

File No. 091284

Committee Item No. 1

Board Item No. 28

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Land Use and Economic Development Date December 7, 2009

Board of Supervisors Meeting Date December 15, 2009

Cmte Board :

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| <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | Legislative Digest |
| <input type="checkbox"/> | <input type="checkbox"/> | Budget Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form (for hearings) |
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| <input type="checkbox"/> | <input type="checkbox"/> | Form 126 – Ethics Commission |
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OTHER

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Completed by: Alisa Somera Date December 4, 2009

Completed by: Alisa Somera Date December 9, 2009

An asterisked item represents the cover sheet to a document that exceeds 25 pages.
The complete document can be found in the file and the online version.

72

1 [Mission Bay - Park P21 Improvements.]

2

3 **Ordinance designating a portion of State Trust Parcel 5 east of future Terry A. Francois**
 4 **Boulevard at future Mission Bay Boulevard for public open space and park purposes;**
 5 **naming the new park "Bayfront Park"; accepting the irrevocable offer for the**
 6 **acquisition facilities; designating said facilities to public open space and park**
 7 **purposes and accepting for maintenance responsibilities and liability purposes;**
 8 **adopting environmental findings and findings that such actions are consistent with the**
 9 **City's General Plan, priority policy findings of City Planning Code section 101.1, and**
 10 **the Mission Bay South Redevelopment Plan; accepting Department of Public Works**
 11 **Order No. 178,379 and authorizing official acts in connection with this Ordinance.**

12 Note: Additions are single-underline italics Times New Roman;
 13 deletions are ~~strikethrough italics Times New Roman~~.
 14 Board amendment additions are double underlined.
 Board amendment deletions are ~~strikethrough normal~~.

15 Be it ordained by the People of the City and County of San Francisco:
 16 Section 1. Findings.

17 (a) All capitalized terms relating to Mission Bay shall have the definitions ascribed to
 18 them pursuant to the Mission Bay South Redevelopment Plan and Plan Documents described
 19 therein, approved and adopted by the Board of Supervisors of the City and County of San
 20 Francisco by Ordinance No. 335-98, on November 2, 1998, a copy of which is in Clerk of the
 21 Board of Supervisors File No. 981441.

22 (b) The San Francisco Redevelopment Agency, in a letter dated January 17, 2007,
 23 determined that the acceptance of the Mission Bay Block P21 Landscape Improvements,
 24 constructed pursuant to Permit No. 02IE-267, dated June 4, 2002 (the "Project"), and other
 25 actions herein set forth are consistent with the Mission Bay South Redevelopment Plan

1 ("Plan") and Plan Documents described therein and recommends Board of Supervisors
2 acceptance. A copy of the Redevelopment Agency letter is on file with the Clerk of the Board
3 of Supervisors in File No. 091284 and is incorporated by reference by reference as
4 though fully set forth herein.

5 (c) The City Planning Department, in a letter dated July 31, 2006, determined that
6 the acceptance of the Project Improvements and other actions herein set forth are in
7 conformance with the General Plan consistency findings of Case No. 2006.0879R, the eight
8 priority policies of Planning Code Section 101.1 and the contemplated actions do not trigger
9 the need for subsequent environmental review pursuant the California Environmental Quality
10 Act ("CEQA") (California Public Resources Code Sections 21000 et seq.). A copy of the
11 Planning Department letter is on file with the Clerk of the Board of Supervisors in File No.
12 091284 and is incorporated by reference as though fully set forth herein.

13 (d) The Port of San Francisco ("Port") determined, in a letter dated September 9,
14 2009, that the Project improvements are acceptable and consistent with the Public Trust and
15 recommends Board of Supervisors acceptance. A copy of the Port letter is on file with the
16 Clerk of the Board of Supervisors in File No. 091284 and is incorporated by reference
17 as though fully set forth therein.

18 (e) In DPW Order No. 178,379, dated October 19, 2009, the DPW Director
19 certified that: Park P21 (a) is currently a State Trust Parcel subject to Port jurisdiction, (b) has
20 been inspected, was certified as complete by the Department of Public Works on July 11,
21 2006, has been constructed in accordance with the Project Plans and Specifications and all
22 City codes, regulations, standards and Mission Bay South Redevelopment Plan and Plan
23 Documents governing this Project, and such improvements are ready for their intended use,
24 (c) is recommended to the Board of Supervisors for formal acceptance of acquisition facilities,
25 and acceptance for maintenance and liability purposes on behalf of the Port. A copy of the

1 DPW Order is on file with the Clerk of the Board of Supervisors in File No. 091284

2 and is incorporated by reference as though fully set forth herein.

3
4 Section 2. Adoptions, Approvals.

5 (a) The Board of Supervisors adopts as its own the consistency findings of the
6 Redevelopment Agency in connection with the acceptance of the Park P21 Improvements and
7 other actions specified herein.

8 (b) The Board of Supervisors adopts as its own the consistency findings and CEQA
9 findings of the Planning Department in regard to the acceptance of the Park P21
10 Improvements and other actions specified herein.

11 (c) The Board of Supervisors adopts as its own the Port's Public Trust consistency
12 finding with regard to the acceptability of the Park P21 Improvements.

13 (d) The Board of Supervisors has reviewed and approves the DPW Director's
14 certification and recommendation concerning the acceptance of the FOCIL-MB ("FOCIL")
15 irrevocable offer of improvements, dated November 3, 2009, of the Park P21 Improvements
16 and maintenance and liability responsibilities for said facilities and open space on behalf of
17 the Port.

18
19 Section 3. Designation of Park Name, Acceptance of New Acquisition Facilities, and
20 Assumption of Maintenance and Liability Responsibilities.

21 (a) Pursuant to the Acquisition Agreement dated June 1, 2001 by and between the
22 Redevelopment Agency and Catellus Development Corporation, the DPW Order No. 178,379,
23 dated October 19, 2009, and pursuant to California Streets and Highways Code Section 1806
24 and San Francisco Administration Code Sections 1.52 et seq., the Board of Supervisors
25 hereby accepts the FOCIL irrevocable Offer of the Park P21 Improvements dated November

1 3, 2009 and designates such facilities for public open space and park use. The Board also
2 accepts said facilities for maintenance and liability purposes on behalf of the Port, subject to
3 the conditions listed in subsection (c). A copy of said Offer is on file with the Clerk of the
4 Board of Supervisors in File No. 091284 and is incorporated herein by reference.


5 (b) The Board of Supervisors designates that portion of the State Trust Parcel 5, as
6 shown on Exhibit "A-1" of the Offer of Improvements, for public open space and park use and
7 designates the park name as "Bayfront Park".

8 (c) The Board's acceptance of improvements on behalf of the Port pursuant to
9 Subsection (a) are for the Park P21 Improvements only, excluding any encroachments that
10 are permitted, not permitted, or both. The acceptance is subject to i) FOCIL's warranty
11 obligations under the Park P21 Project Permit No. 02IE-267, ii) the maintenance obligations of
12 the Redevelopment Agency and the Port contained in the 2nd Amendment to the Agency
13 Ground Lease.

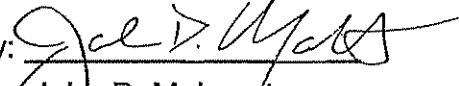
14 (d) The Board's action to accept the improvement for maintenance and liability
15 purposes is on behalf of the Port only. The City shall incur neither maintenance responsibility
16 nor liability for said improvements.

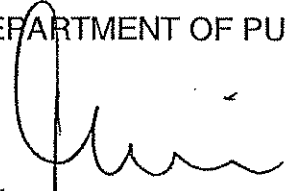
17
18 Section 5. The Mayor, Clerk of the Board, Director of Property, and Director of Public
19 Works are hereby authorized and directed to take any and all actions that they or the City
20 Attorney may deem necessary or advisable in order to effectuate the purpose and intent of
21 this Ordinance.

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RECOMMENDED:
DEPARTMENT OF PUBLIC WORKS
By: 
Edward D. Reiskin
Director of Public Works

APPROVED AS TO FORM:
DENNIS J. HERRERA
City Attorney

By: 
John D. Malamut
Deputy City Attorney

DESIGNATION CERTIFIED BY:
DEPARTMENT OF PUBLIC WORKS

By: _____
Fuad S. Sweiss, PE, PLS, LEED AP
City Engineer and
Deputy Director of Engineering

LEGISLATIVE DIGEST

[Mission Bay - Park P21 Improvements.]

Ordinance designating a portion of State Trust Parcel 5 lying east of future Terry A. Francois Boulevard at future Mission Bay Boulevard South for public open space and park purposes; naming the new park "Bayfront Park"; accepting the irrevocable offer for the acquisition facilities; designating said facilities to public open space and park purposes and accepting for maintenance responsibilities and liability purposes; adopting findings that such actions are consistent with the City's General Plan, priority policy findings of City Planning Code section 101.1, and the Mission Bay South Redevelopment Plan; accepting Department of Public Works Order No. 178,379 and authorizing official acts in connection with this Ordinance.

Existing Law

The Board of Supervisors adopted and approved the Redevelopment Plan for the Mission Bay South Project Area by Ordinance No. 335-98 on November 2, 1998. This ordinance and related Mission Bay legislation established a process by which the project developer (FOCIL, LLP) would construct specified public improvements and dedicate said improvements to the City. Upon dedication, the City would initiate the local and State law procedures to establish the area as open public space and park and take related actions.

Amendments to Current Law

This legislation would designate new public open space and park; accept the dedicated facilities; designate the improvements for public use; and accept the improvements for maintenance and liability purposes, all in accordance with the procedures established for the Mission Bay South development project and applicable local and State law. This Ordinance also would name the new park "Bayfront Park". This ordinance would make certain findings related to the legislation, including findings that the legislation is consistent with the Mission Bay South Redevelopment Plan, the General Plan, and the priority policy findings of the Planning Code Section 101.1.

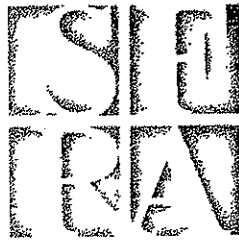
Background Information

This legislation relates to the Mission Bay Park Block P21 improvements located in State Trust Parcel 5.

San Francisco
Redevelopment Agency

One South Van Ness Avenue
San Francisco, CA 94103

415.749.2400



2007 JAN 22 AM 11:06

GAVIN NEWSOM, Mayor

Richard H. Peterson, Jr., President
London Breed, Vice President
Francee Covington
Leroy King
Ramon E. Romero
Darshan Singh
Benny Y. Yee

Marcia Rosen, Executive Director

126-0207-014
January 17, 2007

Mr. Ashur Yoseph
Lead Project Manager
Infrastructure Development and Acquisition Task Force
30 Van Ness Avenue, Room 4200
San Francisco, CA 94102

Re: Mission Bay Acceptance of Facilities – Bayfront Park/P21 Improvements

Dear Mr. Yoseph:

The San Francisco Redevelopment Agency has reviewed your letter of December 20, 2006 regarding the P21 Bayfront Park improvements and their consistency with the Mission Bay South Plan and Plan documents.

The Agency has reviewed the documents and other materials related to the acceptance of the P21 improvements and other related actions specified thereto. We find them consistent with the Mission Bay South Plan and Plan documents and recommend that the Board of Supervisors accept the facilities on behalf of the Port of San Francisco.

Sincerely,

A handwritten signature in black ink that reads "Kelley Kahn".

Kelley Kahn
Assistant Project Manager

cc: Amy Neches
Grace Kwak, MBTF
Brad Benson, Port of San Francisco



PLANNING DEPARTMENT

City and County of San Francisco • 1660 Mission Street, Suite 500 • San Francisco, California • 94103-2414

MAIN NUMBER
(415) 558-6378

DIRECTOR'S OFFICE
PHONE: 558-6411

4TH FLOOR
FAX: 558-6426

ZONING ADMINISTRATOR
PHONE: 558-6350

5TH FLOOR
FAX: 558-6409

PLANNING INFORMATION
PHONE: 558-6377

MAJOR ENVIRONMENTAL
FAX: 558-5991

COMMISSION CALENDAR
INFO: 558-6422

INTERNET WEB SITE
WWW.SFGOV.ORG/PLANNING

July 31, 2006

Mr. Ashur J. Yoseph, Project Manager
Mission Bay Task Force
30 Van Ness Avenue, Suite 4200
San Francisco, CA 94102

Re: **Planning Case No. 2006.0879R**
Acceptance of the Mission Bay South Bayfront Park P21 Improvements
(AB Nos. 8721, Lot 003 and 8722, Lots 005 and 006)

RECEIVED
PLANNING
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PUBLIC WORKS

Dear Mr. Yoseph,

The Department received your July 11, 2006 letter informing us that FOCIL-Mission Bay LLC has completed construction of the project referenced above and requests that the Department find acceptance of the improvements consistent with the General Plan pursuant to Section 4.105 of the San Francisco Charter and Section 2A.53 of the San Francisco Administrative Code. The General Plan consistency determination is required prior to the Board of Supervisors acceptance of public improvements at Mission Bay South Bayfront Park P21, which functions as a boat launch. The improvements consist of a portion of the Bay Trail, landscaped areas east and west of said trail and streetscape improvements (sidewalk and street trees) along the eastern side of Terry Francois Boulevard. Plans for the improvements are available for review at the Department Office.

By Resolution No. 14699 adopted on September 17, 1998, the Planning Commission found that the Mission Bay North and Mission Bay South Redevelopment Plans, dated September 4, 1998, were consistent with the San Francisco General Plan. The project referenced above was proposed as part of the Mission Bay South Redevelopment Plan. The Department reviewed and approved the plans proposed for Bayfront Park P21 on January 18, 2002. The Department determined that the plans were consistent with the concepts described in the Mission Bay South Redevelopment Plan in CPC Res. No. 14699 (Planning Case No. 1996.0771R). The project is **in conformity** with the General Plan as described in a Case Report included as **Attachment 1**.

Environmental Review

On September 17, 1998, the Planning Commission and the Redevelopment Agency Commission reviewed the Final Subsequent Environmental Impact Report ("FSEIR") for the Mission Bay North and South Redevelopment Plans, which included improvements to Bayfront Park P21. By Motion No. 14696, the Planning Commission certified the FSEIR and found that the FSEIR complied with the provisions of the California Environmental Quality Act ("CEQA") and the CEQA guidelines and Chapter 31 of the San Francisco Administrative Code. City acceptance of the parks and the improvements was considered in the FSEIR and no further Environmental Review is required.

Mr. Ashur J. Yoseph, Project Manager
Planning Case No. 2006.0879R

A Case Report listing relevant General Plan Objectives and Policies is attached. The project has also been reviewed for consistency with the Eight Priority Policies of Planning Code Section 101.1 and the findings are included in *Attachment 2*.

Should you have any questions, please contact Pedro Francisco Arce at 558-5986.

Sincerely,



Dean L. Macris
Director of Planning

Att.: 1. General Plan Findings Case Report
2. Planning Code Section 101.1 Findings

cc: P. Arce, PD

CASE REPORT - GENERAL PLAN POLICIES

The project is consistent with the following General Plan Objectives and Policies (as summarized from Planning Case No. 1996.0771R (CPC Res. No. 14699) adopted September 17, 1998. There are no substantial changes to the project design, as implemented.

Note: General Plan Objectives and Policies in **Bold font**; General Plan text is in regular font. Staff comments are in *italic text*.

URBAN DESIGN ELEMENT

OBJECTIVE 1

EMPHASIS OF THE CHARACTERISTIC PATTERN WHICH GIVES TO THE CITY AND ITS NEIGHBORHOODS AN IMAGE, A SENSE OF PURPOSE, AND A MEANS OF ORIENTATION. (Page I.5.3)

FUNDAMENTAL PRINCIPLES FOR CITY PATTERN (Pages 1.5.4 to I.5.8)

- 3. Clearly visible open spaces act as orientation points, and convey information about the presence of recreation space to motorists and pedestrians.
- 6. Landscaped pathways can visually and functionally link larger open spaces to neighborhoods.
- 14. Highly visible open space presents a refreshing contrast to extensive urban development.

The project establishes a public park which accommodates a boat launch, a portion of the Bay Trail, landscaped areas east and west of said trail and streetscape improvements.

CONSERVATION

OBJECTIVE 2

CONSERVATION OF RESOURCES WHICH PROVIDE A SENSE OF NATURE, CONTINUITY WITH THE PAST, AND FREEDOM FROM OVERCROWDING.

FUNDAMENTAL PRINCIPLES FOR CONSERVATION (I.5.19)

- 4. Natural areas and features such as sand dunes, cliffs, hills and beaches--particularly where a relatively undisturbed natural ecology exists--are irreplaceable and of special public value and benefit within an intensely developed city.
- 17. Blocking, construction or other impairment of pleasing street views of the Bay or Ocean, distant hills, or other parts of the city can destroy an important characteristic of the unique setting and quality of the city.

POLICY 2.1

Preserve in their natural state the few remaining areas that have not been developed by man.

POLICY 2.2

Limit improvements in other open spaces having an established sense of nature to those that are necessary, and unlikely to detract from the primary values of the open space.

POLICY 2.3

Avoid encroachments on San Francisco Bay that would be inconsistent with the Bay Plan or the needs of the city's residents.

The project preserves, improves and enhances the shoreline, stabilizes the shore bank and establishes a pedestrian trail along the shoreline, so that the natural feature can be enjoyed by the public.

NEIGHBORHOOD ENVIRONMENT

OBJECTIVE 4

IMPROVEMENT OF THE NEIGHBORHOOD ENVIRONMENT TO INCREASE PERSONAL SAFETY, COMFORT, PRIDE AND OPPORTUNITY

FUNDAMENTAL PRINCIPLES FOR NEIGHBORHOOD ENVIRONMENT (I.5.40)

These fundamental principles and their illustrations reflect the needs and characteristics with which this Plan is concerned, and describe measurable and critical urban design relationships in the neighborhood environment.

3. The use of appropriate plant material, and careful consideration of environmental factors in the design of landscaping and open space, contribute to a neighborhood's identity and improve its environmental quality.
4. Open space and landscaping can give neighborhoods an identity, a visual focus and a center for activity.
6. Wide, generous sidewalk areas provide opportunities for outdoor recreation and pedestrian amenities.
9. Open, unlandscaped parking areas are dull and unattractive, and generally have a deleterious effect upon their surroundings.
14. Separation of pedestrian and vehicle movement eliminates conflicts and contributes to pedestrian comfort.
23. Attractive and well-maintained public buildings, streets and parks can stimulate private improvements.
29. Waterfront development that maximizes the interface between land and water increases the opportunities for public access to the water's edge.
30. Open space along the water provides opportunities for maximum public use of the waterfront.

Bayfront Park P21 would contribute to the establishment of neighborhood identity provides open areas for outdoor recreation activities and pedestrians amenities increase the opportunities for public use of the shoreline and would connect with additional public open spaces along the Bay shoreline.

Opportunity for Recreation (I.5.49)

POLICY 4.8

Provide convenient access to a variety of recreation opportunities.

Visual Amenity

POLICY 4.12

Install, promote and maintain landscaping in public and private areas.

The project which includes a boat launch and a portion of the Bay Trail would provide access to a variety of recreation opportunities.

RECREATION AND OPEN SPACE ELEMENT

CITYWIDE SYSTEM

OBJECTIVE 2

DEVELOP AND MAINTAIN A DIVERSIFIED AND BALANCED CITYWIDE SYSTEM OF HIGH QUALITY PUBLIC OPEN SPACE.

POLICY 2.1

Provide an adequate total quantity and equitable distribution of public open spaces throughout the City.

POLICY 2.6

Make open spaces accessible to people with special needs.

POLICY 2.7

Acquire additional open space for public use.

Map 4. Citywide Recreation & Open Space

The Project is consistent with Map 4.

POLICY 2.8

Develop a recreational trail system that links city parks and public open space, ridge lines and hilltops, the Bay and ocean, and neighborhoods, and ties into the regional hiking trail system.

SHORELINE (I.3.25)

OBJECTIVE 3

PROVIDE CONTINUOUS PUBLIC OPEN SPACE ALONG THE SHORELINE UNLESS PUBLIC ACCESS CLEARLY CONFLICTS WITH MARITIME USES OR OTHER USES REQUIRING A WATERFRONT LOCATION.

POLICY 3.1

Assure that new development adjacent to the shoreline capitalizes on its unique waterfront location, considers shoreline land use provisions, improves visual and physical access to the water, and conforms with urban design policies.

Open Space

All new non-maritime developments, on property abutting the shoreline, should provide and maintain on their sites ground level open space, well situated for public access and designed for maximum physical and visual contact with the water.

Urban Design

In urban design terms, new developments should make maximum use of their shoreline locations and complement the shoreline as San Francisco's most important natural resource. More specifically, new developments should:

- Maximize direct physical access to the water;
- Preserve and enhance the natural shoreline, where it exists.

POLICY 3.2

Maintain and improve the quality of existing shoreline open space.

POLICY 3.3

Create the Bay and Coastal Trails around the perimeter of the City which links open space along the shoreline and provides for maximum waterfront access.

POLICY 3.5

Provide new public open spaces along the shoreline.

EASTERN SHORELINE

Mission Bay

A plan for Mission Bay area is being prepared. Provision for public access to the shoreline and adequate parks and public open space to meet the needs of residents, workers and visitors will be important considerations in the planning process. The following policies from the 1973 Recreation and Open Space Element apply to the area. They will be revised, as appropriate, as part of the planning of Mission Bay:

Mission Rock Boat Ramp

- Repair and improve the public boat ramp and allow ancillary boat launching facilities (e.g. hoist, dry boat storage). Stabilize the shoreline as required. Provide informational signing to encourage maximum recreational use of the existing area. Regrade and landscape the areas to promote increased public use and enjoyment. Permit ancillary commercial services (e.g. food sales, bait and supplies) to enhance the use of the boat ramp. As opportunities arise, enlarge the area along the shoreline for public access. Provide adequate parking designed for vehicles and boat trailers inland of Terry Francois Boulevard.

City acceptance of Bayfront Park P21 which complements the shoreline as San Francisco's most important natural resource, is consistent with Map 4, and the referenced policies calling for public access

to open space and specific considerations for Mission Bay, with special emphasis in the improvement of the a boat launching facilities.

NEIGHBORHOODS

OBJECTIVE 4

PROVIDE OPPORTUNITIES FOR RECREATION AND THE ENJOYMENT OF OPEN SPACE IN EVERY SAN FRANCISCO NEIGHBORHOOD.

POLICY 4.2

Maximize joint use of other properties and facilities.

Bayfront Park P21 constitutes the northern part of a larger Park with would provide wide opportunities for recreation. Some portions of the Park are within the Port of San Francisco.

TRANSPORTATION ELEMENT

OBJECTIVE 8

MAINTAIN AND ENHANCE REGIONAL PEDESTRIAN AND HIKING ACCESS TO THE COAST, THE BAY AND RIDGE TRAILS.

POLICY 8.1

Ensure that the Coast Trail, the Bay Trail and the Ridge Trail remain uninterrupted and unobstructed where they pass through San Francisco.

The project would increase pedestrian access to the shoreline along the Bay, and would implement plans to establish and improve a portion of the Bay Trail.

PEDESTRIAN

OBJECTIVE 23

IMPROVE THE CITY'S PEDESTRIAN CIRCULATION SYSTEM TO PROVIDE FOR EFFICIENT, PLEASANT, AND SAFE MOVEMENT.

POLICY 23.1

Provide sufficient pedestrian movement space with a minimum of pedestrian congestion in accordance with a pedestrian street classification system.

POLICY 23.9

Implement the provisions of the Americans with Disabilities Act and the city's curb ramp program to improve pedestrian access for all people.

OBJECTIVE 25

DEVELOP A CITYWIDE PEDESTRIAN NETWORK.

Map 11. Citywide Pedestrian Network

The project is consistent with Map 11 and the referenced policies calling for maintenance and enhancement of regional pedestrian access to the Bay and the improvement of pedestrian access to provide efficient, pleasant and safe movement.

In balance, the project is in conformity with the General Plan, as stated in Planning Commission Resolution No. 14699.

Planning Code Section 101.1 Eight Priority Policies (Prop. M Findings)

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

The project would not affect neighborhood-serving retail uses or future opportunities for resident employment.

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

The project is located in an area formerly devoted to warehouses, and it would improve the overall character of Mission Bay.

(3) That the City's supply of affordable housing be preserved and enhanced.

The project would not affect the supply of affordable housing.

(4) 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 the neighborhood streets or parking since it actually provides off-street parking for users of the boat launch facilities.

(5) 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 industrial or service sectors.

(6) That the City achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake.

The project has been designed and constructed considering the site conditions and according to the Building Code Standards, which include seismic safety provisions.

(7) That landmarks and historic buildings be preserved.

No landmarks or historic buildings would be affected by the Project.

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

The project is limited to the acceptance of improvements to Bayfront Park P21, which consists of boat launch facilities, a portion of the Bay Trail, landscaped areas east and west of said trail and streetscape improvements (sidewalk and street trees) along the eastern side of Terry Francois Boulevard. In the future the Park will be completed with the construction of additional recreational facilities in Parcel P22. The project is consistent with plans contained in the Mission Bay South Redevelopment Plan and conforms to the standards and design guidelines of the Mission Bay South Design for Development.

W:\GEN_PLAN\REFERRAL\2006.0879R Mission Bay Park P21 letter of acceptance.doc



2009 SEP 14 PM 1:12

September 9, 2009

Ms. Grace Kwak, Project Manager
Infrastructure Development and Acquisitions Task Force
30 Van Ness, Room 4200
San Francisco, CA 94102

**Re: Mission Bay Bayfront Park P-21 Improvements
Acceptance of Facilities and Amended Agency Ground Lease**

Dear Ms. Kwak:

This letter is in response to your letter dated September 3, 2009, regarding the Bayfront Park P-21 Improvements and Second Amendment to the Agency Ground Lease, and finding for acceptability and consistency with the State Trust.

After review of the State Trust documents and related materials concerning the acceptance of the Park P-21 Improvements and Second Amendment to the Agency Ground Lease, the Port finds these acceptable and consistent with the State Trust and recommends that the Board of Supervisors accept the facilities on behalf of the Port and authorize the execution of the Second Amendment to the Agency Ground Lease.

Sincerely,

Monique Moyer
Executive Director

cc: Mark Lozovoy
Rona Sandler
Anita Wood
John Malamut

[Not for Recording]
City and County of San Francisco
Director of Property
25 Van Ness Avenue
Suite 401
San Francisco, CA 94102

OFFER OF PARK IMPROVEMENTS
(Park P21 Project)

FOCIL-MB, LLC, a Delaware limited liability company ("Focil"), being the owner of the herein described improvements, does hereby irrevocably offer to the CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation ("City"), and its successors and assigns, all of the park improvements constructed or installed by or on behalf of Focil pursuant to Street Improvement Permit No. #02IE-267 (Mission Bay) dated June 4, 2002 for said improvements, as more specifically described in the Mission Bay Block 21 Landscape Improvement Plans dated April 30, 2003, generally referred to as the Park P21 Project.

The improvements and the property where the improvements are located, in, on and around a portion of Park P21 in the City and County of San Francisco, State of California are generally shown on the site plans attached as Exhibit A-1 hereto, constituting Port of San Francisco fee property.


It is understood and agreed that: (i) upon acceptance of this offer of public improvements the City shall own and be responsible for maintenance of the offered public improvements, and (ii) the City and its successors or assigns shall incur no liability or obligation whatsoever hereunder with respect to such offer of public improvements, and, except as may be provided by separate instrument, shall not assume any responsibility for the offered improvements, unless and until such offer has been accepted by appropriate action of the Board of Supervisors.

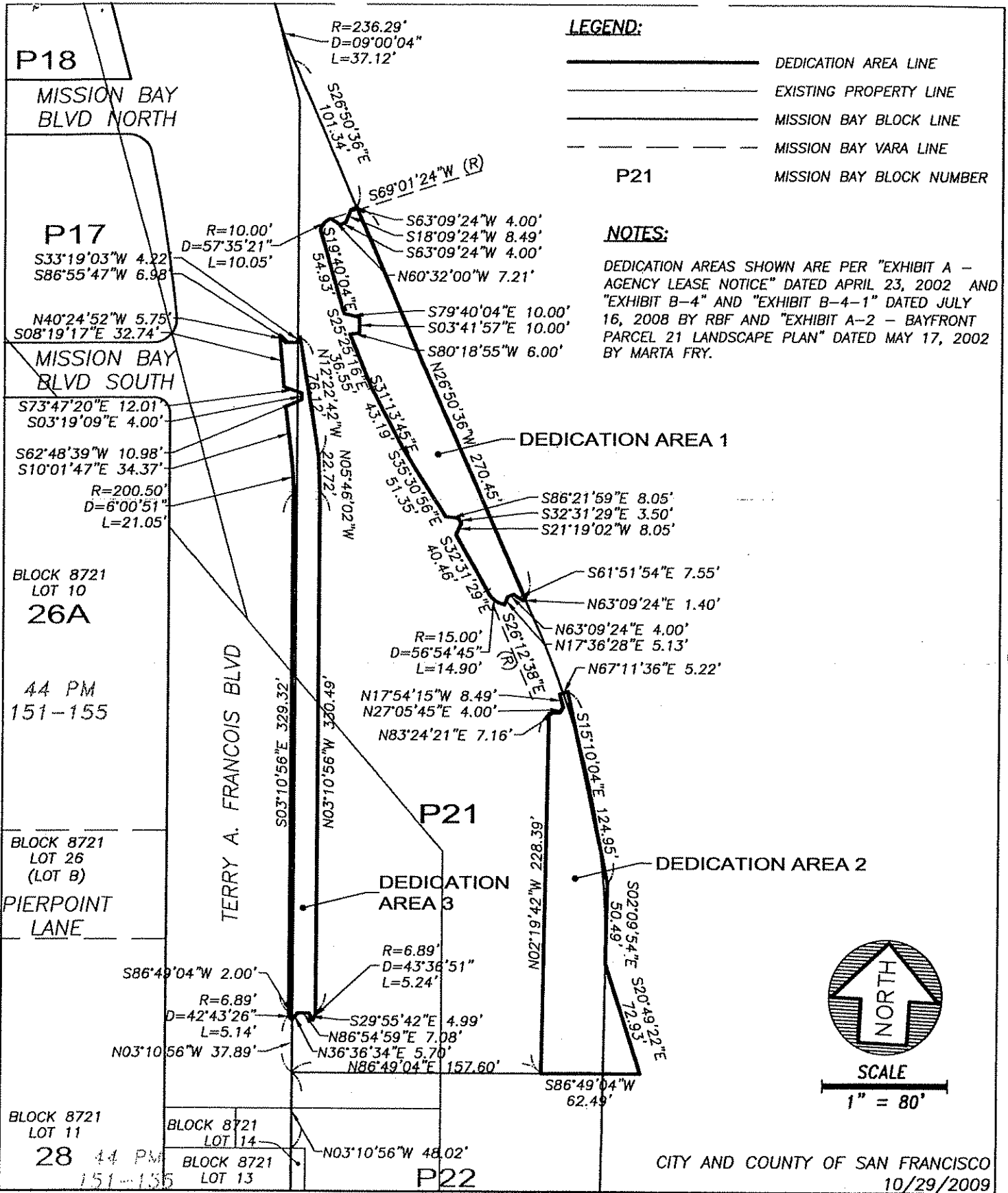
The provisions hereof shall inure to the benefit of and be binding upon the heirs, successors, assigns and personal representatives of the respective parties hereto.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 3 day of NOVEMBER, 2009.

FOCIL-MB, LLC,
a Delaware limited liability company

By: Farallon Capital Management, L.L.C.,
a Delaware limited liability company,
Its Manager

By: 
Name: Stephen L. Millham
Managing Member
Title: _____



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EXHIBIT A-1
MISSION BAY BLOCK P21
DEDICATION AREAS



Gavin Newsom, Mayor
Edward D. Reiskin, Director



Phone: (415) 554-6920
Fax: (415) 554-6944
TDD: (415) 554-6900
www.sfdpw.org

Department of Public Works
Office of the Director
City Hall, Room 348
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4645

October 19, 2009

**FINDINGS OF DEPARTMENT OF PUBLIC WORKS
ORDER NO. 178,379**

Re: Recommendation for approving the Second Amendment to the Redevelopment Agency Ground Lease in Mission Bay and formal acceptance of Park Parcel P21 Improvements within the Mission Bay South Redevelopment Plan, designation of a portion of State Trust Parcel 5 lying east of future Terry A. Francois Boulevard at future Mission Bay Boulevard South for public open space and park purposes and naming the park "Bayfront Park"; accepting the irrevocable offer for the acquisition facilities; designation of said facilities to public use and acceptance for maintenance responsibilities and liability purposes.

WHEREAS, California Statutes of 1968, Chapter 1333 ("the Burton Act") and San Francisco Charter Section 4.114 empower the San Francisco Port Commission with the power and duty to use, conduct, operate, maintain, manage, regulate and control the lands within Port Commission jurisdiction; and

WHEREAS, On October 26, 1998, the City, acting through its Board of Supervisors, approved a Redevelopment Plan for the Mission Bay North Redevelopment Project ("Mission Bay North") by Ordinance No. 327-98, and on November 2, 1998, the City, acting through its Board of Supervisors, approved a Redevelopment Plan for the Mission Bay South Redevelopment Project ("Mission Bay South") by Ordinance No. 335-98 (collectively, the "Redevelopment Plans", and individually, the "Mission Bay North Redevelopment Plan" or "Mission Bay South Redevelopment Plan". The Redevelopment Plans were adopted in accordance with the procedures set forth in the Community Redevelopment Law of California (Sections 33000 et seq. of the Health and Safety Code); and,

WHEREAS, On November 2, 1998, the Board of Supervisors adopted the Mission Bay South Redevelopment Plan ("Mission Bay Plan") by its Ordinance No. 335-98; and,

WHEREAS, On November 16, 1998, the Redevelopment Agency of the City and County of San Francisco (the "Redevelopment Agency") and Catellus Development Corporation ("Catellus") entered into the Mission Bay South Owner Participation Agreement (the "South OPA"); and,

WHEREAS, On November 16, 1998, the City and County of San Francisco (the "City") and the Redevelopment Agency entered into the Mission Bay South Interagency Cooperation Agreement; and,

WHEREAS, On July 19, 1999, the City, acting by and through the San Francisco Port Commission (the "Port"), and Catellus entered into a Master Lease for portions of the public trust properties (the "Master Lease"); and,

WHEREAS, On July 19, 1999, the City and Catellus entered into the Amended and Restated Mission Bay City Land Transfer Agreement (the "Land Transfer Agreement"); and,

WHEREAS, On July 19, 1999, the State of California quitclaimed to the City certain properties as public trust of which Park P21 is a portion; and,

WHEREAS, On January 4, 2001, the City, Redevelopment Agency and Catellus entered into the Mission Bay South Infrastructure Plan Memorandum of Modifications (No. 2); and,

WHEREAS, On June 1, 2001, the Redevelopment Agency and Catellus entered into the Mission Bay South Acquisition Agreement; and,

WHEREAS, The City, and with respect to that portion of the subject premises under Port jurisdiction, the Port, as landlord, and the Redevelopment Agency, as tenant, entered into that certain Agency Ground Lease (the "Ground Lease") dated for reference purposes only as of November 16, 2001, to implement the improvement of open space, parks, or plazas as contemplated by the Land Transfer Agreement and the Plan Documents, including the South OPA, and a First Amendment to Agency Ground Lease was executed on June 29, 2006; and,

WHEREAS, In a letter dated April 23, 2002, Catellus provided an Agency Lease Notice in accordance with Section 3.2.1 of the Master Lease, electing to terminate the Master Lease over certain portions of the Master Lease premises, sometimes known as Park P21, as described in said notice, and providing notice that Catellus was prepared to commence construction of improvements on the Park P21 premises (the "Park P21 Agency Lease Notice"); and,

WHEREAS, On June 4, 2002, the City Department of Public Works issued Street Improvement Permit No. 02IE-267 to construct certain open space improvements for the "Mission Bay Block P21 Landscape Improvements" (the "Park Improvements"); and,

WHEREAS, On December 1, 2003, Catellus merged into Catellus Operating Limited Partnership, a Delaware limited partnership ("COLP"), and on December 31, 2003 COLP, as successor by merger to Catellus contributed most of its interests in Mission Bay to Catellus Land and Development Corporation ("CLDC") a Delaware Corporation, thereby making CLDC a wholly owned subsidiary of COLP following the merger, including all rights and obligations under the Project Permit and the Permit to Enter related to the Project; and,

WHEREAS, On November 22, 2004, Catellus Operating Limited Partnership, a Delaware limited partnership, and Catellus Land and Development Corporation a Delaware Corporation granted all of its property in the grant deed, and assigned all rights and obligations under the OPA as stated in the Assumption Agreement, to FOCIL – MB, LLC, a Delaware limited liability company ("FOCIL"); and,

WHEREAS On March 22, 2006, FOCIL and the Redevelopment Agency entered into that certain Agreement (Temporary Use Agreement), providing the Agency the right to use the Park Improvements after substantial completion thereof, pending final completion and acceptance of the Park Improvements by the City; and,

WHEREAS On July 11, 2006, the Director of Public Works issued a notice that the Park Improvements are substantially complete pursuant to the Improvement Permit #02IE-267 and are ready for its intended use; and,

WHEREAS, In a letter (attached as Exhibit B) dated July 31, 2006, the City Planning Department determined that the acceptance of the Park Improvements and other actions specified herein are consistent with the General Plan consistency findings of Case No. 2006.0879R, the eight priority policies of Planning Code Section 101.1 and the contemplated actions do not trigger the need for subsequent environmental review pursuant the California Environmental Quality Act ("CEQA") (California Public Resources Code Sections 21000 et seq.); and,

WHEREAS, In a letter (attached as Exhibit A) dated January 17, 2007, the Redevelopment Agency determined the acceptance of the Park Improvements and other actions specified herein are "consistent with the Mission Bay South Redevelopment Plan and Plan Documents and recommends Board of Supervisors accept the Park Improvements on behalf of the City"; and,

WHEREAS, On June 28, 2006, the Redevelopment Agency signed and accepted the FOCIL Conditional Assignment of Warranties and Guaranties with regard to the Park Improvements; and,

WHEREAS, the Warranties and Guaranties with regards to the Park Improvements are valid for a period of one (1) year and are now expired; and,

WHEREAS, On or about May 2008, the Port, the Agency and the Department of Public Works reached agreement on the allocation of certain maintenance responsibilities with respect to portions of the premises under the Ground Lease and certain adjacent land and improvements (including sidewalks, seawalls, riprap and trees) and memorialized that agreement in a proposed Second Amendment to Ground Lease; and,

WHEREAS, As contemplated by the Mission Bay South Redevelopment Plan and related documents, a portion of Park P21 has been improved with a boat trailer parking lot which is used in connection with a nearby boat launch under the Port's jurisdiction; and

WHEREAS, For the reasons stated in the proposed Second Amendment to Ground Lease, the Port and the Agency determined that the boat trailer parking lot should remain under the direct control of the Port, rather than be leased to the Agency under the Ground Lease, then subleased or sublicensed back to the Port, and that, consequently, for the purposes of the Ground Lease "Park P21" should be comprised of only those portions of the parcel which will be controlled and maintained by the Agency, which areas are depicted as "Park P21 – Area 1" and "Park P21- Area 2 on Exhibit B-4-1 attached to the proposed Second Amendment to Ground Lease; and,

WHEREAS, both the Master Lease and the Ground Lease contemplate that Park 21 will be added to the Ground Lease following delivery of the Park P21 Agency Lease Notice; and,

WHEREAS, In a letter dated September 9, 2009, the Port determined the Park Improvements are "acceptable and consistent with the Public Trust" and recommends Board of Supervisors approve the Second Amendment to the Agency Ground Lease and accept the Mission Bay P21 Park Improvements on behalf of the Port; and,

WHEREAS, On November 3, 2009, FOCIL irrevocably offered to the City the improvements constructed in accordance with the Park Improvement plans and any authorized revisions or contract change orders thereto and together with said offer an assignment of all guaranties and warranties related to the construction of all the improvements; and,

WHEREAS, The Director of Department of Public Works hereby certifies the following:

- 1) The Park name should be designated as "Bayfront Park";
- 2) The Park use is consistent with the Port's Public Trust

- a) The Port currently holds title to the proposed public open space for the Project as State Trust property subject to Port's jurisdiction and free and clear of the Master Lease but subject to the Agency Ground Lease.
 - b) The use of the Port property as public open space is permitted under the terms of the State Trust for the reasons set forth in the Port recital; and
- 3) The City has issued the Completeness Determination.
- a) All applicable inspections have been performed, test result have been obtained, permit conditions and mitigation measures have been complied with, punch list items have been resolved, Street Improvement Permit terms related to the Park P21 Project have been or will be met and improvement plan as-built drawings have been received.
 - b) I hereby certify to the Board of Supervisors that by my letter on July 11, 2006. I have determined that the Project is ready for its intended use and has been completed substantially in conformity with the Plans and Specifications for "Mission Bay Block P21 Landscape Improvements" approved by or on behalf of the DPW Director, June 4, 2002 and any authorized revision thereto, and that the Project has been constructed in accordance with all City codes, regulations, standards and the Mission Bay Plan and Plan Documents governing this Project with the noted exceptions.

NOW THEREFORE BE IT ORDERED THAT,

With respect to facilities acceptance:

I hereby recommend the Board of Supervisors accept the Project Acquisition Facilities, as referenced in the Acquisition Agreement dated June 1, 2001, and as further described in the FOCIL Irrevocable Offer of Improvements for the Project dated November 3, 2009.


The acceptance is for the Project only and for maintenance and liability purposes pursuant to Section 1806 of the California Streets and Highways Code and San Francisco Administration Code Section 1.52 et seq. The acceptance is subject to i) the maintenance obligation of the Redevelopment Agency and Port as set forth the Second Amendment to Ground and ii) limited to only the Project area.

With respect to public open space as park use:

I hereby recommend the Board of Supervisors designate that portion of State Trust Parcel 5 as shown on Exhibit "A-1" of the FOCIL Offer of Improvements for public open space and park purposes.

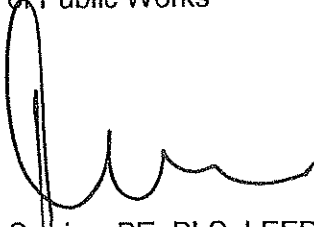
I further recommend the Board of Supervisors designate the name of the new park as "Bayfront Park".

Sincerely,



Edward D. Reiskin
Director of Public Works

And



Fuad S. Sweiss, PE, PLS, LEED AP
City Engineer and Deputy Director of Engineering

CC: Kelley Kahn, Sr. Project Manager, SFRA
Grace Kwak, Project Manager, MBTF
John Malamut, City Attorney's Office
Anita Wood, City Attorney's Office
Monique Moyer, Executive Director, Port of San Francisco
Barbara Moy, BSM
Amy L. Brown, Director of Property
Phillip Owen, Mission Bay Development Group
Joshua R. Steinhauer, Esq. Coblenz, Patch, Duffy & Bass
MBTF File

