

BOARD of SUPERVISORS



City Hall
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco, CA 94102-4689
Tel. No. (415) 554-5184
Fax No. (415) 554-5163
TDD/TTY No. (415) 554-5227

MEMORANDUM

Date: September 20, 2024
To: Planning Department / Commission
From: Brent Jalipa, Clerk of the Budget and Finance Committee
Subject: Board of Supervisors Legislation Referral - File No. 240797-2
Development Agreement Amendment - Laurel Heights Partners, LLC - 3333 California Street Project - California Street at Presidio Avenue

- California Environmental Quality Act (CEQA) Determination - **FEIR ADDENDUM 2024**
(*California Public Resources Code, Sections 21000 et seq.*)
 - Ordinance / Resolution
 - Ballot Measure

- Amendment to the Planning Code, including the following Findings:
(*Planning Code, Section 302(b): 90 days for Planning Commission review*)
 - General Plan
 - Planning Code, Section 101.1
 - Planning Code, Section 302

- Amendment to the Administrative Code, involving Land Use/Planning
(*Board Rule 3.23: 30 days for possible Planning Department review*)

- General Plan Referral for Non-Planning Code Amendments
(*Charter, Section 4.105, and Administrative Code, Section 2A.53*)
(Required for legislation concerning the acquisition, vacation, sale, or change in use of City property; subdivision of land; construction, improvement, extension, widening, narrowing, removal, or relocation of public ways, transportation routes, ground, open space, buildings, or structures; plans for public housing and publicly-assisted private housing; redevelopment plans; development agreements; the annual capital expenditure plan and six-year capital improvement program; and any capital improvement project or long-term financing proposal such as general obligation or revenue bonds.)

- Historic Preservation Commission
 - Landmark (*Planning Code, Section 1004.3*)
 - Cultural Districts (*Charter, Section 4.135 & Board Rule 3.23*)
 - Mills Act Contract (*Government Code, Section 50280*)
 - Designation for Significant/Contributory Buildings (*Planning Code, Article 11*)

Please send the Planning Department/Commission recommendation/determination to Brent Jalipa at Brent.Jalipa@sfgov.org.

1 [Development Agreement Amendment - Laurel Heights Partners, LLC - 3333 California Street
2 Project - California Street at Presidio Avenue]

3 **Ordinance approving an amendment to a Development Agreement (originally approved**
4 **by Ordinance No. 276-19) for the 3333 California Street project between the City and**
5 **County of San Francisco and Laurel Heights Partners, LLC, to extend the term of the**
6 **Development Agreement by eight years to September 11, 2043, modify the affordable**
7 **housing requirements, allow the project to qualify for the Temporary Fee Reduction**
8 **Program under Planning Code, Section 403, and include a finance plan with a**
9 **framework to use incremental property tax revenue to fund the Project’s public capital**
10 **facilities and affordable housing; making findings under the California Environmental**
11 **Quality Act; and making findings of conformity with the General Plan, and the eight**
12 **priority policies of Planning Code, Section 101.1(b), and findings of public**
13 **convenience, necessity, and welfare under Planning Code, Section 302.**

14
15 NOTE: **Unchanged Code text and uncodified text** are in plain Arial font.
16 **Additions to Codes** are in *single-underline italics Times New Roman font*.
17 **Deletions to Codes** are in *strikethrough italics Times New Roman font*.
18 **Board amendment additions** are in double-underlined Arial font.
19 **Board amendment deletions** are in ~~strikethrough Arial font~~.
20 **Asterisks (* * * *)** indicate the omission of unchanged Code
21 subsections or parts of tables.

22 Be it ordained by the People of the City and County of San Francisco:

23 Section 1. Background.

24 (a) Laurel Heights Partners, LLC, a Delaware limited liability company
25 (“Developer”), owns approximately 10.25 acres in San Francisco, generally bounded by
California Street, Laurel Street, Euclid Avenue, Masonic Avenue, and Presidio Avenue
 (“Developer Property”).

1 (b) The Developer and the City and County of San Francisco (“City”) executed a
2 Development Agreement, dated as of September 11, 2020, relating to Developer’s proposed
3 development of a mixed-use project with residential, non-residential, open space, child care,
4 and related uses (“Project”) on the Developer Property (“Original Agreement”). The Original
5 Agreement was approved by the Board of Supervisors and Mayor in Ordinance No. 276-19
6 (“2019 Ordinance”). Copies of the Original Agreement and the 2019 Ordinance are on file
7 with the Clerk of the Board of Supervisors in File No. 190845.

8 (c) Section 11.1 of the Original Agreement authorizes the Director of Planning to
9 enter into an amendment to the Original Agreement if it does not constitute a Material Change
10 (as defined in the Original Agreement). Under such authority, the Original Agreement was
11 amended by a Memorandum of Minor Modification of Development Agreement (Amendment
12 No. 1) dated as of June 5, 2024 (“Minor Modification”), a copy of which is on file with the Clerk
13 of the Board of Supervisors in File No. 240797.

14 (d) The Developer and City wish to further amend the Original Agreement, as
15 modified by the Minor Modification (“Modified Development Agreement”), with an amendment
16 (“Second Amendment”) that would: (i) extend the term of the Modified Development
17 Agreement, the deadline to commence construction, and the outside date to complete
18 construction of the affordable units, (ii) reduce the required number of affordable units, extend
19 the timing for escrow deposits to fund the development of the affordable units, and authorize
20 the Director of the Mayor’s Office of Housing and Community Development to make certain
21 changes to the affordable unit requirements, (iii) allow the project to qualify for the Temporary
22 Fee Reduction Program under Planning Code Section 403, and (iv) include a financing plan
23 with the framework for using incremental property tax revenue to fund the Project’s public
24 capital facilities and affordable housing, providing significant benefits to Enhanced
25 Infrastructure Financing District No. 3 (3333/3700 California Street) (“EIFD No. 3”) or the

1 surrounding community, and make necessary revisions to the Modified Development
2 Agreement for the establishment of EIFD No. 3 and use of that incremental property tax
3 revenue.

4 (e) By Resolution No. _____, a copy of which is on file with the Clerk of the
5 Board of Supervisors in File No. 240816, the Board of Supervisors approved the Resolution of
6 Intention to Establish San Francisco Enhanced Infrastructure Financing District No. 3
7 (3333/3700 California Street) to provide financial assistance for both Developer's public
8 infrastructure obligations for the Project, and Developer's proposed mixed-use development
9 project at an 4.84-acre site owned by Developer and located on California Street between
10 Maple Street and Cherry Street.

11 (f) The Developer and City have worked over the last year to identify modifications
12 to the terms of the Modified Development Agreement that will improve financial feasibility and
13 expedite delivery of the Project. Factors such as increases in construction and labor costs, a
14 worldwide pandemic, rising interest rates, and a slowing of the real estate market have
15 delayed the initiation of the Project. However, advancing the Project is critical to meeting the
16 City's housing production goals established under its Housing Element 2022 Update of the
17 General Plan and the Mayor's Housing for All implementation strategy. The proposed
18 modifications to the Modified Development Agreement, along with the formation of EIFD No.
19 3, will enable the advancement of the Project and provide much-needed new market rate and
20 senior affordable housing in a high-resource district in San Francisco.

21 Section 2. Temporary Fee Reduction Program and Planning Code Conformity.

22 The Board of Supervisors approves allowing the Project to qualify as a Pipeline Project,
23 as defined in Planning Code Section 415A.2, for the Temporary Fee Reduction Program
24 under Planning Code Section 403 and as specified in the Second Amendment, and waives
25 any inconsistent provision in Planning Code Section 403.

1 Section 3. Environmental and Land Use Findings.

2 (a) On September 5, 2019, by Motion No. 20512, the Planning Commission certified
3 as adequate, accurate, and complete the Final Environmental Impact Report (“FEIR”) for the
4 Project pursuant to the California Environmental Quality Act (California Public Resources
5 Code Sections 21000 et seq.) (“CEQA”). A copy of Planning Commission Motion No. 20512
6 is on file with the Clerk of the Board of Supervisors in File No. 240797.

7 (b) On _____, 2024, the Planning Department issued an addendum to the
8 FEIR (“FEIR Addendum”) finding the Second Amendment would not change the conclusions
9 in the FEIR and the amendment would not result in any new or more severe environmental
10 impacts than were previously identified in the FEIR. A copy of the FEIR Addendum is on file
11 with the Clerk of the Board of Supervisors in File No. _____.

12 (c) The Board of Supervisors has reviewed and considered the FEIR and the FEIR
13 Addendum, and finds the FEIR and the FEIR Addendum are adequate for their use for the
14 actions taken by this ordinance and incorporates herein the FEIR and the CEQA findings
15 contained in Ordinance No. 276-19 and the FEIR Addendum by this reference, and further
16 finds that, pursuant to CEQA Guidelines Section 15162, no additional environmental review is
17 required because there are no substantial changes to the Project analyzed in the FEIR and
18 the FEIR Addendum, no change in circumstances under which the Project is being
19 undertaken, and no new information that was not known and could not have been known
20 shows that new significant impacts would occur, that the impacts identified in the FEIR and
21 the FEIR Addendum as significant impacts would be substantially more severe, or that
22 mitigation or alternatives previously found infeasible are now feasible.

23 (d) The Board of Supervisors found the Original Agreement conforms with the General
24 Plan and the eight priority policies of Planning Code Section 101.1 by the findings set forth in
25 Section 3 of the 2019 Ordinance. The Board of Supervisors incorporates herein the foregoing

1 findings and determines that said findings are adequate to establish that the actions taken by
2 this ordinance to approve the Second Amendment conform with the General Plan and the
3 eight priority policies of Planning Code Section 101.1.

4 (e) Pursuant to Planning Code Section 302, the Board of Supervisors finds that this
5 ordinance will serve the public necessity, convenience, and general welfare for the reasons
6 set forth in Planning Commission Resolution No. _____, and the Board adopts such
7 reasons as its own. A copy of that resolution is on file with the Clerk of the Board of
8 Supervisors in File No. _____ and is incorporated herein by reference.

9 Section 4. Development Agreement Amendment.

10 (a) The Board of Supervisors approves all the terms and conditions of the Second
11 Amendment in substantially the form on file with the Clerk of the Board of Supervisors in File
12 No. 240797.

13 (b) The Board of Supervisors approves and authorizes the execution, delivery, and
14 performance by the City of the Second Amendment as follows: (1) the Director of Planning
15 (and other City officials listed thereon) are authorized to execute and deliver the Second
16 Amendment, and (2) the Director of Planning and other applicable City officials are authorized
17 to take all actions reasonably necessary or prudent to perform the City's obligations under the
18 Modified Development Agreement in accordance with the terms of the Second Amendment.

19 (c) The Board of Supervisors finds that this ordinance satisfies the requirements of
20 both Article 11 of the Original Agreement and Article 56 of the Administrative Code as
21 governing the amendment of the Modified Development Agreement.

22 Section 5. Direction to Clerk of the Board of Supervisors.

23 The Clerk of the Board of Supervisors is directed to place a copy of this ordinance in
24 File No. 190845, the file for the 2019 Ordinance (Ordinance No. 276-19).

25 Section 6. Effective Date.

REVISED LEGISLATIVE DIGEST

(Substituted, 9/17/2024)

[Development Agreement Amendment - Laurel Heights Partners, LLC - 3333 California Street Project - California Street at Presidio Avenue]

Ordinance approving an amendment to a Development Agreement (originally approved by Ordinance No. 276-19) for the 3333 California Street project between the City and County of San Francisco and Laurel Heights Partners, LLC, to extend the term of the Development Agreement by eight years to September 11, 2043, modify the affordable housing requirements, allow the project to qualify for the Temporary Fee Reduction Program under Planning Code Section 403, and include a finance plan with a framework to use incremental property tax revenue to fund the Project’s public capital facilities and affordable housing; making findings under the California Environmental Quality Act; and making findings of conformity with the General Plan, and the eight priority policies of Planning Code, Section 101.1(b), and findings of public convenience, necessity, and welfare under Planning Code, Section 302.

Background Information

Laurel Heights Partners, LLC, a Delaware limited liability company (“Developer”), owns approximately 10.25 acres of developed land in San Francisco that is generally bounded by California Street to the north, Presidio Avenue to the east, Masonic Avenue to the southeast, Euclid Avenue to the south, and Laurel Street and Mayfair Drive to the west (the “Developer Property”). The Developer and the City and County of San Francisco (“City”) executed a Development Agreement dated as of September 11, 2020 (“Original Agreement”), for Developer’s proposed development of a mixed-use project with residential, non-residential, open space, child care, and related uses (“Project”) on the Developer Property. The Original Agreement was approved by the Board of Supervisors and Mayor pursuant to Ordinance No. 276-019, and amended by a Memorandum of Minor Modification of Development Agreement (Amendment No. 1) dated as of June 5, 2024 (as amended, the “Modified Development Agreement”).

Proposed Amendment

Project initiation has been delayed due to increases in construction and labor costs, a worldwide pandemic, rising interest rates, and a slowing of the real estate market. The Developer and City wish to modify the Modified Development Agreement to improve financial feasibility and expedite delivery of the Project, which is critical to meeting the City’s housing production goals established under its Housing Element 2022 Update of the General Plan and the Mayor’s Housing for All implementation strategy. The proposed modifications to the Modified Development Agreement (“Second Amendment”), along with the formation of Enhanced Infrastructure Financing District No. 3 (3333/3700 California Street), will enable the

advancement of the Project and provide much-needed new market rate and senior affordable housing in a high-resource district in San Francisco.

The proposed Second Amendment would (i) extend the term of the Modified Development Agreement, the deadline to commence construction, and the outside date to complete construction of the affordable units, (ii) reduce the required number of affordable units, extend the timing for escrow deposits to fund the development of the affordable units, and authorize the Director of the Mayor's Office of Housing and Community Development to make certain changes to the affordable unit requirements, (iii) allow the Project to qualify for the Temporary Fee Reduction Program under Planning Code Section 403, and (iv) include a financing plan with the framework for using incremental property tax revenue to fund the Project's public capital facilities and affordable housing, providing significant benefits to Enhanced Infrastructure Financing District No. 3 (3333/3700 California Street) ("EIFD No. 3") or the surrounding community, and make necessary revisions to the Modified Development Agreement for the establishment of EIFD No. 3 and use of that incremental property tax revenue.

The ordinance would also allow the Project to qualify as a Pipeline Project, as defined in Planning Code Section 415A.2, for the Temporary Fee Reduction Program under Planning Code Section 403 as specified in the Second Amendment, and waives any inconsistent provision in Planning Code Section 403.

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