET;

hereby give notice that there are special restrictions on the use of said property under Part II, Chapter II of the San Francisco Municipal Code (Planning Code).

Said Restrictions consist of conditions attached to **Conditional Use Application No. 2011.1122XVCUA** authorized by the Planning Commission of the City and County of San Francisco on **September 3, 2015**, as set forth in Planning Commission **Motion No. 19451, pursuant to Planning Code Sections 303 and 151.1 to allow accessory off-street parking in excess of principally permitted amounts, in connection with a proposal to construct a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor commercial space, with 133 dwelling-units and 100 off-street parking spaces, on a site that currently contains an above grade parking lot within the C-3-O(SD) Zoning District and the 200-S Height and Bulk District.**

The restrictions and conditions of which notice is hereby given are:

AUTHORIZATION

This authorization is to grant a **Conditional Use Authorization** pursuant to Planning Code Sections 303 and 151.1 to allow accessory off-street parking in excess of principally permitted amounts, in connection with a proposal to construct a new, 20-story-over-basement, approximately 220-foot tall, 284,300 gsf building containing approximately 5,824 gsf of ground floor commercial space, with 133 dwelling-units and 100 off-street parking spaces, on a site that currently contains an above grade parking lot within the C-3-O(SD) Zoning District and the 200-S Height and Bulk District, in general conformance with plans dated April 30, 2015, and stamped "EXHIBIT B" included in the docket for Case No. 2011.1122XVCUA

and subject to conditions of approval reviewed and approved by the Commission on September 3, 2015 under Motion No. 19451. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on September 3, 2015, under Motion No 19451.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. 19451 shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Conditional Use authorization and any subsequent amendments or modifications.

SEVERABILITY

The Project shall comply with all applicable City codes and requirements. If any clause, sentence, section or any part of these conditions of approval is for any reason held to be invalid, such invalidity shall not affect or impair other remaining clauses, sentences, or sections of these conditions. This decision conveys no right to construct, or to receive a building permit. "Project Sponsor" shall include any subsequent responsible party.

CHANGES AND MODIFICATIONS

Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new Conditional Use authorization.

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity.** The authorization and right vested by virtue of this action is valid for three (3) years from the effective date of the Motion. The Department of Building Inspection shall have issued a Building Permit or Site Permit to construct the Project and/or commence the approved use within this three-year period.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

2. **Expiration and Renewal.** Should a Building or Site Permit be sought after the three (3) year period has lapsed, the Project Sponsor must seek a renewal of this Authorization by filing an application for an amendment to the original Authorization or a new application for Authorization. Should the Project Sponsor decline to so file, and decline to withdraw the permit application, the Commission shall conduct a public hearing in order to consider the revocation of the Authorization. Should the Commission not revoke the Authorization following the closure of the public hearing, the Commission shall determine the extension of time for the continued validity of the Authorization.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

3. **Diligent pursuit.** Once a Site or Building Permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. Failure to do so shall be grounds for the Commission to consider revoking the approval if more than three (3) years have passed since this Authorization was approved.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

4. **Extension.** All time limits in the preceding three paragraphs shall, at the Project Sponsor's request, be extended by the Zoning Administrator where implementation of the Project is delayed by a public agency, an appeal or a legal challenge and only by the length of time for which such public agency, appeal or challenge has caused delay.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

5. **Conformity with Current Law.** No application for Building Permit, Site Permit, or other entitlement shall be approved unless it complies with all applicable provisions of City Codes in effect at the time of such approval.
   For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

6. **Additional Project Authorization.** The Project Sponsor must obtain a Variance from Section 140, as 39 of the 133 dwelling-units do not meet the Planning Code requirements for exposure, and Section 145.1, as the proposed driveway does not meet the Code requirements for width of parking and loading access, and must satisfy all the conditions thereof. The Project Sponsor must

also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts. The conditions set forth below are additional conditions required in connection with the Project. If these conditions overlap with any other requirement imposed on the Project, the more restrictive or protective condition or requirement, as determined by the Zoning Administrator, shall apply.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

7. **Transferable Development Rights.** Pursuant to Section 128, the Project Sponsor shall purchase the required number of units of Transferrable Development Rights (TDR) and secure a Notice of Use of TDR prior to the issuance of an architectural addendum for all development which exceeds the base FAR of 6.0 to 1, up to a maximum FAR of 9.0 to 1. The net addition of gross floor area subject to the requirement shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

8. **Transit Center District Mello-Roos Community Facility District.** Pursuant to Section 424.8, the Project Sponsor shall participate in the Transit Center District Mello-Roos Community Facility District for the development, as it exceeds an FAR of 9.0 to 1. The fee shall be determined based on drawings submitted with the Building Permit Application.
For information about compliance, contact the Planning Department at 415-558-6378, www.sf-planning.org

9. **Improvement and Mitigation Measures.** Improvement and Mitigation measures described in the MMRP attached as **Exhibit 1** of the CEQA Findings Motion associated with the Subject Project are necessary to avoid potential significant impacts of the Project and have been agreed to by the Project Sponsor. Their implementation is a condition of Project approval.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.

DESIGN

10. **Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping (including roof deck landscaping), and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

11. **Street Trees.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the Site Permit application indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. The street trees shall be

evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements of this Section 428 may be modified or waived by the Zoning Administrator to the extent necessary. The Project currently shows the installation of ten of the fifteen required street trees, with an in-lieu fee requirement applicable for five street trees. The Project shall install the ten (10) street trees and pay the in-lieu fee for the five (5) trees as set forth in Condition Number 23 below, unless the installation of the 10 trees proves infeasible, in which case the Project shall pay an in-lieu fee for any of the 10 trees not so installed.

Also, as required for all street trees within the C-3 Zoning Districts, new street trees shall have a minimum 2 inch caliper, measured at breast height; branch a minimum of 80 inches above sidewalk grade; be planted in a sidewalk opening at least 16 square feet, have a minimum soil depth of 3 feet 6 inches; and include street tree basins edged with decorative treatment, such as pavers or cobbles.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

12. **Streetscape Elements.** Pursuant to Planning Code Section 138.1, the Project Sponsor shall continue to work with Planning Department staff, in consultation with other City agencies, to refine the design and programming of the required Streetscape features so that it generally meets the standards of the Better Streets and Downtown Plans, as well as all applicable City standards. This includes, but is not limited to the use of the standard downtown paving pattern (dark grey concrete silicate carbonate, 3' scoring), and pedestrian-oriented street lighting. The Project Sponsor shall complete final design of all required street improvements, including procurement of relevant City permits, prior to issuance of the architectural addenda, and shall complete construction of all required street improvements prior to issuance of first temporary certificate of occupancy.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

13. **Garbage, composting and recycling storage.** Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the Site Permit plans. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

14. **Rooftop Mechanical Equipment.** Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan and full building elevations to the Planning Department prior to Planning approval of the architectural addendum to the Site Permit application. Rooftop mechanical

equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

In C-3 Districts, additional building volume used to enclose or screen from view the features listed under Planning Code Sections 260 (b)(1)(A) and (B) may not exceed 20 feet in height and may not exceed a total volume, including the volume of the features being enclosed, equal to ¾ of the horizontal area of all upper tower roof areas of the building measured before the addition of any exempt features times 20.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

15. **Lighting Plan.** The Project Sponsor shall submit an exterior lighting plan to the Planning Department prior to Planning Department approval of the architectural addendum to the site permit application.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

16. **Transformer Vault.** The location of individual project PG&E Transformer Vault installations has significant effects to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:
    a. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
    b. On-site, in a driveway, underground;
    c. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
    d. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees; and based on Better Streets Plan guidelines;
    e. Public right-of-way, underground; and based on Better Streets Plan guidelines;
    f. Public right-of-way, above ground, screened from view; and based on Better Streets Plan guidelines;
    g. On-site, in a ground floor façade (the least desirable location).
    h. Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, http://sfdpw.org

17. **Overhead Wiring.** The Property owner will allow MUNI to install eyebolts in the building adjacent to its electric streetcar line to support its overhead wire system if requested by MUNI or MTA.

For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transit Agency (SFMTA), at 415-701-4500, www.sfmta.org

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

PARKING AND TRAFFIC

18. **Parking Maximum.** Pursuant to Planning Code Section 151.1, the Project shall provide no more than one parking space per two dwelling units as of right. In addition, the Project may provide up to three parking spaces per four dwelling units as a conditional use. With 133 dwelling units proposed, there is a maximum of 67 off-street parking spaces allowed as-of-right, and an additional 33 off-street parking spaces permitted with a Conditional Use authorization. With 100 off-street parking spaces total included, the Project Sponsor must also obtain a Conditional Use Authorization, pursuant to Planning Code Sections 155.1 and 303, to allow accessory off-parking in excess of principally permitted amounts.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

19. **Off-street Loading.** Pursuant to Planning Code Section 152.1, the Project shall provide two service vehicle off-street loading spaces in-lieu of the standard one required off-street loading space.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

20. **Car Share.** Pursuant to Planning Code Section 166, no less than one car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

21. **Bicycle Parking (Mixed-Use: New Commercial/Major Renovation and Residential).** Pursuant to Planning Code Sections 155.1, 155.4, and 155.5, the Project shall provide no fewer than 123 bicycle parking spaces (108 Class 1 spaces for the residential portion of the Project and 15 Class 2 spaces - seven for residential and eight for commercial).
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

22. **Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation effects during construction of the Project.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

PROVISIONS

23. **Street Tree In-Lieu Fee.** Pursuant to Planning Code Section 428, the Project Sponsor shall pay an in-lieu fee for five (5) street trees that are required under Planning Code Section 138.1, but that according to the Department of Public Works, cannot be planted. The in-lieu fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

24. **Transit Impact Development Fee.** Pursuant to Planning Code Section 411, the Project Sponsor shall pay the Transit Impact Development Fee (TIDF) for the new retail space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

25. **Transit Center District Open Space Fee.** Pursuant to Planning Code Section 424.6, the Project Sponsor shall pay the Transit Center District Open Space Fee for the new residential space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

26. **Transit Center District Transportation and Street Improvement Fee.** Pursuant to Planning Code Section 424.6, the Project Sponsor shall pay the Transit Center District Transportation and Street Improvement Fee for the new residential space based on drawings submitted with the Building Permit Application. The fee shall be paid prior to the issuance of the first construction document.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

27. **Art - Residential Projects.** Pursuant to Planning Code Section 429, the Project Sponsor must provide on-site artwork, pay into the Public Artworks Fund, or fulfill the requirement with any combination of on-site artwork or fee payment as long as it equals one percent of the hard construction costs for the Project as determined by the Director of the Department of Building Inspection. The Project Sponsor shall provide to the Director necessary information to make the determination of construction cost hereunder. Payment into the Public Artworks Fund is due prior to issuance of the first construction document. If the Project Sponsor elects to provide the artwork on-site, the Conditions set forth in Conditions Numbers 28-30 below shall govern.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

28. **Art Plaques.** Pursuant to Planning Code Section 429(b), the Project Sponsor shall provide a plaque or cornerstone identifying the architect, the artwork creator and the Project completion date in a publicly conspicuous location on the Project Site. The design and content of the plaque shall be approved by Department staff prior to its installation.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

29. **Art – Concept Development.** Pursuant to Planning Code Section 429, the Project Sponsor and the Project artist shall consult with the Planning Department during design development regarding the height, size, and final type of the art. The final art concept shall be submitted for review for consistency with this Motion by, and shall be satisfactory to, the Director of the Planning Department in consultation with the Commission. The Project Sponsor and the Director shall report to the Commission on the progress of the development and design of the art concept

prior to the approval of the first building or site permit application.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

30. **Art - Installation.** Pursuant to Planning Code Section 429, prior to issuance of any certificate of occupancy, the Project Sponsor shall install the public art generally as described in this Motion and make it available to the public. If the Zoning Administrator concludes that it is not feasible to install the work(s) of art within the time herein specified and the Project Sponsor provides adequate assurances that such works will be installed in a timely manner, the Zoning Administrator may extend the time for installation for a period of not more than twelve (12) months. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org*

AFFORDABLE UNITS

31. **Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this Project is twenty percent (20%).
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

32. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the Mayor's Office of Housing and Community Development ("MOHCD") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing and Community Development's websites, including on the internet at: http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing and Community Development at 415-701-5500, www.sf-moh.org.

a. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOHCD prior to the issuance of the first construction document.

b. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of

this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOHCD or its successor.

c. If the Project Sponsor fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the Project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the Project and pursue any and all other remedies at law.

MONITORING

33. **Revocation due to Violation of Conditions.** Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

34. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

35. **Community Liaison.** Prior to issuance of a building permit to construct the Project and implement the approved use, the Project Sponsor shall appoint a community liaison to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

36. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, http://sfdpw.org

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

The use of said property contrary to these special restrictions shall constitute a violation of the Planning Code, and no release, modification or elimination of these restrictions shall be valid unless notice thereof is recorded on the Land Records by the Zoning Administrator of the City and County of San Francisco; except that in the event that the zoning standards above are modified so as to be less restrictive and the uses therein restricted are thereby permitted and in conformity with the provisions of the Planning Code, this document would no longer be in effect and would be null and void.

See attached
(Signature) (Printed Name)

Dated: _____, 20____ **at** _____, **California.**
(Month, Day) (City)

(Signature) (Printed Name)

Dated: _____, 20____ **at** _____, **California.**
(Month, Day) (City)

(Signature) (Printed Name)

Dated: _____, 20____ **at** _____, **California.**
(Month, Day) (City)

Each signature must be acknowledged by a notary public before recordation; add Notary Public Certification(s) and Official Notarial Seal(s).

[Signature Page to Notice of Special Restrictions under the Planning Code]

RDF 75 Howard LP, a Delaware limited partnership

By: RDF 75 Howard GP LLC, Its General Partner

By: Paramount Group Operating Partnership LP, Its Manager

By: Paramount Group, Inc., Its General Partner

By: _____
Name: Daniel A. Lauer
Title: Executive Vice President

ACKNOWLEDGMENT

STATE OF New York)
) ss:
COUNTY OF New York)

On July 11, 2016, before me, the undersigned, a notary public in and for said state, personally appeared Daniel A. Lauer personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that (he)(she) executed the same in (his)(her) capacity and that by (his)(her) signature on the instrument, the individual or the person on behalf of which the individual acted, executed the instrument.

_____
Notary Public

ANDREA FALLON
Notary Public, State of New York
Certificate No. 01FA5016002
Qualified in New York County
Commission Expires August 2, 2017

EXHIBIT A

LEGAL DESCRIPTION

All that certain real property situated in the County of San Francisco, State of California, described as follows:

City OF San Francisco

PARCEL ONE:

LOT 31 AS SHOWN AND DESCRIBED ON THAT CERTAIN PARCEL MAP BEING A RESUBDIVISION OF ASSESSOR'S LOTS 1, 16, 17, 19 AND 26 BLOCK 3741 ALSO BEING A PORTION OF 100 VARA BLOCK 322 RECORDED DECEMBER 22, 1981 IN BOOK 22 OF PARCEL MAPS AT PAGE 61 IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, CALIFORNIA.

PARCEL TWO:

A PERPETUAL EASEMENT AT GROUND LEVEL ONLY FOR VEHICULAR AND PEDESTRIAN ACCESS IN AND TO STEUART STREET OVER AND ACROSS THE FOLLOWING DESCRIBED PARCEL OF LAND AS RESERVED IN THE DEED FROM DELTA TERMINALS, INC., A CALIFORNIA CORPORATION TO THE STATE OF CALIFORNIA RECORDED OCTOBER 14, 1955 IN BOOK 6714, OFFICIAL RECORDS PAGE 524:

BEGINNING AT A POINT ON THE SOUTHWESTERLY LINE OF STEUART STREET, DISTANT THEREON NORTH 44 DEGREES 52' 05" WEST 11.32 FEET FROM THE MOST EASTERLY CORNER OF THE PROPERTY DESCRIBED IN THAT CERTAIN DEED EXECUTED BY DELTA TERMINALS, INC., TO THE STATE OF CALIFORNIA, RECORDED OCTOBER 14, 1955 IN BOOK 6714 OFFICIAL RECORDS AT PAGE 524, IN THE OFFICE OF THE RECORDER OF THE CITY AND COUNTY OF SAN FRANCISCO, STATE OF CALIFORNIA; THENCE SOUTH 77 DEGREES 58' 24" WEST 62.48 FEET; THENCE FROM A TANGENT THAT BEARS NORTH 5 DEGREES 44' 49" EAST ALONG A CURVE TO THE LEFT, WITH A RADIUS OF 958 FEET, A CENTRAL ANGLE OF 1 DEGREE 30' 05", AN ARC DISTANCE OF 25.10 FEET; THENCE NORTH 77 DEGREES 58' 24" EAST 39.63 FEET TO SAID SOUTHWESTERLY LINE OF STEUART STREET: THENCE ALONG LAST SAID LINE SOUTH 44 DEGREES 52' 05" EAST 28.57 FEET TO THE POINT OF BEGINNING.

SAID EASEMENT IS APPURTENANT ONLY TO THAT PORTION OF PARCEL ONE DESCRIBED AS FOLLOWS:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTHWESTERLY LINE OF STEUART STREET AND THE SOUTHEASTERLY LINE OF HOWARD STREET; THENCE SOUTHWESTERLY AND ALONG SAID LINE OF HOWARD STREET 100 FEET; THENCE A TA RIGHT ANGLE SOUTHEASTERLY 192.215 FEET; THENCE FROM A TANGENT THAT BEARS NORTH 9 DEGREES 20' 01" EAST ALONG A CURVE TO THE LEFT WITH A RADIUS OF 958 FEET, CENTRAL ANGLE 7 DEGREES 46' 40", AN ARC DISTANCE OF 130.05 FEET TO THE SOUTHWESTERLY LINE OF STEUART STREET: THENCE NORTHWESTERLY ALONG SAID LINE OF STEUART STREET 109.233 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM AS QUITCLAIMED IN DEED RECORDED JUNE 16, 1983, IN BOOK D538, PAGE 1661, OFFICIAL RECORDS, THAT PORTION OF SAID EASEMENT LYING SOUTHEASTERLY OF A LINE DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWESTERLY CORNER OF SAID EASEMENT; THENCE ALONG A LINE THAT IS AT RIGHT ANGLES TO THE SOUTHWESTERLY LINE OF STEUART STREET N. 45 DEGREES 07' 55" E., 52.49 FEET TO THE SAID SOUTHWESTERLY LINE OF STEUART STREET.

PARCEL THREE:

EXHIBIT A
(Continued)

AN EASEMENT AT GROUND LEVEL ONLY FOR VEHICULAR AND PEDESTRIAN ACCESS IN AND TO STEUART STREET UPON, OVER AND ACROSS A PORTION OF THE PARCEL OF LAND CONVEYED TO STATE OF CALIFORNIA BY DEED RECORDED OCTOBER 14, 1955 IN VOLUME 6714 AT PAGE 524 OF OFFICIAL RECORDS OF THE CITY AND COUNTY OF SAN FRANCISCO DESCRIBED AS FOLLOWS:

COMMENCING ON THE WESTERLY LINE OF SAID PARCEL, AT THE SOUTHWESTERLY CORNER OF THAT CERTAIN 1225 SQUARE FOOT EASEMENT FOR VEHICULAR AND PEDESTRIAN ACCESS PURPOSES RESERVED IN SAID DEED; THENCE ALONG SAID WESTERLY LINE, FROM A TANGENT THAT BEARS N. 5 DEGREES 44' 49" E., ALONG A CURVE TO THE LEFT WITH A RADIUS OF 958.00 FEET, THROUGH AN ANGLE OF 4 DEGREES, 11' 28", AN ARC LENGTH OF 70.08 FEET TO THE NORTHERLY CORNER OF SAID PARCEL ON THE SOUTHWESTERLY LINE OF STEUART STREET; THENCE ALONG LAST SAID LINE S. 44 DEGREES 52' 05" E., 46.40 FEET TO A LINE THAT IS AT RIGHT ANGLES TO SAID SOUTHWESTERLY STREET LINE AND PASSES THROUGH THE POINT OF COMMENCEMENT; THENCE ALONG LAST SAID LINE S. 45 DEGREES 07' 55" W., 52.49 FEET TO THE POINT OF COMMENCEMENT.

EXCEPTING THEREFROM ALL THAT PORTION OF THE ACCESS EASEMENT RESERVED IN THE DEED RECORDED OCTOBER 14, 1955 IN VOLUME 6714 AT PAGE 524, OFFICIAL RECORDS OF CITY AND COUNTY OF SAN FRANCISCO, LYING NORTHWESTERLY OF THE COURSE DESCRIBED ABOVE AS "S. 45 DEGREES 07' 55" W., 52.49 FEET.

PARCEL FOUR:

APPURTENANT TO PARCEL ONE ABOVE TWO (2) 4 FOOT EASEMENTS FOR EXISTING OVERHANGING ARCHITECTURAL ENCROACHMENTS FOR LIFE OF THE PRESENT EXISTING STRUCTURE LOCATED ON PARCEL ONE ABOVE AS SAID EASEMENTS ARE SHOWN ON SAID PARCEL MAP.

APN: Lot 031, Block 3741

TAB 10

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

RECORDING REQUESTED BY

And When Recorded Mail To:

Name: Ralph DiRuggiero

Address: One Market Plaza
Spear Tower Suite 4150

City: San Francisco

State: CA ZIP: 94105

San Francisco Assessor-Recorder
Carmen Chu, Assessor-Recorder
DOC- 2016-K285543-00
Check Number 8136
Tuesday, JUL 12, 2016 15:18:27
Ttl Pd $24.00 Rcpt # 0005409474
okc/KC71-4

(Space Above This Line For Recorder's Use)

I (We) RDF 75 Howard LP, the owner(s) of that certain real property situated in the City and County of San Francisco, State of California more particularly described as follows: (or see attached sheet marked "Exhibit A" on which property is more fully described):

BEING ASSESSOR'S BLOCK: 3741, LOTS: 031 & 035 (PARCEL 3);

COMMONLY KNOWN AS: 75 HOWARD STREET;

hereby give notice that there are special restrictions on the use of said property under Part II, Chapter II of the San Francisco Municipal Code (Planning Code).

Said Restrictions consist of conditions attached to Variance Application No. 2011.1122XVCUA granted by the Zoning Administrator of the City and County of San Francisco on November 19, 2015, to **demolish the existing above grade, eight-story parking garage and construct a new 20-story-over-garage, 220-foot tall, 284,300 gross square foot building containing 133 dwelling units, 5,824 square feet of ground floor retail space, 100 off-street parking spaces, and 123 bicycle parking spaces (108 Class 1; 15 Class 2).**

The restrictions and conditions of which notice is hereby given are:

1. Any future physical expansion, even in the buildable area, shall be reviewed by the Zoning Administrator to determine if the expansion is compatible with existing neighborhood character and scale. If the Zoning Administrator determines that there would be a significant or extraordinary impact, the Zoning Administrator shall require either notice to adjacent and/or affected property owners or a new Variance application be sought and justified.

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

2. The proposed project must meet these conditions and all applicable City Codes. In case of conflict, the more restrictive controls apply.

3. Minor modifications as determined by the Zoning Administrator may be permitted.

4. The owner of the subject property shall record on the land records of the City and County of San Francisco the conditions attached to this Variance decision as a Notice of Special Restrictions in a form approved by the Zoning Administrator.

5. This Variance Decision and the recorded Notice of Special Restrictions shall be reproduced on the Index Sheet of the construction plans submitted with the Site or Building Permit Application for the Project. This Index Sheet of the construction plans shall reference the Variance Case Number.

The use of said property contrary to these special restrictions shall constitute a violation of the Planning Code, and no release, modification or elimination of these restrictions shall be valid unless notice thereof is recorded on the Land Records by the Zoning Administrator of the City and County of San Francisco; except that in the event that the zoning standards above are modified so as to be less restrictive and the uses therein restricted are thereby permitted and in conformity with the provisions of the Planning Code, this document would no longer be in effect and would be null and void.

See attached

(Signature) (Printed Name)

Dated: _____, 20____ **at** _____, **California.**
(Month, Day) (City)

(Signature) (Printed Name)

Dated: _____, 20____ **at** _____, **California.**
(Month, Day) (City)

(Signature) (Printed Name)

Dated: _____, 20____ **at** _____, **California.**
(Month, Day) (City)

Each signature must be acknowledged by a notary public before recordation; add Notary Public Certification(s) and Official Notarial Seal(s).

[Signature Page to Notice of Special Restrictions under the Planning Code]

RDF 75 Howard LP, a Delaware limited partnership

By: RDF 75 Howard GP LLC, Its General Partner

By: Paramount Group Operating Partnership LP, Its Manager

By: Paramount Group, Inc., Its General Partner

By: _____
Name: Daniel A. Lauer
Title: Executive Vice President

ACKNOWLEDGMENT

STATE OF New York)
) ss:
COUNTY OF New York)

On July 11, 2016, before me, the undersigned, a notary public in and for said state, personally appeared Daniel A. Lauer personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that (he)(she) executed the same in (his)(her) capacity and that by (his)(her) signature on the instrument, the individual or the person on behalf of which the individual acted, executed the instrument.

_____
Notary Public

ANDREA FALLON
Notary Public, State of New York
Certificate No. 01FA5016002
Qualified in New York County
Commission Expires August 2, 2017

EXHIBIT A

LEGAL DESCRIPTION

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City OF San Francisco

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PARCEL THREE:

Print Form

Introduction Form

By a Member of the Board of Supervisors or the Mayor

I hereby submit the following item for introduction (select only one):

☒ 1. For reference to Committee. (An Ordinance, Resolution, Motion, or Charter Amendment)

☐ 2. Request for next printed agenda Without Reference to Committee.

☐ 3. Request for hearing on a subject matter at Committee.

☐ 4. Request for letter beginning "Supervisor [ ] inquires"

☐ 5. City Attorney request.

☐ 6. Call File No. [ ] from Committee.

☐ 7. Budget Analyst request (attach written motion).

☐ 8. Substitute Legislation File No. [ ]

☐ 9. Reactivate File No. [ ]

☐ 10. Question(s) submitted for Mayoral Appearance before the BOS on [ ]

Please check the appropriate boxes. The proposed legislation should be forwarded to the following:

☐ Small Business Commission ☐ Youth Commission ☐ Ethics Commission

☐ Planning Commission ☐ Building Inspection Commission

Note: For the Imperative Agenda (a resolution not on the printed agenda), use a Imperative Form.

Sponsor(s):

Supervisor Kim

Subject:

Accept and Expend Gift- RDF 75 Howard LP - Citywide Affordable Housing Fund $6,010,047

The text is listed below or attached:

See attached.

Signature of Sponsoring Supervisor:

For Clerk's Use Only:

File #161073

MAYOR'S OFFICE OF HOUSING AND COMMUNITY DEVELOPMENT
CITY AND COUNTY OF SAN FRANCISCO

EDWIN M. LEE
MAYOR

OLSON LEE
DIRECTOR

September 29, 2016

Sarah Ghalandari
Gibson, Dunn & Crutcher, LLP
555 Mission Street
San Francisco, CA 94105-0921
sghalandari@gibsondunn.com

Re: San Francisco Planning Code Section 415 ("Inclusionary Housing Program")
Affordable Housing Fee Determination for 75 Howard Street
Planning Department Case Motion Nos. 19448, 19449, 19450, and 19451 Case No. 2011.1122

Dear Ms. Ghalandari:

Thank you for having provided an updated unit mix for the above referenced project at 75 Howard Street. In response to your request for a Fee Determination received on September 26, 2016, we are providing a fee calculation pursuant to Planning Code Section 415.3(b)(4)(c)(3), for projects located in the C-3-0 Zoning District that received entitlement approval prior to January 12, 2016.

Based on the date that the first discretionary entitlement was approved (September 3, 2015), the Planning Code specifies that the project sponsor shall pay a fee that is equivalent to the provision of 20% of the market rate units as off-site affordable housing units. According to your plans, the principal project will have a total of 120 dwelling units, with a mix of one-, two-, three-, and four-bedroom units, as detailed below.

The following chart details the total fee required based on the total number of units and the unit-mix of the principal project.

Inclusionary Housing Program: Affordable Housing Fee Determination				
Address:	75 Howard Street			
Unit Size	Market Rate Total	Fee By Unit Size*	20%	Fee Payable
SRO/Group Housing	0	$148,506	20%	$0
Studio	0	$198,008	20%	$0
1 bedroom	29	$268,960	20%	$1,559,968
2 bedroom	68	$366,369	20%	$4,982,618
3 bedroom	19	$417,799	20%	$1,587,636
4 bedroom	4	$521,431	20%	$417,145
Totals:	120			$8,547,367
2016 fee schedule, with percentages for projects approved prior to the passage of Prop C.				

1 South Van Ness Avenue • San Francisco, California 94103 • (415) 701-5500 FAX (415) 701-5501

The Department of Building Inspection (DBI) is responsible for issuing a report outlining preliminary estimates of all development impact and other fees owed for a development project. Prior to issuance of the first building permit or, in the case where a site permit is issued, the first addendum authorizing construction of the project, a final report will be issued. Please note that the Affordable Housing Fee, like other fees, is adjusted annually and revised fees are effective January 1 of each year. The adjusted fee rate applies to impact fees paid on or after the effective date of any such fee adjustments, regardless of the date of permit filing or the date of the issuance of the preliminary fee assessment rate as shown on DBI's Citywide Development Fee Register for the particular project.

Payments for development impact and other fees must be made at the Permit Center, DBI, 1660 Mission, 6th floor, San Francisco, CA 94103. Questions should be directed to 558-6131. Please contact DBI before paying the fee. DBI must issue you a report on all fees owed before you can pay this fee.

If your development grows or shrinks in terms of total units, or if your unit mix changes from that stated on your fee request, you must contact our office with any adjustments to your planning approval so that we may issue a fee determination for any remaining or over-counted units.

If the City has not previously given notice under Government Code Section 66020 of an earlier discretionary approval of the project involving imposition of a fee or exaction as defined by Government Code Section 66020, the City hereby gives NOTICE that the 90-day protest period under Government Code Section 66020 has begun. If the City has already given Notice that the 90-day period has begun for the subject development, then this document does not recommence the 90-day protest period.

Please feel free to contact the Mayor's Office of Housing and Community Development at (415) 701-5500 if you have any questions about this letter.

Sincerely,

OLSON LEE
Director

cc:
Tina Chang, Planner, San Francisco Planning Department
Kate Conner, San Francisco Planning Department
Taras Madison, San Francisco Department of Building Inspection
John Blackshear, San Francisco Department of Building Inspection
Mara Blitzer, San Francisco Mayor's Office of Housing and Community Development

Wong, Linda (BOS)

'om: Ghalandari, Sara <SGhalandari@gibsondunn.com>
ent: Tuesday, September 27, 2016 12:01 PM
To: Hayward, Sophie (MYR)
Cc: Murphy, Mary G.
Subject: 75 Howard -- Updated Fee Determination Form
Attachments: 75 Howard Fee Determination Letter - Updated September 26, 2016.pdf

Hi Sophie,

It was so nice speaking with you yesterday. As discussed, attached is the updated fee request form reflecting the revised unit breakdown. I will get back to you about your question regarding DBI.

Thanks again!

Sara

Sara Ghalandari

GIBSON DUNN

Gibson, Dunn & Crutcher LLP
555 Mission Street, San Francisco, CA 94105-0921
Tel +1 415.393.8250 • Fax +1 415.374.8406
SGhalandari@gibsondunn.com • www.gibsondunn.com

San Francisco Mayor's Office of Housing and Community Development
Inclusionary Housing Program
Affordable Housing Fee Request Form 2016

Dear Project Sponsor:

Project Sponsors choosing to pay the Affordable Housing Fee under the Inclusionary Housing Program should complete and return the following form along with the required attachments in order to receive a fee determination from the San Francisco Mayor's Office of Housing and Community Development (MOHCD). In order to request an Affordable Housing Fee determination, the project must first obtain formal approval from the Planning Department. To review the Affordable Housing Fee option under the Inclusionary Housing Program, please review Section 415.5 of the San Francisco Planning Code.

The general process for paying the Affordable Housing Fee is as follows:

- Project sponsor submits completed Affordable Housing Fee Request Form to MOHCD with copy of planning approval and recorded Notice of Special Restrictions. (If your development does not have an NSR that clearly references your choice to pay the fee, you must file a new NSR through your Planner. We cannot issue a fee determination letter without the correct recorded NSR.)
- MOHCD calculates the fee within 10 business days from the date of receipt of your completed submission and sends a formal fee determination letter to the project sponsor, Planning Department and Department of Building Inspection.
- Project sponsor works the Department of Building Inspection (DBI) to obtain report on all fees owed either before seeking Affordable Housing Fee determination from MOHCD or after. (See below.)
- Project sponsor receives fee report from DBI and pays all fees. (See below.)

DBI is responsible for collecting all development impact and other fees owed. Prior to issuance of the first building permit or the first addendum authorizing construction of the project (in the case where a site permit is issued), DBI will issue a report outlining preliminary estimates of all development impact and in-lieu fees owed for a development project. Project sponsors must then either pay the full amount of development impact and other fees owed before issuance of the first construction document.

For general questions regarding the fee payment process, please contact:

San Francisco Department of Building Inspection
1660 Mission, 6th floor
San Francisco, CA 94103
(415) 558-6131

Please feel free to contact Chandra Egan of MOHCD at chandra.egan@sfgov.org or (415) 701-5546 if you have any questions about the Affordable Housing Fee option under the Inclusionary Housing Program.

Thank you.

Sincerely,

Mayor's Office of Housing and Community Development

San Francisco Mayor's Office of Housing and Community Development
Inclusionary Housing Program
Affordable Housing Fee Request Form 2016

General Information

Today's Date	September 26, 2016
Name of Development	75 Howard Street
Property Address as Stated in Planning Approval	75 Howard Street
Planning Motion #	19448 (Acceptance of Delegation Agreement), 19449 (CEQA Findings), 19450 (Section 309 Authorization), 19451 (Conditional Use Authorization),
Planning Motion Date	September 3, 2015
Notice of Special Restrictions Document #	**DOC-2016-K242910-00 (Motion No. 19450)** **DOC-2016-K285544-00 (Motion No. 19451)** **DOC-2016-K285543-00 (Variance Application No. 2011.1122XVCUA)**
Notice of Special Restrictions Document Recording Date	**May 11, 2016** **July 12, 2016**
Name of City and Co. of SF Planner	Tina Chang

Name of Project Sponsor	RDF 75 Howard LP
Project Sponsor Contact Person	Ralph J. DiRuggiero
Company of Project Sponsor Contact	Paramount Group, Inc.
Project Sponsor Address (with Zip)	One Market Plaza, Spear Tower Suite 4150, San Francisco, CA 94105
Project Sponsor Phone	212-237-3115
Project Sponsor Email	rdiruggiero@paramount-group.com

Name of Agent Acting for Project Sponsor	Sara Ghalandari, Gibson, Dunn & Crutcher LLP
Agent Acting Address (with Zip)	555 Mission Street, Suite 3000, San Francisco, CA 94105
Agent Acting Phone	415-393-8250
Agent Acting Email	sghalandari@gibsondunn.com

Estimated Date of Building Permit Issuance	Early September 2016
Estimated Issuance Date of Temporary Certificate of Occupancy (TCO)(if applicable)	N/A

Estimated Issuance Date of Final Certificate of Occupancy and Completion (FCOC)(if applicable)	March 2019

Overall Building Composition

Total # Units in Building (all dwelling units)	120

Unit Type	Total #
Studio (Jr. 1-bedrooms = studio units)	0
1 Bedroom	29
2 Bedroom	68
3 Bedroom	19
4 Bedroom	4
Other	0

Estimated Fee Due

Please provide your estimate of the fee due under your project.

Example
Building has 40 studio units x 20% = 8 one-bedroom units pay the fee.
Building has 40 one-bedroom units x 20% = 8 one-bedroom units pay the fee.
Building has 20 two-bedroom units x 20% = 4 two-bedroom units pay the fee.

Inclusionary Housing Program: Affordable Housing Fee Determination					
Unit Size	Market Rate Total	20% Off-site Requirement	Off-Site Unit Requirement	*Fee By Unit Size	Fee Payable
Studio	40	20%	8.00	$198,008	$1,584,064
1 bedroom	40	20%	8.00	$268,960	$2,151,680
2 bedroom	20	20%	4.00	$366,639	$1,466,556
3 bedroom	0	20%	0.00	$417,799	$0
4 bedroom	0	20%	0.00	$521,431	$0
Totals:	**100**		**20.0**		**$5,202,300**
*2016 fee schedule					

Your Project
(Write in calculations for your project; or, you may cut and paste from the following spreadsheet to use embedded calculations: http://sf-moh.org/index.aspx?page=308.)

20.0% REQUIREMENT

Inclusionary Housing Program: Affordable Housing Fee Determination Address: 75 Howard					
Unit Size	Market Rate Total	20% Off-site Requirement	Off-Site Unit Requirement	*Fee By Unit Size	Fee Payable
Studio	0	20%	0.00	$198,008	$0
1 bedroom	29	20%	5.80	$268,960	$1,559,968.00
2 bedroom	68	20%	13.60	$366,369	$4,982,618.40
3 bedroom	19	20%	3.80	$417,799	$1,587,636.20
4 bedroom	4	20%	.80	$521,431	$417,144.80

Totals:	120		**24.00**		**$8,547,367.40**
*2016 fee schedule					

You must include a copy of the following documents: (Please check)

✓ Affidavit for Compliance with the Inclusionary Housing Program

✓ Final Planning Motion (if applicable)

✓ Recorded Notice of Special Restrictions (NSR)

Please email this form and the requested supplemental materials by PDF to:

Chandra Egan
Mayor's Office of Housing and Community Development
chandra.egan@sfgov.org
Phone: (415) 701-5546

Representative (sign) Sara Chalandari

Representative (print) Sara Chalandari

Title (print) Attorney

Company (print) Gibson, Dunn & Crutcher, LLP

Date (print) September 26, 2016