

REQUEST FOR PROPOSALS FOR BALBOA RESERVOIR PROPERTY

Opportunity

Propose, design, entitle, purchase, and develop approximately 17 acres of property that the City and County of San Francisco owns under the jurisdiction of the San Francisco Public Utilities Commission ("SFPUC").

Location

Bounded by City College of San Francisco's Ocean Campus to the east, Riordan High School to the north, the Westwood Park neighborhood to the west, and the Avalon Ocean Avenue apartments to the south. (San Francisco Assessor's Block Number 3180, Lot Number 190)

Development Concept

Mixed-income housing in buildings 25 feet to 65 feet high with at least four acres of open space. The housing may be a combination of rental and ownership units. See Attachment E, "Development Principles & Parameters," for more detail.

Affordable Housing

The development should maximize the proportion of affordable housing for low, moderate, and middle-income households. At least 50% of total units should be permanently affordable, provided that this target can be achieved without compromising feasibility. Specifically:

- At least 18% low-income units (up to 55% AMI for rental units; up to 80% AMI for for-sale units)
- At least 15% moderate-income units (up to 120% AMI)
- Remaining 17% affordable to be a combination of low, moderate, and middle (up to 150% AMI) income households

Schedule*

RFP released	Thursday, March 9, 2017
Written questions due	Friday, March 31, 2017 at 5:00pm
Responses to written questions posted online	Friday, April 14, 2017
RFP responses due	Friday, June 2, 2017 at 5:00 PM
Public presentation of proposals	TBD, at least one week after RFP responses due
Response to public comment memos due	TBD, at least two weeks after public presentation of proposals
Developer selection announced	TBD, at least three weeks after memos received

* Each date subject to change. Check website for latest schedule.

Financial Requirements

Respondents should demonstrate the capacity to secure entitlements, acquire the property, finance and construct improvements, and ensure ongoing maintenance of open space and common areas.

Site Acquisition

The SFPUC desires to sell the property in fee, following entitlements.

Environmental Review and Entitlements

Any proposed development will evolve through the public review process. The City will not take any actions that would commit it to approval of any proposed project until environmental review for the project has been completed in accordance with the California Environmental Quality Act. If the City approves a project, anticipated entitlements would include rezoning to allow for housing and other accessory uses and, if applicable, to increase building heights above the current height of 40 feet, as needed in appropriate portions of the Site.

Selection Process

Based on the results of a Request for Qualifications ("RFQ") evaluation process, the SFPUC has invited the three top-scoring RFQ respondents to respond to this Request for Proposals ("RFP"). After the RFP responses have been submitted, each proposer will be invited to present the specifics of its proposal at a public meeting where members of the public may provide comments. (No financial information about respondents' or proposed projects' financials will be made public.) The evaluation panel will then review the RFP responses, taking into account the public feedback, among other factors. The top-scoring respondent will be invited to enter into exclusive negotiations with the City, contingent upon the SFPUC Commission's approval of an Exclusive Negotiating Agreement ("ENA").

RFP Response Submittal Due

Friday, June 2, 2017 at 5:00 PM.

Contact

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Interested parties, including respondents, are specifically directed NOT to contact any employees or officials of the City other than those specifically designated in this RFP and its attachments. Unauthorized contact may be cause for rejection of the response at the City's sole and absolute discretion.

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- A. Site Map
- B. Approximate Site Dimensions
- C. Disclosure Questionnaire & Respondent Certification Form
- D. Development Program Overview Form
- E. Development Principles & Parameters
- F. Form of Exclusive Negotiating Agreement [FORTHCOMING]
- G. Policies, Standards, and Codes
- H. City College Board of Trustees Resolution

1. Project Context

The Balboa Reservoir site (the “Site”) is an approximately 17-acre parcel that the City owns under the jurisdiction of the San Francisco Public Utilities Commission (“SFPUC”). The Site is located in the central southern portion of San Francisco, immediately to the west of the City College of San Francisco (“City College”) Ocean Campus, to the south of Archbishop Riordan High School, to the east of the Westwood Park neighborhood, and to the north of the Avalon Ocean Avenue apartments. It is also proximate to the Sunnyside and Ingleside neighborhoods, the Balboa Park BART Station, Interstate 280, and the Ocean Avenue retail corridor.

In 1957, the San Francisco Water Department (now the SFPUC) constructed the Balboa Reservoir with water storage in mind, but the Site has never been utilized as a reservoir. The idea of building new housing at the Balboa Reservoir has been discussed for several decades. The Balboa Park Station Area Plan¹, adopted in 2009, includes the Balboa Reservoir in its 210-acre Plan area. The adopted Area Plan, consistent with the project analyzed in the Balboa Park Station Area Plan Final EIR, prioritizes affordable housing, quality open spaces, and development that respects surrounding neighborhoods. For the purposes of analysis, the Plan’s EIR estimated at a programmatic level (i.e., not a “project level”) 1,780 new residential units throughout the entire Plan area. As of January 1, 2017, 450 of these units had been built and an additional 58 were in the process of seeking entitlements.

In 2012, a series of land transfers between various public agencies resulted in the reconfiguration of the SFPUC’s original Balboa Reservoir land holdings. Today, City College owns approximately 10.4 acres immediately to the west of Phelan Avenue and the SFPUC controls the remaining land to the west of City College’s property.

The SFPUC’s Site resembles a large basin, with sharply sloping western, northern, and eastern edges and a sunken, paved surface at the center. The paved surface currently functions as a 1,005-space parking lot that City College utilizes under the terms of a no-fee revocable license with the SFPUC. There are no permanent structures on the Site.

As illustrated in Attachments A and B, the SFPUC expects to retain small portions of its Balboa Reservoir land holdings in fee (located along the southern edge of the Site) and, adjacent to the Site, reserve easements over other portions of its property where water transmission pipelines are located. The SFPUC routinely issues revocable fee-based licenses to adjacent property

¹ The Balboa Park Station Area Plan and environmental documents can be accessed at <http://www.sf-planning.org/index.aspx?page=1748>.

owners who wish to landscape SFPUC property to enhance their adjacent property (e.g., through landscaping). However, no structures and no landscape elements with the potential to cause damage to the pipeline infrastructure (e.g., trees planted outside of planter boxes) may be installed on the retained SFPUC property.

2. Development Opportunity Overview

Although Sections 2 through 7 of this RFP include information found in the Request for Qualifications released on November 10, 2017 (“RFQ”), these sections also contain updates and new substantive information. Respondents are expected to review this RFP in its entirety and prepare RFP responses accordingly.

The City owns the Site under the SFPUC’s jurisdiction. Through this Request for Proposals (“RFP”) process and the previous RFQ process, the SFPUC intends to select a developer (“Developer”) to seek project entitlements, engage with the community, and develop the Site.

The primary objectives for this proposed project are:

1. Under the City’s Public Lands for Housing Program, create a mixed-income housing project that maximizes the amount of affordable housing for low, moderate, and middle-income San Franciscans, while enhancing the communities around it;
2. Provide the SFPUC’s water utility ratepayers with fair market value for this utility asset, as required by the Charter and applicable law; and
3. Develop the Site with sensitivity to surrounding neighborhoods and in a way that enhances the quality of life and opportunities for those who live, work, study, and visit in the surrounding area.

These objectives are reflected in the Transactional Terms section of this RFP (Section 7) and in the Development Principles & Parameters (“Parameters”) that are summarized in Section 6 and attached in full as Attachment E. The Parameters result from an extensive community engagement process (see Section 2.4).

2.1 Developer Selection Process

The Developer selection process began with an RFQ, which identified the most qualified prospective developers based on technical ability, financial capacity, and proven experience. An

evaluation panel comprised of City staff with relevant expertise, the Balboa Reservoir Community Advisory Committee (“CAC”) Chair, and a representative of the City College administration reviewed all complete RFQ responses. This panel recommended the following finalists (listed alphabetically) to the SFPUC General Manager, who in turn invited them to participate in the RFP process.

- AvalonBay Communities and BRIDGE Housing with Mission Housing, Pacific Union Development Company, and Habitat for Humanity of Greater San Francisco
- Emerald Fund and Mercy Housing
- Related Companies with Sares Regis Group of Northern California, Curtis Development, and Tenderloin Neighborhood Development Corporation

As detailed in Section 9, this RFP requires a detailed project proposal, including programmatic, design, and financial components.

Following the RFP submittal deadline, the programmatic and design elements of each proposal will be posted online. (No financial information about the respondent or proposed project financials will be posted.) Each development team will present those programmatic and design portions of its proposal at a community meeting to be held shortly after RFP responses are due. Members of the public will have the opportunity to comment orally and/or in writing. The date and time of this meeting will be confirmed within the next month, and the development teams responding to the RFP will be informed as soon as the meeting is scheduled.

The evaluation panelists will consider these community member comments when evaluating the RFP responses, per the criteria described in Section 11. The RFP evaluation panel will be comprised of representatives of the same groups represented on the RFQ panel: City staff from the SFPUC, the Office of Economic and Workforce Development (“OEWD”), the Planning Department (“Planning”), the Mayor’s Office of Housing and Community Development (“MOHCD”), and the Municipal Transportation Agency (“SFMTA”), as well as the Balboa Reservoir CAC Chair and a representative of the City College administration. Only City staff will review the financial portions of the RFP responses.

The panel will score the RFP responses and designate a recommended proposal from among them, but the final determination of which proposer, if any, is selected to enter into negotiations will be made by the SFPUC Commission in its sole discretion. Specifically, once the panel’s evaluation is complete, the SFPUC General Manager may make a recommendation to the

SFPUC Commission regarding how to proceed. If the General Manager agrees with the panel's recommendation, he may request that the SFPUC Commission endorse that selection and delegate to the SFPUC General Manager the authority to finalize and execute an Exclusive Negotiating Agreement ("ENA") with the top-scoring development team. The SFPUC General Manager also has the authority to request that the SFPUC Commission endorse an alternative development team or no team at all.

Prior to the end of March 2017, the City will provide and make public the SFPUC's preferred form of ENA (to be inserted into this RFP as Exhibit F). RFP responses may propose specific amendments to these ENA terms, which the SFPUC may choose to accept or negotiate, at its sole discretion. If the City does not accept these amendments, the selected development team will not be obligated to enter into the ENA. The SFPUC Commission's authorization to the General Manager is anticipated to provide that the final ENA terms must be substantially similar to the SFPUC's preferred form of ENA, as modified any specific amendments proposed by the winning proposer and accepted by the SFPUC. The City expects that the ENA will be executed within 6 weeks of the Developer's selection.

2.2 Environmental Review

Any proposed project will continue to evolve through the public review process. All project approval actions, including without limitation approval of any transaction documents by the SFPUC, the City's Board of Supervisors and Mayor, and other applicable City agencies, are subject to environmental review as required by the California Environmental Quality Act, Cal. Pub. Res. Code Section 21000 et seq. ("CEQA"), the CEQA Guidelines, 15 Cal. Code Regs. Section 15000 et seq, and San Francisco's Environmental Quality Regulations, codified at San Francisco Administrative Code Chapter 31 ("SF Admin. Code Chapter 31").

In order to comply with CEQA and give decision-makers and the public the opportunity to be aware of the environmental consequences of any contemplated actions with respect to a proposed project and to fully participate in the CEQA process, the City retains the absolute and sole discretion to (i) modify a proposed project as the City determines may be necessary to mitigate significant impacts, (ii) select other feasible alternatives to a proposed project to avoid significant environmental impacts, (iii) require the implementation of specific measures to mitigate the significant environmental impacts of a proposed project, (iv) balance the benefits of a proposed project against any significant environmental impacts before final approval by the City if such significant impacts cannot otherwise be avoided, and (v) determine not to proceed with a proposed project due to unavoidable significant environmental impacts.

2.3 City Agency Roles

The City's work on the Site's development is a collaboration led by the SFPUC, OEWD, and Planning ("Lead City Agencies"), in consultation with other interested City agencies such as MOHCD and SFMTA, as well as with City College and the community.

Once a Developer is selected, the three Lead City Agencies anticipate having the following roles:

- **The San Francisco Public Utilities Commission** will participate in the negotiation of land transaction terms consistent with its Charter obligations and jurisdiction over the property. The SFPUC will also engage in project design discussions to ensure that the final project is consistent with the SFPUC policy objectives, such as in the areas of the SFPUC's financial return, sustainability, and utility service.
- **The Office of Economic and Workforce Development** will serve as an owner's representative on the SFPUC's behalf, which typically involves leading negotiations with the Developer in collaboration with the SFPUC on overall disposition and development terms, advising on the development program as it evolves, coordinating among City agencies to ensure that the project is consistent with their practices and policy goals, and facilitating the project's regulatory approvals process.
- **The Planning Department** will provide the City's direction on the project's physical form, including the site plan, street design, building scale and massing, and the development of design guidelines for buildings and the public realm. It will lead in the City's preparation of any proposed Planning Code amendments and related land use approval documents, as well as in directing outside consultant preparation of any environmental documents required under CEQA.

2.4 Public Participation

Since the City announced the Balboa Reservoir as a Public Lands for Housing site in October, 2014, City staff has participated in over 30 public meetings to provide information and seek feedback on the community's priorities for the Site's development. This engagement began with a series of large public workshops and concurrent meetings with neighborhood associations and community groups.

In the spring of 2015, the Board of Supervisors passed legislation creating the Balboa Reservoir CAC.² The CAC has served as the primary public forum for community feedback during the creation of the project's Parameters (Attachment E), which the CAC endorsed in September 2016. The CAC consists of seven members appointed by the Mayor and the District 7 Supervisor and two representatives of local neighborhood associations. The CAC advises City staff and conducts regular meetings that include opportunities for members of the broader public to comment; its role is advisory only. The CAC will continue to serve as a venue for public participation in the RFP process, as described in Section 5, and throughout the project's pre-entitlement period.

Materials, including agendas and minutes from CAC meetings held to date, are available online at <http://sf-planning.org/balboa-reservoir-cac-meeting-schedule>.

Once selected, the Developer will be expected to pursue a robust community engagement program in coordination with the Lead City Agencies, including providing the CAC with regular project updates and opportunities to view and comment on evolving development plans and designs. The Developer should, through various media or strategies, endeavor to engage people who may not be represented at CAC meetings and should meet periodically with local stakeholder groups, including neighborhood associations and City College constituent groups, as needed.

In addition to the CAC, City boards and commissions may request occasional project updates, which are typically provided as informational presentations by a combination of City staff and the project sponsor, which in this case would be the Developer and its technical consultants. Section 5 describes the Project's anticipated legislative approvals.

3. Site Conditions

All information provided by the City in this RFP is for general information and is not a representation or warranty by the City. At the time of the Site's disposition, the City will transfer the property in its "as is" condition, without any representation or warranties whatsoever, and the Developer will be required to rely upon its own due diligence.

² The SFPUC CAC's role is defined in Section 5.17 of San Francisco's Administrative Code, accessible online at <http://sfwater.org/modules/showdocument.aspx?documentid=10177>.

3.1 Physical Conditions

The SFPUC commissioned the consultancy Architecture, Engineering, Consulting, Operations, and Maintenance (“AECOM”) to study and produce a report on the Site’s physical conditions.³ This report describes adjacent and nearby land uses, site slope and elevation, property ownership and easements, infrastructure connections, zoning, applicable existing City policies, and local in-progress planning efforts. However, the selected Developer will be responsible for conducting independent due diligence concerning the Site.

3.2 Transportation

A range of public transit resources serve the Site, including multiple MUNI lines and the Balboa Park BART station. Traffic congestion is a commonly expressed local concern, however, and several planning efforts are underway to improve travel in the area. A preliminary analysis of the Site’s transportation context,⁴ also performed by AECOM in 2014, highlights these conditions and the associated planning efforts.

More recently, the City engaged Nelson\Nygaard, a transportation consulting firm, to conduct a transportation demand management (“TDM”) analysis of a larger area that encompasses the Site, several adjacent neighborhoods, and City College. The TDM analysis will propose potential strategies for increasing transportation choices and managing parking demand, with an emphasis on minimizing single-occupant vehicle trips by promoting other modes of travel. This document will provide a starting point for coordinating TDM and transportation mitigations for the Site, in coordination with City policy and City College. The document’s recommendations for the Reservoir are expected to be consistent with the transportation parameters in Attachment E.

More information about the TDM analysis can be found online at <http://sf-planning.org/balboaTDM>, and RFP respondents will be notified when the final TDM analysis is published so that they can incorporate its findings into their proposals. An Existing Conditions Report, completed in October 2016, is currently available on the Balboa TDM webpage, and the final report will also be published on that webpage when complete. In addition, City staff previewed portions of this analysis’s recommendations to the CAC on February 13, 2017.

³ Report available online at <http://sfwater.org/modules/showdocument.aspx?documentid=10177>.

⁴ Report available online at http://www.sf-planning.org/ftp/files/plans-and-programs/planning-for-the-city/public-sites/balboareservoir/Balboa-Reservoir-Study_Existing-Conditions-Transportation.pdf.

3.3 Site Access

As part of the land transactions that created the current configuration of SFPUC and City College properties in 2012, the SFPUC and City College executed an Access Easement Agreement that requires City College to build two roads, (1) a north-south right-of-way running the length of the SFPUC's property, along its eastern edge, and (2) an east-west right of way along the northern edge of City College's property, connecting from Phelan Avenue to the northeast corner of the SFPUC's property (depicted in Attachments A and B). City staff has advised City College to temporarily postpone fulfilling these obligations, as it may be preferable to design and build them in conjunction with the greater Balboa Reservoir development. It is conceivable that the Developer, City College, and the City may decide to negotiate an alternative approach to fulfilling these obligations.

Currently, the only planned points of vehicular access into the Site are the east-west right of way required by the Access Easement Agreement and the extension of Lee Avenue north across Ocean Avenue, as proposed in the Balboa Park Station Area Plan. Depending on the proposed Balboa Reservoir development program, the Developer may need to create additional routes for vehicular site access. The SFPUC and the City expect the Developer, at its sole cost, to acquire the property and/or easements and to construct the improvements for any such off-Site access routes.

It may be possible to create additional east-west connections to Phelan Avenue, which would be subject to agreement by City College and would ideally be designed collaboratively in conjunction with City College's in-progress Facilities Master Plan ("FMP") process. While not yet finalized, the FMP process has identified a "Preferred Alternative" land use vision that should be taken into account as respondents consider their Site access and circulation strategies.

The City College Board of Trustees' current position on this subject, as expressed in a recent resolution (see Section 4.4 and Attachment H), is that a roadway should not be built immediately north of the existing City College Multi-Use Building.

Community feedback has expressed opposition to extending San Ramon Way into the Site from the west, except potentially for emergency vehicle access. Although certain potential access points may be determined to be infeasible for vehicular access, they may be appropriate for pedestrian and/or bicycle access.

4. Applicable Land Use Policies

4.1 Balboa Park Station Area Plan

Adopted in 2009, the Balboa Park Station Area Plan⁵ encompasses a 210-acre area that includes the Site. It envisions housing at the Site and requires that major new developments also provide high-quality public open spaces.

4.2 Zoning

The Site is currently zoned P, “Public,” and is in the 40-X height and bulk district. Because P zoning is intended for land that is owned by a government agency and used for government purposes, a rezoning would be required to allow for housing and other uses at the Site and/or to increase the maximum height above 40 feet.

4.3 City College Facilities Master Plan

City College is in the process of updating its Facilities Master Plan.⁶ The FMP will articulate City College’s future land use vision, which will assist the Developer in understanding potential partnerships with City College. The FMP process is still underway, but it has already identified a preferred land use vision that includes a schematic site plan for the City College property adjacent to the Balboa Reservoir Site. Although the FMP will likely be completed before the Balboa Reservoir developer selection process concludes, the Developer should plan to collaborate with City College to ensure that the Site’s design is compatible with City College’s plans, to the extent that the Developer seeks to make improvements involving City College’s property.

4.4 City College Board of Trustees Resolution

On July 28, 2016, the City College Board of Trustees passed a resolution establishing the College’s priorities for how the Trustees wish to see the Site developed (Attachment H). These priorities are generally consistent with the Parameters established by the CAC (Attachment E). City College does not, however, own or have jurisdiction over the Site.

⁵ The full Balboa Park Station Area Plan can be downloaded at <http://sf-planning.org/balboa-park-station-area-plan>.

⁶ City College’s web page for the Facilities Master Plan process can be accessed at <https://www.ccsf.edu/MP/>.

4.5 Additional Policies

In addition to these policies and plans, Attachment G provides a more comprehensive list of relevant policies and standards. The AECOM existing conditions report (see footnote #3) also includes information about many of these plans and policies, as well as about other transportation and land use efforts underway in the neighborhood. In addition, all standard City, state, and federal policies governing land use and urban design will apply, including the Americans with Disabilities Act and other related regulations that ensure accessibility to people with disabilities. The City anticipates that the final transaction documents will include all standard City provisions that apply to similar transactions.

5. Developer's Role

Once selected through the RFP process, the Developer will be invited to enter into a SFPUC Commission-approved ENA. By establishing that the SFPUC will not concurrently negotiate with any other developers, the ENA will give the Developer the assurance needed to begin investing predevelopment funds. It will also set timeframes to ensure that the project proceeds at a reasonable pace and establish that the Developer will reimburse the City for any City staff and consultant costs incurred during the ENA period.

Prior to the end of March, the City will provide its desired form of ENA, including its objectives and key terms (to be inserted into this RFP as Exhibit F). The intent is for the SFPUC Commission to delegate the final limited negotiation and execution of the ENA to the SFPUC General Manager when it selects the Developer. Respondents should clearly identify any desired substantive changes to key terms in their RFP responses, so that such changes can be incorporated or discussed prior to the delegation of negotiation authority.

During the ENA period, the Developer will work closely with the SFPUC, OEWD, and Planning to refine its proposed development plan into a more detailed development program with a set of design and development controls to ensure that the project proposed to the City for approval will be built as intended. Throughout this period, the Balboa Reservoir CAC will provide advisory feedback and serve as a forum for community input, as required by the CAC's enabling legislation.

Prior to commencing the environmental review process for this project, the Developer will be required obtain the SFPUC Commission and Board of Supervisors' endorsement of a non-binding term sheet, complete a fiscal feasibility report, and receive the Board of Supervisors' approval for findings of fiscal feasibility, per Chapter 29 of the City's Administrative Code. These findings

provide an early indication of the Board of Supervisors' comfort with the general project proposal before the Developer starts incurring costs associated with environmental review. Concurrently, the Developer will negotiate with the SFPUC and OEWD on the financial terms of the land transaction.

Pursuant to the ENA, City staff will work with the Developer to negotiate and/or prepare the following documents for consideration by City decision makers during the project approval process:

- Any and all environmental documents as required by CEQA, which may include an environmental impact report (EIR) independently prepared by the Planning Department;
- A "Purchase Agreement" setting the land transaction terms (e.g., a Purchase and Sale Agreement ("PSA") or Disposition and Development Agreement ("DDA"));
- An agreement vesting the project's entitlements and memorializing the Developer's development rights and responsibilities, including its obligations around affordable housing and other public benefits (e.g., a development agreement ("DA") or relevant language within a DDA);
- Planning Code amendments and any related documents that would authorize rezoning of the site and potentially create a Special Use District to allow the project to be built as intended;
- Design and development controls governing the project's physical form, to be incorporated into the Planning Code amendments; and
- Additional plan documents (e.g., an infrastructure plan) to be incorporated into the DA or DDA, as deemed appropriate.

After preparation of these documents, the Developer would seek City approval of the project, subject to City adoption of environmental findings under CEQA and including all other regulatory approvals for the project, or "entitlements," from the SFPUC Commission, the Planning Commission, the Board of Supervisors, and other City agencies as required.

Provided that the City approves the proposed project, the Developer would purchase the property from the City upon the issuance of project entitlements, in accordance with the Purchase Agreement or other transaction documents negotiated during the ENA term. The Developer could then begin development, subject to the negotiated development terms and the City's standard permitting and inspection processes.

6. Development Principles & Parameters

The CAC has been extensively involved in refining and endorsing the Development Principles & Parameters (the “Parameters”) (Attachment E), which provide programmatic and design direction in the categories of: housing, transportation, the project’s relationship to City College, urban design and neighborhood character, parks and open space, sustainability, and additional public benefits.

The first step in generating the Parameters was a series of community meetings and accompanying surveys during the first half of 2015, through which City staff gathered feedback regarding community members’ desires for the Site. Staff created initial drafts of the Parameters based on this community feedback, as well as on staff’s professional understanding of best practices in design and development. Staff shared the draft Parameters with the public online and presented them at a series of monthly CAC meetings beginning in summer 2015. These meetings served as a forum for feedback from CAC members and the general public. Staff revised the Parameters in response to this feedback and presented the updated Parameters for further input at the monthly CAC meetings held through the summer of 2016. On September 12, 2016, the CAC voted to move forward with the final version of the Parameters.

One portion of the Parameters document has been clarified in response to a question that arose during the RFQ process’s question and answer period. This clarification, regarding page 6 of Attachment E, explains that the maximum qualifying income levels for low-income affordable housing differ for rental and for-sale housing, as directed by San Francisco voters through their passage of Proposition C in June, 2016. Proposition C set the maximums for “low-income” affordable housing are 55% of AMI for rental units and 80% of AMI for for-sale units. This is an important clarification, as the Parameters previously described an absolute minimum of 55% of AMI, suggesting that low-income for-sale housing would not be possible.

Since Proposition C’s passage, new inclusionary housing policies have been proposed, but they have not yet been adopted at the time of this RFP’s issuance. RFP responses should therefore assume the Proposition C AMI limits for both low-income and moderate-income housing at Balboa Reservoir, although if the City’s inclusionary housing policies are changed during the negotiation period, the City, Developer, and community may wish to discuss corresponding adjustments to the project’s affordable AMI definitions.

As described in the RFP evaluation criteria (Section 11), responsiveness to the Parameters will be reviewed as a critical factor in evaluating the RFP responses. Once the Developer is selected

and begins engaging with the City and the community to refine its proposal, these Parameters will continue to serve as a guide.

7. Transactional Terms

The City anticipates structuring the transaction and entitlement process as follows. In preparing RFP responses, respondents should assume the following conditions.

7.1 Predevelopment Process

The Developer will lead the predevelopment process, with the City Lead Agencies (OEWD, SFPUC, and Planning) providing input during the negotiation of the DDA or PSA and the other transaction documents. Beginning on the date of Developer selection and continuing throughout the negotiation period, the Developer will fund all predevelopment costs, including costs associated with City staff and consultant work.

7.2 Land Transaction

Subject to the SFPUC Commission adopting required findings, the SFPUC expects to sell the property in fee. Because this is a water utility ratepayer asset, the SFPUC must receive fair market value for the Site. For purposes of this RFP, a calculation of fair market value should assume that the Developer will fund all non-housing public benefits as well as the project's affordable housing up to the 33% threshold described in the Development Principles & Parameters (Housing Parameter 1(a)(1)) as follows:

1. *Make at least 33% of total housing units permanently affordable in perpetuity to low or moderate-income households, consistent with Proposition K (2014).*
 - A. *Make at least 18% of total housing units affordable to low-income households (up to 55% of AMI for rental units and up to 80% for for-sale units).*
 - B. *Make an additional 15% (or more) of total housing units affordable to low or moderate-income households (serving a range of households up to 120% of AMI, with emphasis on households earning 80% to 120% of AMI).*

Respondents should assume that public financing sources will support the project's additional affordable housing (i.e., any affordable units that allow the project to exceed 33% affordability)

and therefore the additional affordable housing should not impact the land value. Parameter 1(a)(2) targets a 50% affordability threshold as follows:

2. *To ensure that the project's overall affordable housing serves a diverse group of households ranging from low-income to middle-income, make an additional 17% of total housing units permanently affordable in perpetuity at a range of affordability levels. The maximum AMI levels for moderate and middle-income households may not exceed 120% and 150% AMI, respectively, and must correspond with housing prices that are at least 15% below local market rate housing prices at the time of project approval.*

The City's selection of a winning RFP response will not mean that the City accepts all of the terms of that response. Instead, such terms will form the basis for the start of negotiations under the ENA. Thus, the final negotiated transaction terms may differ from the terms and conditions cited in the winning proposal based on the City's determination of fair market value, adjustments to reflect the development plan's evolution, updates to the public benefits package, or new information about projected costs and revenues.

The sale of the land will occur following City approval of entitlements (i.e., after the project receives the approvals described in Section 5) and approval of the transaction documents by the SFPUC, the Board of Supervisors, and the Mayor. Consistent with Chapter 23 of the City's Administrative Code, an appraisal and an appraisal review will be required before the SFPUC can convey the Site. Further details of the transaction structure will be determined during the negotiation period.

7.3 Housing Affordability in Perpetuity

Consistent with standard City practice, Notices of Special Restriction must be recorded for the buildings containing affordable housing, requiring that the affordable housing remain affordable throughout the "Life of the Project," as defined in Planning Code Section 401. The project's affordable housing will be administered by MOHCD and must be consistent with MOHCD's inclusionary housing program, except if expressly modified through the project's negotiation and approvals process.

7.4 Financing Sources & Negotiation of Enhanced Public Benefits

The Developer is expected to utilize the standard sources of debt and equity commonly available for similar projects. These sources may include the potential use of four percent (4%) Low Income Housing Tax Credits and associated tax-exempt bonds to subsidize qualifying affordable units.

In addition, the City may consider the use of additional public financing resources not obtainable without City support if such resources would allow the Developer to exceed the project's baseline Parameters (e.g., provide affordable housing above the 33% threshold, enhanced open space, and other extra public benefits).

As described in Section 9, RFP responses are encouraged to incorporate the use of public financing as a funding source, and should spell out the anticipated timing, amount, and uses of that funding. RFP responses may also compare the programmatic impacts of different potential public financing scenarios. The amount of public financing available, if any, will depend on a number of factors to be determined during the ENA period, including the project's final development program, the public financing tool that is ultimately selected, and City-wide fiscal considerations.

7.5 Protection of SFPUC Infrastructure

In the sale of the Site to the Developer, the SFPUC expects to retain in fee an 80-foot wide parcel of land containing a pipeline right of way, located at the southern boundary of the Site (denoted with red cross-hatching in Attachment A). The SFPUC also holds, and will retain, pipeline easements over property bordering the Site's southeastern corner.

The SFPUC routinely issues fee-based revocable licenses to adjacent property owners who wish to improve SFPUC property to enhance their adjacent properties (e.g., through landscaping). Due to the underlying pipeline infrastructure, however, no structures and no landscape elements with the potential to cause damage to the pipeline infrastructure (e.g., trees planted outside of planter boxes) may be installed on the retained SFPUC property. Open space may be placed over the retained SFPUC property and/or easements if designed, approved, and installed according to the SFPUC's requirements and after the SFPUC's review and approval of the open space plans. For the Balboa Reservoir, the SFPUC is prepared to issue such a fee-based license in conjunction with the transaction documents at project entitlements.

7.6 Project Costs

All horizontal and vertical development costs and most ongoing operation and maintenance costs will be paid by the Developer and subsequent property owners, not the SFPUC or the City, except as described above in Section 7.4 and on the following list. RFP respondents should be aware of the following anticipated costs:

- **Impact Fees:** The Site is subject to all standard City impact fees, including the new Transportation Sustainability Fee and the geographically-specific Balboa Park Community Infrastructure Impact Fee.⁷ Proposals should assume that all impact fees would be paid in full, although the City may consider negotiating in-kind credit for certain community benefits.
- **Operation and Maintenance of Horizontal Infrastructure:** Utilities, street improvements and public rights-of-way may be offered for dedication to the City upon completion, provided that they are designed and constructed to City standards based on approved plans and specifications. Typically, the City owns, operates, and maintains such accepted utilities, street improvements, and public rights-of-way, with the exception of sidewalk maintenance, which is typically the responsibility of the adjacent property owner. Note that on November 8, 2016, San Francisco voters passed Proposition E, which makes street tree maintenance the City's responsibility.
- **Operation and Maintenance of Parks and Open Spaces:** The Developer will be required to provide a mechanism to operate and maintain any publicly accessible parks, open spaces, or applicable pedestrian improvements such as pathways created as part of the project. These parks and open spaces will be funded by the project's property owner(s) (i.e., not the City) in perpetuity, unless the City and the Developer reach a future agreement around an alternative ownership and/or management structure. The City is willing to collaborate with the Developer to form a Community Facilities District (also known as a Mello-Roos District) to ensure an ongoing funding stream to cover these costs. In addition to or in place of a Community Facilities District, the Developer may seek to create a master homeowners' association or other similar entity to fulfill this obligation.
- **Transportation Demand Management ("TDM"):** The project must include a meaningful TDM plan that is consistent with the findings of the Balboa Area TDM framework, which is currently underway, and with the TDM Ordinance approved by the Board of Supervisors on February 7, 2017. In addition, the Transportation portion of the Development Parameters (Attachment E) details which TDM measures are desired and expected for the Balboa Reservoir project.

⁷ Impact fee rates escalate annually. Current rates can be found at

http://default.sfplanning.org/administration/Master_Impact_Fee_Schedule_2016_DBI_Register-071416.pdf.

- **Workforce Provisions:** In December, 2015 the Board of Supervisors passed legislation applying prevailing wage, apprenticeship programs, and local hiring requirements to projects involving the sale of City-owned property for the development of housing (Board of Supervisors File Number 150817). Because the Balboa Reservoir project is expected to involve a development agreement, it will also be required to commit to a Local Business Enterprise (“LBE”) utilization plan, per Chapter 14B of the City’s Administrative Code.
- **Community Benefits.** In 2011, the SFPUC adopted a Community Benefits Policy to ensure that positive local impacts result from the SFPUC’s activities involving the operation and improvement of its water, wastewater, and power enterprises. Although the Balboa Reservoir project will not be one of the SFPUC’s traditional infrastructure projects, it should be generally consistent with the SFPUC’s “triple bottom line” approach of economic, environmental, and social equity. Given that the Development Parameters for the project share this objective and, as such, encourage and require robust community benefits, any project that substantially meets or exceeds the Development Parameters may also be considered compliant with the SFPUC’s Community Benefits Policy.

8. RFP Schedule

Milestone	Date
RFP released	Thursday, March 9, 2017
Written questions due	Friday, March 31, 2017 at 5:00 PM
Responses to written questions posted online	Friday, April 14, 2017
RFP responses due	Friday, June 2, 2017
Public presentation of proposals	TBD, at least one week after RFP responses due
Response to public comments memo due	TBD, at least two weeks after presentation of proposals
Selection announced	TBD, at least three weeks after response memos due

9. RFP Submittal Requirements

9.1 Pre-Submittal Information and Communications

RFP finalists are encouraged to visit the Site, which is undeveloped and publicly accessible in its entirety. The City's December, 2014 study of existing Site conditions is recommended as a guide for this self-directed tour (see Footnote #3 for the link to the report). Respondents are expected to conduct due diligence and should not assume that all information provided in this 2014 report remains accurate.

Any questions, requests for information, or other clarifications regarding this RFP must be submitted in writing before Friday, March 31, 2017 at 5:00 PM to: Tom Shanahan, Office of Economic and Workforce Development, San Francisco City Hall, 1 Dr. Carlton B. Goodlett Place, Room 448, San Francisco, California 94102-4653 or by email to thomas.shanahan@sfgov.org. No oral inquiries, including voicemail messages, will be answered. Responses to written questions will be posted on the SFPUC's RFQ/RFP website at <http://sfwater.org/balboa>.

Development teams responding to the RFP may consist of single development organization or a team comprised of multiple developer partners, which may include a combination of for-profit and/or nonprofit developers. Each team must have the same principal developer partner(s) as were included in that team's response to the RFQ. In general, the City will consider principal partners to be any developer entities that would play substantial roles in entitlements and/or horizontal development. The development teams may, however, add or remove vertical developer(s) that would build on development pads created by the principal developer, or that would play a minor role in entitlements or horizontal development.

9.2 Submittal Format and Deadline

All submittals must include:

- Six (6) printed sets including all information described in Parts 1 through 6 of the Submittal Contents (see Section 9.5);
- Two (2) additional printed sets including all information listed in Parts 1, 2, 3, 5 and 6 of the Submittal Contents. Part 4 may be omitted from these sets, which will be distributed to the two evaluation panelists who are not City staff; and

- A digital version of Parts 1, 2, 3, 5 and 6 of the Submittal Contents, provided in PDF format at a file size suitable for web posting.

Printed submittals must use 11-point type or larger and fit into an 8.5 x 11-inch format (tables or graphics larger than 8.5 x 11 inches may be included if folded). Digital submittals must be provided on DVD or flash drive in PDF format.

9.3 Deposit

The City will continue to hold the \$10,000 earnest money deposits that each RFP finalist made when they submitted their initial RFQ responses. When the RFP process has concluded, the deposits will be refunded without interest to the RFP respondents that are not selected to become the Site's Developer. The selected Developer's deposit will be retained by the City and applied toward the negotiating deposit that is due when the Developer enters into an ENA with the City. If the selected Developer declines to enter into an ENA with the City, the City may seek to enter into an ENA with a different RFP respondent and will refund the initially-selected developer's deposit less the cost of any City staff time spent working to finalize an ENA once the outcome of the RFP process has been announced.

9.4 Submittal Deadline & Address for Submittals

Submittal Deadline:	Friday, June 2, 2017 at 5:00 PM
Address for Submittals:	Office of Economic & Workforce Development San Francisco City Hall 1 Dr. Carlton B. Goodlett Place Room 448 San Francisco, California 94102-4653 ATTN: TOM SHANAHAN

To ensure that submittals are received on time, respondents are encouraged to deliver submittals by hand to the Office of Economic and Workforce Development's reception area, which is open between 9 a.m. and 5 p.m. on City business days.

A respondent may revise its submittal at its own initiative at any time prior to the submittal deadline, provided that the revised submittal is received in its entirety prior to the deadline.

9.5 Submittal Contents

RFP responses must provide the following information:

Part 1: General Information

Provide the following:

- A. Completed Development Program Overview form (see Attachment D for blank form);
- B. Certificate of good standing from the California Secretary of State for each developer entity on the proposed development team; and
- C. Completed Disclosure Questionnaire & Respondent Certification Form executed by each developer entity on the proposed development team (see Attachment C for blank questionnaire).
- D. The names, addresses, phone numbers, and email addresses of at least three references that can speak to development team members' participation in comparable projects.

Part 2: Team Structure

A. Developer Partnership

- Describe the development team structure. If the team is comprised of multiple development organizations, clearly describe which organizations would be involved in which major tasks, including but not limited to predevelopment planning, development agreement negotiations, master entitlements, horizontal and open space development, and vertical development.
- Describe how any joint ventures or other partnerships would be structured for land acquisition and master development as well as for vertical parcels, including the partners' relative levels of financial participation and staffing.
- Describe the anticipated ownership interest composition of the particular entity that would have a direct contractual relationship with the City (i.e., that would acquire the property and be signatory(ies) to the development agreement).
- Provide an organizational chart naming all anticipated team members' and indicating their roles, including the names and roles of known consultants.

- Identify who would be in charge of negotiations and decision making.
- Describe the anticipated design team, which should include expertise in landscape architecture and site planning in addition to architecture. Ultimately, the team should include a minimum of two, and preferably more than two, architectural firms to ensure variation in building design and provide opportunities for smaller firms and new design voices. Note that the proposed roster of firms and designers will not singlehandedly demonstrate design excellence to the City; as described in Part 3, proposals must also demonstrate that the project will create an urban neighborhood with the richness, diversity of form, and architectural character of an established San Francisco neighborhoods.

B. New Team Members

The following submittal requirements apply only to development teams that have changed their composition following the RFQ process. (Section 9.1 describes the ways in which teams may be altered.) This information is required only for developer entities that are joining the team following the RFQ process. It is not required for consultants.

- Describe any changes to the development team's key personnel, partners, equity holders, and any other primary members. Explain how these changes would alter the team's assets, ability to fund entitlement, and ability to obtain debt and equity financing.
- Provide one to two project profiles for each added organization. Please limit each profile to two (2) pages and include the project's location; a timeline showing key project milestones; development program and size; cost and financial structure; role of the organization being added to the development team; role of the public sector, including in the entitlement process; community engagement strategy and outcomes; project status or, if complete, final outcome; and challenges faced and solutions achieved.
- Describe each added organization's affiliation with a parent company or other functionally-related controlling entity.
- In a chart, describe the composition of the current real estate portfolio owned or managed each added organization and, if applicable, its parent company, including: project name, location, development cost, date completed, ownership interest, occupancy rate, and the amount and timing of any contingent liabilities.

- In a chart, describe all projects in the added organization's development pipeline including location, status, schedule, estimated cost, financial commitments required of developer, and description of current financing structure, sources, and amounts.

Part 3: Project Proposal

A. Narrative Overview. In no more than five (5) pages (excluding diagrams and other graphics or precedent photos needed to convey the design approach), describe the proposed project with regard to:

- Development program, including types and approximate square footages of uses; affordable housing program; housing types, unit counts, and sizes; square footage of open spaces, categorized by type if appropriate; parking ratios and number of parking spaces; and other appropriate quantities. The quantities may be expressed as ranges, so long as a specific program is identified for purposes of the financial feasibility submittals (see Part 4 of the Submittal Requirements).
- Design approach and concept for the Site, including the arrangement of buildings; building heights and massing; public realm strategy, including the major elements and features of large park(s), small open spaces, and pedestrian environments; access and circulation; architectural character; ground floor programming; and additional amenities and differentiating features.
- The design's relationship to its surroundings. Describe how the urban design concept encourages connections and relates to its surroundings, rather than feeling like a uniform or isolated subdivision. Describe how neighboring residents, college affiliates, and visitors will access and interact with the project.
- Transportation approach. Describe how the project will encourage or otherwise support a range of transportation options for the types of households likely to live there. Identify features that will also improve the travel options and experiences of local students and neighbors. Describe how the project will address transportation impacts on surrounding communities.
- Phasing of project build-out, including potential short-term uses or programs that would serve residents and the surrounding community and/or help satisfy the Parameters before project building-out.

B. Concept Drawings. Provide pre-schematic level drawings, as follows. Additional diagrams and sketches may be included if needed to clarify non-standard approaches. Any printed pages larger than standard letter size must be folded to fit within the 8.5 x 11 inch submittal format.

- **Site Plan.** At a scale of 1" = 80' indicate the locations and footprints of buildings, open spaces, streets, rights of way and other access routes, and other major physical features and amenities. Indicate buildings' heights and unit counts or ranges.
- **Public Realm Concept Plan.** Provide a diagram of approximate size and program of parks, open spaces, pathways, and other significant programmatic elements, demonstrating how the project's public realm (network of open spaces and streets) supports the urban design concept.
- **Axonometrics.** Provide at least two aerial or axonometric views illustrating building massing and form, and the relationships of the proposed urban form to surrounding buildings. Supplement with massing diagrams to the extent needed to fully depict proposed building massing.
- **Perspectives.** Provide three perspective drawings/renderings that express important aspects of the design concept and how the project's buildings, open spaces, and other features relate to each other and the surroundings.

C. Narrative on Development Principles & Parameters. In no more than five (5) pages (excluding diagrams and other graphics needed to support the narrative), describe how the proposed project adheres to the Development Principles & Parameters developed with the Balboa Reservoir CAC (Attachment E). Address the Parameters to the greatest extent possible within the scope and length constraints of this RFP. Note where the proposed approach to certain Parameters could vary depending on the ultimate public financing amount and approach, if any.

Panelists will be advised to review this section as a complement to the Narrative Overview described above in Part A. If the satisfaction of a parameter is already described under Part A or in another part of the RFP response, the Principles & Parameters narrative need not repeat that description, though respondents are encouraged to reference where this information can be found elsewhere within their RFP responses.

For any elements of the proposal that are clearly inconsistent with the Principles & Parameters, explain the rationale behind this divergence and, if applicable, how the project could be modified to fully comply with the Parameters and what tradeoffs would need to be considered. To ensure a thorough response, all proposals should be sure to address the following themes encompassed by the Parameters:

- **Housing.** Anticipated affordability percentages and AMIs; approach to tenure (rental versus for-sale housing) and unit mix; populations served by the housing; and potential approach(es) to a housing partnership with City College.
- **Transportation.** Approaches to: parking management and reducing parking demand; pedestrian mobility and connections to transit; bike and vehicle circulation to and within the Site; working with City College around parking challenges; and TDM strategies to create sustainable transportation choices.
- **City College.** Approach to working with City College around parking, transportation, construction impacts, ongoing communication and collaboration, and potential partnerships to create housing and/or childcare facilities that would serve the City College community.
- **Public Realm.** How the public realm network relates to local context, welcomes neighbors, and serves diverse users; anticipated approach to ongoing operations and maintenance of public open spaces. The character of the public realm may be depicted with precedent photos.
- **Urban Design & Neighborhood Character.** Spatial arrangement of Site; how neighboring elements (buildings, open spaces, streets) relate to each other and to surrounding uses and neighborhoods; and how design and character complement the cultural context of the site. Design character can be demonstrated through precedent photos, if desired.
- **Sustainability.** Approaches to energy efficiency and renewable energy, water efficiency and reuse, and storm water management; stated commitment to meeting sustainability parameters more broadly.
- **Additional Public Benefits.** Childcare approach or program; ground floor uses; and additional facilities, amenities, and/or programming.

Part 4: Project Feasibility

Submittals must include seven copies of the financial information described below in a separate sealed envelope, designated "Financial Materials". Each respondent must clearly mark any of the financial materials that it in good faith believes to be a trade secret or confidential proprietary information protected from disclosure under applicable law. To the extent permitted by law, the City will attempt to maintain the confidentiality of marked financial materials, but potential respondents are cautioned that, in accordance with the Sunshine Ordinance (Administrative Code Section 67.24(e)), responses and other communications from interested parties must be open to inspection by the public upon request immediately after a respondent is selected. Such proprietary financial information submitted by a respondent in response to this RFP will not be disclosed until and unless that respondent is selected.

A. Confirmation of Financial Capacity. As a supplement to the financial capacity information submitted during the RFQ process, please also provide evidence of each developer entity's financial capacity and/or its ability to successfully finance the development of the project, including its ability to access adequate debt, equity, and other available sources. Such evidence may be in the form of signed letters from financial institutions, investors, and/or third party auditors; audited financial statements; and/or other validated reports. For the developer(s) acting as the prime(s) (those responsible for major project financing) these documents should indicate, at a minimum, (a) available cash and cash equivalents as of December 31, 2016; (b) current assets, current liabilities, and current ratio (e.g. current assets/current liabilities); (c) asset and entity-level debt as a percentage of total estimated portfolio (or company) value; and (d) description of preferred mechanism to raise equity capital and/or currently available equity capital that could be invested in the development of the project.

B. Financing Plan. Provide a narrative overview, which may include summary tables as necessary, describing:

- Land price ("Proposed Price"), assuming that: (1) the Proposed Price is paid in full to the SFPUC when the land is purchased in fee following entitlements; (2) the project is entitled as proposed under Part 3 above; (3) the SFPUC must receive fair market value for its land based on a 33% affordable housing program (18% low-income and 15% moderate income); and (4) the proposed public financing is not considered in determining the purchase price, with the exception of standard sources of debt and equity commonly available for similar projects (e.g.,

Community Facilities Districts and four percent (4%) Low Income Housing Tax Credits and associated tax-exempt bonds to subsidize qualifying affordable units);

- Project budget, including predevelopment and development costs;
- Sources of equity, debt, and other forms of subsidy for predevelopment and construction periods;
- Permanent financing plan;
- Suggested approach(es) to the use of public financing resources, if any, to exceed the project's baseline Parameters (e.g., provide affordable housing above the 33% threshold, enhanced open space, and other extra public benefits); responses should describe the proposed timing, amount, and uses of public financing and may compare the programmatic implications of different public financing approaches (see Section 7.4 for additional information on public financing assumptions);
- Funding approaches and sources for affordable housing at the various proposed AMI levels, as well as for other public benefits that would be funded by sources other than conventional debt and equity;
- Funding plan for ongoing operation and maintenance of open space, infrastructure, and other amenities;
- Summaries of the various developer entities' financial structures and how they relate to this financing plan (i.e., distribution of financial commitments and obligations relative to the proposed project); and
- Relationship to funding sources, including financing history and evidence of ability to raise needed capital, such as statements from these funding sources supporting that the proposed project is consistent with projects that the funding sources would typically finance.

B. Project Pro Forma.

- Provide the following exhibits:
 - Summary of sources and uses;
 - Land residual analysis demonstrating how the Proposed Price was determined;

- 10-year annual operating cash flow that demonstrates the project's feasibility, in nominal 2017 dollars;
 - Estimated development cost budget with hard and soft costs broken out by major line item, escalated and unescalated; and
 - Estimated revenues, delineated by major line item.
- Explain the market rationale behind key underwriting assumptions, including but not limited to revenues, costs, escalation, terms related to any proposed public financing, and minimum return threshold.
 - Optional: Provide additional cash flows or calculations for specific product types or buildings only in cases where the site-wide pro forma cannot adequately describe the economics of a particular product or building.

C. Baseline Valuation

In addition to the proposal-specific analysis described above, the City asks that each development team to consider a more narrowly-defined alternative program for the Site. The purpose of this exercise is to allow the City to more directly compare the respondents' underwriting approaches.

- To that end, provide a baseline land price ("Baseline Price") for a project that:
 - a) Satisfies the Development Principles & Parameters at, but not exceeding, their baseline levels. This valuation should be especially mindful of the quantitative parameters around park size (baseline of 4 acres of open space) and childcare (baseline of one childcare facility).
 - b) Contains 500 units, with the respondent to determine the unit type and tenure mix (breakdown of rental versus for-sale housing units). This notional unit count does not represent a preference or recommendation from the City. However, given the assumptions made in the Balboa Park Station Area Plan's programmatic EIR, CEQA may allow a project with 500 units or fewer to undergo a lesser degree of environmental review than what may be required for a project of more than 500 units. (Note that the Planning Department will determine the type of environmental review required for any proposed project, regardless of unit count, following the submittal of an Environmental Evaluation Application.)
 - c) Assumes that the SFPUC must receive fair market value for its land based on a 33% affordable housing program (18% low-income and 15% moderate income)

and that no public financing is utilized, with the exception of standard sources of debt and equity commonly available for similar projects (e.g., four percent (4%) Low Income Housing Tax Credits and associated tax-exempt bonds to subsidize qualifying affordable units).

- Describe any additional ways in which the Financing Plan (proposed per Section B above) would differ for the Baseline Project.
- Provide a financial analysis explaining how the Baseline Price was determined. Perform and provide the same types of analysis that are required for the Proposed Project, as described in Section C above (sources and uses, land residual, and cash flow), excluding any public financing analysis.

Part 5: Implementation

- A. Community and Stakeholder Engagement.** Describe the proposed approach to engaging with local community members and other project stakeholders, which include local residents, educational institutions, and businesses; City-wide advocacy groups focused on housing, development, transportation, social and environmental justice, youth and families, and related areas; and elected officials. Explain how your approach will build on past and current outreach efforts, such as the outreach efforts for the Balboa Park Station Area Plan (completed), the City College Facilities Master Plan (underway), and the Balboa Reservoir development, which has already undergone two years of community outreach. Explain why the proposed approach is ideal and will succeed, drawing upon past experiences if applicable.
- B. Schedule.** Provide a project schedule beginning at the conclusion of the RFP process and continuing until the new development is fully built out and occupied. The schedule should include milestones around design, environmental review, entitlements, permitting, horizontal and vertical construction, and lease-up and sales. The schedule should demonstrate how entitlements could be obtained in 2019, indicating which, if any, related timing assumptions may be aggressive and challenging to meet.
- C. Operations and Maintenance:** Describe the anticipated approach to ongoing, development-wide operations and maintenance, including management structure, funding strategy, and plan for open space event coordination and maintenance.
- D. ENA Revisions.** Identify any material revisions to key terms in the ENA form (forthcoming) that would be required in order to allow your firm to execute it upon the

Commission's final selection of the winning proposer. Responses are not expected to be in the form of a redline and are not required to identify minor processes or procedural mechanics, which may be discussed following the Developer's selection.

Part 6: Execution

Execute the proposal by signing in ink. The proposal should be executed by the authorized principal(s) or manager(s) of each respondent entity or entities (e.g., corporation, limited liability company, nonprofit organization, individual, etc.), excluding consultants. The execution page(s) should include each entity's address and the phone number and email address of each signatory. Anyone signing a proposal as an agent of a firm or entity shall submit legal evidence of their authority to do so with the proposal.

Part 7: Response Memorandum

Following the public presentation of proposals (described in Section 10.3), prepare a memorandum to City staff responding to the public comments received. This memorandum is not a hard commitment to make specific changes to the project if the respondent is selected as the Developer, as such changes could not reasonably be made without greater design work and due diligence. Rather, responses should demonstrate an understanding of community stakeholder concerns, an ability to respond in a thoughtful and meaningful way, and a willingness to incorporate appropriate changes to the proposed project if selected.

Memoranda must be submitted by email to thomas.shanahan@sfgov.org. The due for the memoranda will be announced at the same time as the community presentation date. They should not exceed three (3) pages in a font size no smaller than 11 point and should, at a minimum, address the following:

- Which comments, concerns, and suggestions, should be addressed in order for the project to succeed?
- In what ways would you consider altering the project's program, design, and other features to respond to these comments? What would be the tradeoffs involved with these changes?
- Which, if any, of the changes proposed in the public comments would be inadvisable or pose significant challenges, and why? How would you engage with the public around these ideas and the concerns underlying them?

10. Evaluation Process

10.1 Completeness and Responsiveness

The SFPUC and other City staff will review all timely RFP responses to determine whether they are complete and responsive to all RFP requirements. Only submittals that are complete and responsive and that meet the following baseline requirements will be evaluated by the RFP panel and considered for selection. Any of the following deficiencies may result in a determination of non-responsiveness:

1. The response does not include all categories of information specified in Section 9 of this RFP.
2. The response contains substantial inconsistencies with the Development Parameters.
3. The response is submitted after the identified deadline.
4. The response contains information that is false or misleading.
5. The response substantially diverges from the format and length requirements described in Section 9.
6. The response proposes changes to the development entity that reduce the overall capacity or capability of that entity, as compared to the team proposed during the RFQ.
7. The response proposes a development team that includes a principal team member who has violated the Campaign Reform Ordinance and/or Conduct code (see Section 12.8).

The City may, but is not required to, notify noncompliant respondents of their errors or omissions and give them a short period of time to remedy those errors or omissions.

10.2 Evaluation Panel

RFP responses that meet these standards will be evaluated by a selection panel consisting of SFPUC and other City staff with relevant experience, from the same agencies represented on the RFQ evaluation panel. As with the RFQ evaluation panel, a representative of the City College administration and the Balboa Reservoir CAC Chair will also serve on the panel and will evaluate only the non-financial elements of the RFP responses. Qualified City staff and financial consultants may be asked to review the financial components of the RFP responses and advise the Panel (City staff panelists only) on how the financial submittals relate to the evaluation criteria. Staff may also contact references and additional industry sources for due diligence. The RFP

selection panel and City staff reserve the right to request clarification and/or additional information from respondents.

10.3 Community Participation

The non-financial portions of the RFP responses will be posted online, and members of the public will be able to submit written comments electronically.

RFP respondents must also present summaries of their proposals at a community meeting that will be scheduled for shortly after RFP responses are due. The date and time of this meeting will be confirmed within the next month, and the development teams responding to the RFP will be informed as soon as the meeting is scheduled.

All information and graphics presented at the meeting must correspond to the contents of the RFP response package submitted on June 2, 2017. Respondents may not create new graphics or alter or refine their proposals prior to the community presentations. Development teams' presentations should last 15 minutes and, at a minimum, address:

- The development team's composition;
- Proposed development concept and program;
- Proposed design of the site, buildings, and open spaces; and
- Proposed approaches to other priorities identified in the Parameters (e.g., transportation and parking, the project's relationship to City College, sustainability, childcare, and additional public benefits). Presentations will not have time to address all of these areas in specific detail so should focus on what is most distinguishing or most critical to the project's success.

Following the presentations, members of the public will have an opportunity to comment on the proposals. Comments will be shared with the applicable development teams and the evaluation panelists so that (1) the development teams can prepare their response memoranda (Part 7 of the RFP submittal contents, as described in Section 9) and (2) the evaluation panelists can more effectively assess the proposals' alignment with community priorities and the memoranda's levels of responsiveness to comments. Development teams may respond to clarifying questions but will not provide immediate verbal responses to requests, suggestions, or non-clarifying questions at the meeting. Meeting facilitators will ensure that this format is followed.

10.4 SFPUC Commission Determination

The evaluation panel will score the RFP responses according to the criteria described in Section 11. Once the panel's evaluation is complete, the SFPUC General Manager will consider the panel's scoring results. The General Manager may recommend a developer selection to the SFPUC Commission and request delegation of the authority to finalize and execute an ENA with the SFPUC Commission's selection. Such delegation will be based on the City's preferred form of ENA (forthcoming) and any specific alterations proposed by the selected respondent that are acceptable to the SFPUC. The selection of a respondent will not imply the SFPUC's acceptance of all terms of the selected respondent's proposal, which will be subject to further negotiations and approvals before the SFPUC may be legally bound.

The SFPUC reserves the right to request clarification or additional information from individual respondents and to request that some or all respondents make additional presentations to SFPUC staff, the SFPUC Commission, community groups and/or others. The SFPUC further reserves the right to make an award without further clarification of proposals received.

The SFPUC Commission is the sole decision-maker regarding this selection, in its sole discretion, and it reserves the right to reject any or all proposals or to terminate exclusive negotiations at any time. The SFPUC Commission has authority to approve an agreement to enter into exclusive negotiations with the selected proposer and must subsequently approve any Purchase Agreement and related documents for the sale of the Site prior to its disposition, in its sole discretion.

10.5 Approval of Transaction

As referenced in Section 5, if the estimated cost of the project exceeds \$25 million, and the Developer estimates that \$1 million or more of the predevelopment, planning, or construction costs will be paid from public funds, excluding City staff costs but including concessions such as rent credits, then the Developer must obtain a determination from the Board of Supervisors that the project is fiscally feasible and responsible before filing its application for environmental review. SFPUC Commission and Board of Supervisors endorsement of a non-binding term sheet will also be required prior to commencing environmental review, if applicable.

Upon completion of any required environmental review and negotiations by SFPUC and City staff, the SFPUC Commission may, but is not required to, approve the Purchase Agreement, any disposition and development agreement or development agreement, and any related documents. The Planning Commission will be required to approve certain transaction documents including

any development agreement and Planning Code changes, and additional commissions may also be required to take action. Finally, the Purchase Agreement, any disposition and development agreement or development agreement, and similar documents will be subject to approval by the Board of Supervisors in its sole and absolute discretion.

11. Evaluation Criteria

RFP responses that meet the requirements listed in Section 9 will be scored using the following criteria, which are summarized in the table below and elaborated upon in the scoring guide that follows.

11.1 Overview

Category	Potential Points
1. Project Proposal (65 points total)	
a. Incorporation of Development Principles & Parameters	20 points
b. Site design and neighborhood character	20 points
c. Ability to succeed in implementation based on stakeholder engagement, understanding of process, schedule, and operations plan	25 points
2. Financial Feasibility (35 points total)	
a. Amount and feasibility of expected land price to SFPUC ratepayers	35 points

11.2 Scoring Guide for Evaluation Panel

Part 1: Project Proposal (65 Points)

1(a): Proposed project incorporates the Development Principles & Parameters creatively and to the greatest extent feasible, clearly meeting the intent of specific parameters and ideally exceeding minimum requirements. (20 points)

1(b): Site design and neighborhood character—including site plan, urban design, architectural character intent, public realm design, and relationship to surroundings—are of high quality and appropriate for the context. The proposed concept demonstrates innovative thinking, has a

strong and distinct identity while also relating and connecting to its surroundings, feels like an extension of surrounding neighborhoods rather than a standalone development, demonstrates variety in its design elements and approaches, and creates active spaces for a variety of users. The proposed approach to forming a design team is consistent with this vision (20 points)

1(c): Proposed project is likely to succeed based on development team's composition, capability, and ability to work productively with community members, City policymakers, and other stakeholders; realistic understanding of San Francisco's development environment and processes; responsiveness to public and community input; anticipated project schedule; and (5) approach to ongoing operation and maintenance. (25 points)

Part 2: Financial Feasibility (35 Points)

2(a): The Proposed Price, Baseline Price, financial plan, and pro forma analysis demonstrate the respondent's ability to maximize value to SFPUC ratepayers while at the same time delivering a project that is realistic, can obtain financing, and reflects a sophisticated understanding of local market conditions and the economics of this type and scale project. (35 points)

12. Additional Terms and Conditions

12.1 Respondent's Duty to Investigate

It will be the sole responsibility of the selected respondent to investigate and determine conditions of the Site and the suitability of the conditions for any proposed improvements. The Site will be conveyed to the selected respondent in an “as is” condition, with no representations or warranties whatsoever. The City has no obligation to perform any site remediation, demolish any improvements on the site, remove, relocate or install utilities, complete on-site or off-site preparation work or improvements, or make any changes to existing conditions.

The information presented in this RFP and in any report or other information provided by the City is provided solely for the convenience of the interested parties. It is the responsibility of interested parties to assure themselves that the information contained in this RFP or other documents is accurate and complete. The City and its advisors provide no representations, assurances or warranties pertaining to the accuracy of the information.

12.2 Errors and Omissions in RFP

RFP respondents are responsible for reviewing all portions of this RFP. Respondents are to promptly notify OEWD, in writing, if they discover any ambiguity, discrepancy, omission, or other error in the RFP. Any such notification should be directed to OEWD in writing promptly after discovery, but in no event later than five working days prior to the date for receipt of RFP responses. Modifications and clarifications will be made by addenda as provided below.

12.3 Inquiries Regarding RFP

Any questions, requests for information, or other clarifications regarding this RFP must be submitted in writing as set forth in Section 9.1.

12.4 Objections

Should a respondent object on any ground to any provision or legal requirement set forth in this RFP, the respondent must, not more than fifteen calendar days after the RFP is issued, provide written notice to SFPUC setting forth with specificity the grounds for the objection. Should a respondent object on any ground to a determination that its proposal is non-responsive to this RFP, that party must provide written notice to SFPUC setting forth with specificity the grounds for

the objection no more than seven calendar days after the date of the letter notifying the respondent of the City's determination of non-responsiveness. Should any interested party object on any ground to the SFPUC Commission's authorization to proceed with exclusive negotiations with a selected respondent, that party must provide written notice to SFPUC setting forth with specificity the grounds for the objection no more than seven calendar days after the date of the SFPUC Commission hearing at which exclusive negotiations are authorized. If a respondent files a timely objection, the Commission's authorization to enter into exclusive negotiations with the selected Respondent will not be binding until the Commission considers the protest. A Commission decision to grant the protest will void its prior authorization. A Commission decision to deny the protest will leave the Commission's prior authorization intact. The failure of a respondent to object in the manner set forth in this paragraph shall constitute a complete and irrevocable waiver of any such objection.

12.5 Changes

The City may modify or terminate the RFP at any time before the RFP response due date, by issuing one or more RFP addenda, which will be posted on the website at <http://sfwater.org/balboa>. The respondent shall be responsible for ensuring that its RFP response reflects any and all RFP addenda issued before the RFP due date regardless of when the response is submitted. Therefore, the City recommends that the respondent consult the website frequently, including shortly before the RFP response due date, to determine if the City has made any changes to the RFP.

12.6 Revision of RFP Response

A respondent may revise an RFP response on the respondent's own initiative at any time before the deadline for submission of RFP responses. The respondent must submit the revised response in the same manner as the original. A revised response must be received on or before the response due date. In no case will a statement of intent to submit a revised response, or commencement of a revision process, extend the response due date for any respondent.

At any time during the RFP response evaluation process, the City may, but is not required to, ask one or more of the respondents for oral or written clarifications to its response.

12.7 Errors and Omissions in RFP Response

Failure by the City to object to an error, omission, or deviation in the RFP response will in no way modify the RFP or excuse the respondent from full compliance with the specifications of the RFP or any subsequent contract.

12.8 Financial Responsibility

The City accepts no financial responsibility for any costs incurred by a firm in responding to this RFP. Submissions of the RFP will become the property of the City and may be used by the City in any way deemed appropriate.

12.9 Claims Against City

No respondent will obtain by its response to this RFP, and separately by its response waives, any claim against the City, including the SFPUC, by reason of any or all of the following: any aspect of this RFP, any part of the selection process, any informalities or defects in the selection process, the rejection of any or all proposals, the acceptance of any proposal, entering into exclusive negotiations, conditioning exclusive negotiations, terminating exclusive negotiations, approval or disapproval of plans or drawings, entering into any transaction documents, the failure to enter into a purchase agreement or disposition and development agreement, any statements, representations, acts, or omissions of the City, the exercise of any discretion set forth in or concerning any of the above, and any other matters arising out of all or any of the above.

12.10 Sunshine Ordinance

All communications about this RFP are subject to the San Francisco Sunshine Ordinance. The City, including the SFPUC, will not be responsible under any circumstances for any damages or losses incurred by a respondent or any other person or entity because of the City's release of information in response to a public disclosure request. In accordance with Section 67.24(e)(1) of the San Francisco Administrative Code:

Contracts, contractors' bids, responses to requests for proposals and all other records of communications between the City and persons or firms seeking contracts will be open to inspection immediately after a contract has been awarded. Nothing in this ordinance requires the disclosure of a private person's or organization's net worth or other proprietary financial data

submitted for qualification for a contract or other benefit until and unless that person or organization is awarded the contract or benefit. Information covered by this provision will be made available to the public upon request.

12.11 Respondent's Obligations under the Campaign Reform Ordinance

Respondents must comply with Section 1.126 of the S.F. Campaign and Governmental Conduct Code, which states in part:

No person who contracts with the City and County of San Francisco for the rendition of personal services, for the furnishing of any material, supplies or equipment to the City, or for selling any land or building to the City, whenever such transaction would require approval by a City elective officer, or the board on which that City elective officer serves, shall make any contribution to such an officer, or candidates for such an office, or committee controlled by such officer or candidate at any time between commencement of negotiations and the later of either (1) the termination of negotiations for such contract, or (2) six months have elapsed from the date the contract is approved.

If a proposer is negotiating for a contract that must be approved by an elected local officer or the board on which that officer serves, during the negotiation period the proposer is prohibited from making contributions to:

- The officer's re-election campaign;
- A candidate for that officer's office; or
- A committee controlled by the officer or candidate.

The negotiation period begins with the first point of contact, either by telephone, in person, or in writing, when a contractor approaches any city officer or employee about a particular contract, or a city officer or employee initiates communication with a potential contractor about a contract. The negotiation period ends when a contract is awarded or not awarded to the contractor. Examples of initial contacts include: (1) a vendor contacts a city officer or employee to promote himself or herself as a candidate for a contract; and (2) a city officer or employee contacts a contractor to propose that the contractor apply for a contract. Inquiries for information about a particular contract, requests for documents relating to a Request for Proposal, and requests to be placed on a mailing list do not constitute negotiations.

Violation of Section 1.126 may result in the following criminal, civil, or administrative penalties:

1. Criminal. Any person who knowingly or willfully violates section 1.126 is subject to a fine of up to \$5,000 and a jail term of not more than six months, or both.
2. Civil. Any person who intentionally or negligently violates section 1.126 may be held liable in a civil action brought by the civil prosecutor for an amount up to \$5,000.
3. Administrative. Any person who intentionally or negligently violates section 1.126 may be held liable in an administrative proceeding before the Ethics Commission held pursuant to the Charter for an amount up to \$5,000 for each violation.

For further information, proposers should contact the San Francisco Ethics Commission at (415) 581-2300.

12.12 Reservations of Rights by the City

The issuance of this RFP does not constitute an agreement by the City that any contract will actually be entered into by the City. The City expressly reserves the right at any time to:

1. Waive or correct any defect or informality in any response, proposal, or related procedure;
2. Reject any or all proposals;
3. Reissue an RFP;
4. Suspend any or all aspects of the process indicated in the RFP;
5. Request that some or all respondents revise submittals;
6. Extend deadlines for accepting proposals, or accept amendments to proposals after expiration of deadlines;
7. During negotiation, expand or contract the scope of the development opportunity, including adding or subtracting areas to or from the Site, or change the concept from that initially proposed in order to respond to new information, community or environmental issues, or opportunities to improve the financial return to the City or the SFPUC from the project or enhance public amenities;
8. Prior to submission deadline for RFP responses, modify all or any portion of the selection procedures, including deadlines for accepting responses or the requirements for contents or format of the RFP responses; or
9. Determine that no project or sale will be pursued.

12.13 No Waiver

No waiver by the City of any provision of this RFP shall be implied from any failure by the City to recognize or take action. Any City waiver must be in writing.

12.14 Respondent Selection Does Not Guarantee Project Approval

The SFPUC Commission's selection of a respondent and authorization to commence exclusive negotiations may not be construed as an approval of the proposed uses or the proposed project.

The SFPUC and City will not enter into any purchase agreement or related documents for the Site until environmental review is complete. If the project is found to cause significant adverse impacts, the City retains absolute discretion to require additional environmental analysis, and to: (1) modify the project to mitigate significant adverse environmental impacts; (2) select feasible alternatives that avoid significant adverse impacts of the proposed project; (3) require the implementation of specific measures to mitigate the significant adverse environmental impacts of the project, as identified upon environmental evaluation in compliance with applicable environmental law; (4) reject the project as proposed if the economic and social benefits do not outweigh otherwise unavoidable significant adverse impacts of the project; or (5) approve the project upon a finding that the economic and social benefits of the project outweigh otherwise unavoidable significant adverse impacts.

The selected respondent will be responsible for obtaining all government approvals required for the development of the Site and paying all permit and processing fees related to the development. Approvals for the project are likely to be required from governmental agencies other than the SFPUC and the City. The selected respondent will be responsible for all development exactions and fees that are required as conditions of approvals by governmental agencies, including the SFPUC and the City. In issuing this RFP, the City makes no representations or warranties about which government approvals will be required, or that the necessary governmental approvals to allow the development of the Site will be obtained.

The City is issuing this RFP in its capacity as a landowner with a proprietary interest in the selected proposal and not as a regulatory agency of the City. The SFPUC's status as an agency of the City will in no way limit the obligation of the selected respondent to obtain approvals from City departments, boards or commissions with jurisdiction over the project.

12.15 Submittals Become City Property

All submittals submitted will become the property of the City and may be used by the City in any way deemed appropriate.

12.16 Interpretation

For the purposes of this RFP, the terms "include," "included" and "including" will be deemed to be followed by the words "without limitation" or "but not limited to," and, where required by the context, the singular includes the plural and vice versa, the feminine gender includes the masculine and vice versa, and the term "City" includes the SFPUC. Section and paragraph headings used in this RFP are for reference only and are not to be used to interpret the provisions of this RFP.

Attachments

- A. Site Map
- B. Approximate Site Dimensions
- C. Disclosure Questionnaire & Respondent Certification Form
- D. Development Program Overview Form
- E. Development Principles & Parameters
- F. Form of Exclusive Negotiating Agreement [FORTHCOMING]
- G. Policies, Standards, and Codes
- H. City College Board of Trustees Resolution

ATTACHMENT A
SITE MAP



Aerial Photo CCSF/Pictometry flown in 2015

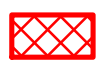
Legend



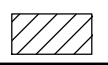
Development Opportunity Site



60' wide SFPUC pipeline easement



No-build zone to ensure SFPUC pipeline integrity



Public access easement to CCSF (50' w.) & SFPUC (60' w.)

SFPUC Water Transmission Pipeline



SFPUC land (in fee)



SFPUC MOU4242 to SF Public Library for garden



31' wide vehicle turnaround temporary easement to Avalon Bay



24' wide SFPUC water pipeline easement



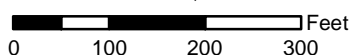
San Francisco
Water Power Sewer
San Francisco Public Utilities Commission
Real Estate Services

City & County of San Francisco

Balboa Reservoir Site Map

The City does not guarantee that the information is accurate or complete. The City is not responsible for any damages arising from the use of data. Users should verify the information before making project commitments.

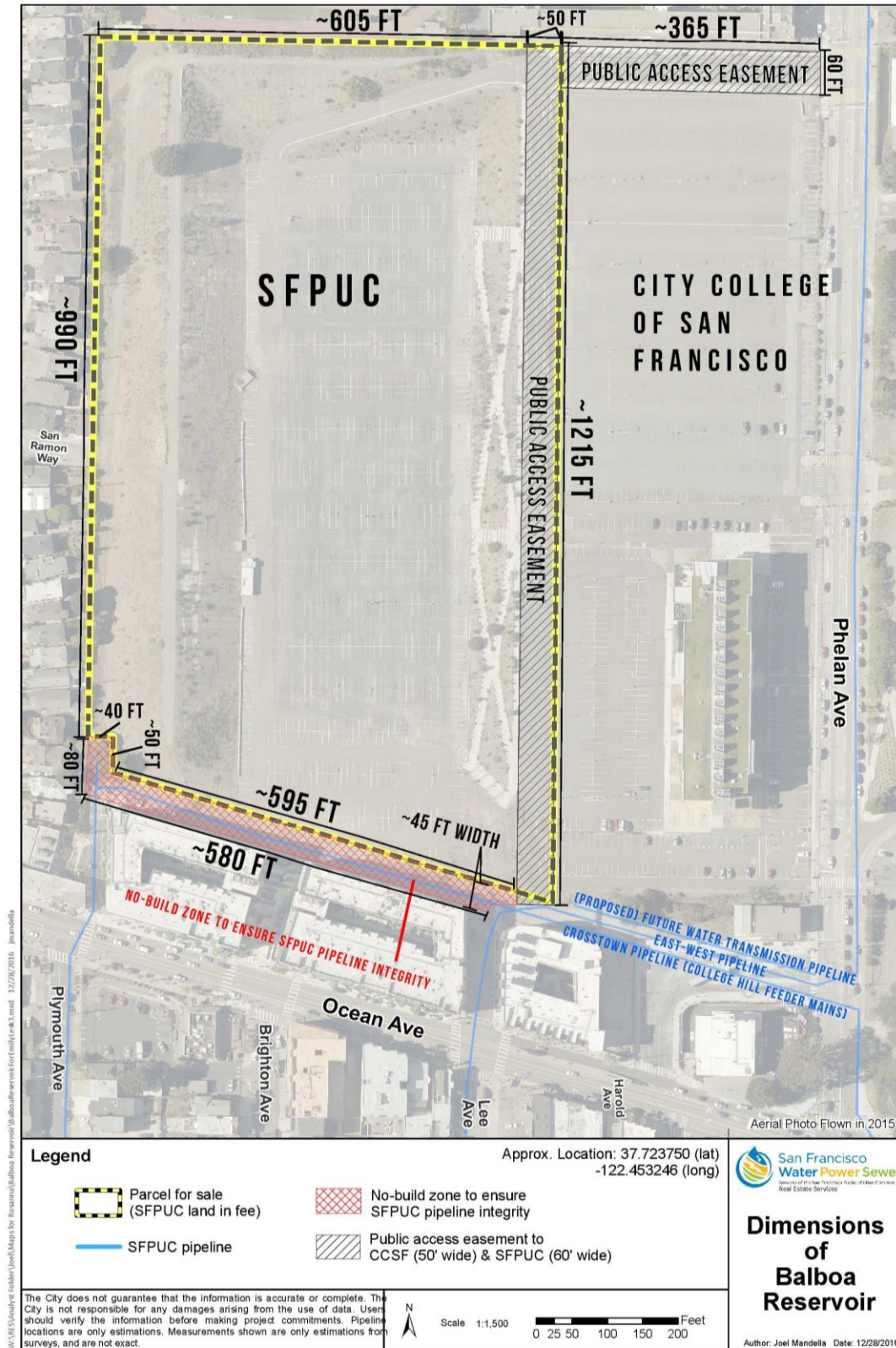
Scale 1:2,400



Author: J.Mandella, ed. J.Lukins Date: 10/3/16

ATTACHMENT B

APPROXIMATE SITE DIMENSIONS



ATTACHMENT C
DISCLOSURE QUESTIONNAIRE & RESPONDENT CERTIFICATION FORM

Instructions: *This form must be completed and executed by the respondent organization's president, executive officer, or equivalent responsible party, such as the managing member of an LLC or the general partner of a limited partnership.*

Any material misstatement of the information provided in this questionnaire and certification may be grounds for rejection of a proposal or avoidance of a land transaction.

GENERAL INFORMATION

RESPONDENT NAME: _____

(Print name as it would appear on contractual agreements with the City.)

LEGAL FORM (e.g. corporation, partnership, LLC, joint venture): _____

MEMBER ENTITIES:

ADDRESS:

CITY _____ STATE _____ ZIP _____

PHONE: _____ EMAIL: _____

KEY PERSONNEL INFORMATION: Provide the full name, title, address, phone number, and email address of all key personnel.

NAME: _____

ADDRESS: _____

CITY _____ STATE _____ ZIP _____

PHONE: _____ EMAIL: _____

NAME: _____

ADDRESS: _____

CITY _____ STATE _____ ZIP _____

PHONE: _____ EMAIL: _____

NAME: _____

ADDRESS: _____

CITY STATE ZIP

PHONE: _____ EMAIL: _____

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CITY STATE ZIP

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CITY STATE ZIP

PHONE: _____ EMAIL: _____

NAME: _____

ADDRESS: _____

CITY STATE ZIP

PHONE: _____ EMAIL: _____

NAME: _____

ADDRESS: _____

CITY STATE ZIP

PHONE: _____ EMAIL: _____

Please attach additional sheets as necessary.

DISCLOSURE QUESTIONS

RESPONDENT NAME: _____

(Print name as it would appear on contractual agreements with the City.)

If the answer to any of the disclosure questions requires additional space for explanation, please attach additional sheets as necessary.

1. Have you or any of your principals ever been a party to an agreement with a public entity that was terminated for cause (e.g. breach)? ☐ **Yes** ☐ **No**

If yes, identify the public entity, state the nature of the agreement, the date of termination, and the specific reasons for the termination.

2. Have you or any of your principals ever been a party to an agreement with a public entity that was cancelled without cause? ☐ **Yes** ☐ **No**

If yes, identify the party to the contract, the date of cancellation, and the specific reason for the cancellation.

3. Have you or any of your principals ever been in arrears on taxes or fees due to any business or operation? ☐ **Yes** ☐ **No**

If yes, identify the jurisdiction and explain.

4. Have you or any of your principals ever been the subject of an enforcement action taken by any governmental body relating to unfair and/or fraudulent business practices, non-payment of taxes, or violations of any city, county state, or federal regulation, ordinance, or statute?

☐ **Yes** ☐ **No**

If yes, identify the governmental body and explain.

Disclosure Questions, Cont'd

RESPONDENT NAME: _____

5. Have you or any of our principals ever been a party to any regulatory action, including any notice of violation, order, or fine, taken by a regulatory agency, including any local, regional, state, or federal agency with purview over air or water quality (including storm water management), or the handling, storage, or disposal of hazardous or solid waste?

☐ **Yes** ☐ **No**

If yes, identify the regulatory agency and explain.

6. Have you or any of your principals ever been a party to any legal proceedings, actions, convictions, judgements, arbitrations, or mediations? ☐ **Yes** ☐ **No**

If yes, provide: (a) the date each matter was initiated; (b) the present status of each matter; (c) if a judgement was entered against you, whether the judgement has been satisfied in full, and if not, the current status.

7. Have you or any of your management staff ever been a party to any administrative complaints/hearings filed or any debarments or suspensions or other administrative actions commenced by any federal, state, or local government entity? ☐ **Yes** ☐ **No**

If yes, provide: (a) the date each matter was initiated and (b) the present status of each matter.

8. Have you or any of your principals ever filed for bankruptcy? ☐ **Yes** ☐ **No**

If yes, provide: (a) date and jurisdiction of each filing; (b) reason for filing; (c) case numbers and types of cases (e.g., Chapter 7 liquidation or Chapter 11 or Chapter 13 reorganization); and (d) current status of each case.

Disclosure Questions, Cont'd.

RESPONDENT NAME: _____

9. Describe any business, property, gifts, loans, investments or other financial relationships between you and any member of the SFPUC Commission or the Board of Supervisors (or members of their immediate families), which are financial interests as defined by Section 897103 of the California Fair Political Practices Act.

10. Have you or any of your principals ever violated the Campaign Reform Ordinance and/or Conduct code (Section 1.126 of the S.F. Campaign and Governmental Conduct Code, referenced in RFP Section 12.8)? ☐ **Yes** ☐ **No**
If yes, describe (a) the date of each violation and (b) the nature of each violation.

RESPONDENT CERTIFICATION

RESPONDENT NAME: _____

On behalf of the party named above, the undersigned certify under penalty of perjury under the laws of the State of California that:

1. The responses (including any required additional responses of related parties) to this Disclosure Questionnaire ("Questionnaire") and Respondent Certificate ("Certificate") (including any attached sheets) consist of _____ total pages.
2. The undersigned understands and agrees that the San Francisco Public Utilities Commission ("SFPUC") and the City and County of San Francisco ("City") makes no representations or warranties with respect to the offering described in the Request for Proposals ("RFP"), and that everything relevant to this proposal has been based on either the undersigned's own knowledge or the information provided by the SFPUC and the City in the RFP and on the web page for the RFP.
3. The undersigned certifies that the Respondent named above has not agreed to pay now or in the future, and has not in fact paid, directly or indirectly, any fee, commission, or other things of value to any City or SFPUC employee, agent, representative, commissioner, or contractor in an effort to influence the SFPUC Commission's decisions regarding the Balboa Reservoir development opportunity.
4. The undersigned represents that the Respondent has no conflict of interest that could interfere with the development and operations described in the proposal to which this Questionnaire and Certificate are attached.
5. The undersigned states that the Respondent is familiar with the conflict of interest provisions of Section 15.103 of the San Francisco Charter, certifies that it knows no facts that would constitute a violation of these provisions, and agrees to notify the City immediately upon becoming aware of any facts that would constitute a violation of these provisions. The undersigned further certifies that it has made a complete disclosure to the City of all facts bearing on any possible interests, direct or indirect, which the undersigned believes any officer or employee of the City presently has or will have in the land transaction by the proposal to which this Questionnaire and Certificate are attached or in the performance thereof or in any portion of the profits thereof.
6. By submitting the proposal to which this Questionnaire and Certificate are attached, the undersigned certifies that the Respondent has read and understands the key terms and conditions of the RFP and, if selected: (1) will satisfy all of the requirements for exclusive negotiations and for any extension thereof and (2) is ready, willing, and able to comply with all City requirements and other terms and conditions of the RFP as they apply to the attached proposal.
7. By submitting the proposal to which this Questionnaire and Certificate are attached, the undersigned certifies that the Respondent agrees that it will have no claim against the SFPUC or the City by reason of, and waives any and all rights with respect to, the following:

RESPONDENT NAME: _____

any aspect of the proposal to which this Questionnaire and Certificate are attached; any informalities or defects in the selection process, the rejection of any proposal, the acceptance of any proposal, the execution of any land transaction, the failure to complete any land transaction, and any statement, representation, act, or omission of the City or its agents in connection with the proposal to which this Questionnaire and Certificate are attached or the RFP.

8. The individuals signing on behalf of the undersigned is/are authorized representatives of the Respondent with full and complete rights to make the certifications above and to bind the Respondent to the proposal to which this Questionnaire and Certificate are attached.
9. The responses provided to this Questionnaire and Certificate were formulated after investigation of the Respondent's operations by myself personally or are based on information provided to me by another responsible person with unlimited authority to obtain the required information. The undersigned represents that each decision-making principal or authorized representative of the Respondent has reviewed and understands the terms and conditions that are the subject of this Questionnaire and Certificate and approved the execution of this Questionnaire and Certificate.
10. I believe all information provided in response to this Questionnaire and Certificate is true and correct.

If the Respondent is a joint venture or other form of undertaking by more than one individual or entity, an authorized representative of each principal must sign and date this Certificate below.

Name of principal: _____

Signature: _____ Date: _____

Title: _____

Name of principal: _____

Signature: _____ Date: _____

Title: _____

Name of principal: _____

Signature: _____ Date: _____

Title: _____

Please attach any additional signature pages as necessary.

ATTACHMENT D
DEVELOPMENT PROGRAM OVERVIEW FORM

Instructions: Please complete this form and submit within Part 1 of RFP response. The program proposed by the selected development team will constitute the starting point for that team's planning and design, outreach, and other predevelopment work.

The requested figures may be provided as ranges and/or approximations, so long as the ranges given are narrow enough to clearly indicate the specific character of the project (e.g., approaches to density and open space, prioritization of public benefits, etc.) relative to that of other proposals.

Housing

1. Gross square feet: _____
2. Corresponding unit count: _____
3. Baseline affordable housing program:
Check boxes to confirm that proposed development program includes:

☐ 18% low-income units

☐ 15% moderate-income units
4. Additional affordable units:
 - a. Number of units in excess of 33% baseline: _____
 - b. Corresponding percentage of total units: _____
 - c. Target income(s) (% of AMI): _____

Open Space

5. Total open space: _____
6. Size of each proposed open space: _____

Parking:

7. Number of Spaces: _____
8. Configurations: _____

Childcare

9. Does proposed development include at least one childcare facility? Y / N

Additional Proposed Uses:

10. Uses and corresponding sizes: _____

ATTACHMENT E
DEVELOPMENT PRINCIPLES & PARAMETERS



To: Balboa Reservoir Request for Proposals (“RFP”) Respondents

From: Balboa Reservoir project staff

Date: March 9, 2017

Subject: Clarification on the Balboa Reservoir Principles & Parameters

During the question and answer period for the Balboa Reservoir Request for Qualifications (“RFQ”), the City received a question regarding the income levels associated with low-income affordable housing. We provided the requested clarification within the Responses to Questions document posted on the Balboa Reservoir Development Opportunity website, <http://sfwater.org/balboa>. This clarification is summarized on Pages 12 and 13 of the RFQ, and the full question and response are as follows:

Question: The RFQ refers to Proposition K and defines housing that is “affordable to low-income households” as “up to 55% AMI”. (This is stated on the cover page, on Page 12 of the RFQ, and on Page 7 of the Development Principles & Parameters.) In other contexts, City policy around “low income” housing has been to restrict only rental housing units at 55% AMI, and to allow more leeway to for-sale housing units, which are often allowed to be qualified at up to 80% AMI. If a developer proposes for-sale units as a means of satisfying the 18% low-income unit requirement, is there an opportunity to sell those units at 80% AMI rather than 55% AMI?

Response: In defining “low income” households at a maximum income level of 55% of AMI, the Development Parameters did not contemplate a scenario that would include low-income for-sale housing. The intent was not, however, to prohibit low-income for-sale housing at Balboa Reservoir. If a project were to include low-income for-sale housing, the maximum income level for this housing would be 80% of AMI, consistent with Proposition C, passed by San Francisco voters in June, 2016. The intention behind citing Proposition K (2015) was to reference its provision calling for at least 33% affordable housing on public land. Proposition K (2015) set a different income limit for low income ownership housing, 90% of AMI, but that limit was superseded by the lower limit subsequently set by voters in Prop C (2016).



BALBOA RESERVOIR

DEVELOPMENT

PRINCIPLES & PARAMETERS

Dear Prospective RFQ Respondents,

September 9, 2016

Over the past year, our team of nine has thoroughly reviewed and discussed a wide range of land use topics. We have listened to feedback from a broad range of community perspectives, and the following Development Parameters are the result of our collective efforts. Separate from these Parameters, we also want to highlight four key areas of overall importance and priority for us: transportation and neighborhood congestion, City College, and affordable housing. To be successful, any project will need to effectively integrate these priorities into their proposal.

- **Transportation and Neighborhood Congestion:** Traffic congestion and the availability of street parking are already major problems facing the local community. The developer must be responsible for addressing new development's transportation and parking impacts, and no development proposal is likely to garner community support if it would worsen these conditions.
- **City College:** The community cares deeply about City College's long-term health and growth. We are especially concerned that the Balboa Reservoir development will displace a surface parking lot currently utilized by City College students. It will be critical for the Balboa Reservoir developer to work with City College to address parking needs by identifying alternative parking and transportation solutions that do not compromise students' ability to access their education.
- **Affordable Housing:** Members of the CAC and the community are deeply concerned about housing affordability. We would like to see a significant proportion of the housing at Balboa Reservoir be affordable to a combination of low, moderate, and middle-income people. However, housing cannot come at the cost of increased congestion.
- **Open Space:** The addition of new public open spaces at Balboa Reservoir is a top priority for many community members. The development parameters go into detail about the qualities that we believe make good parks and open spaces.

In the course of the 16 BRCAC meetings leading to the creation of these Development Parameters, we heard many passionate perspectives from residents of nearby neighborhoods, members of the City College community, representatives of local schools and businesses, and others who care deeply about how this development turns out. Along the way, these participants provided thoughtful and detailed direction on the revisions they wanted to see made to the evolving Parameters document. Two groups, the Westwood Park Association and Communities United for Health and Justice, went a step further and presented the CAC with alternative proposals for consideration.

Not surprisingly, this large and committed group of stakeholders had differing opinions. Where there was not general concurrence, we worked hard to suggest compromises, going through multiple rounds of revisions to arrive at this final document. As we move on to the developer selection phase of this project, we look forward to seeing these Parameters guide the Balboa Reservoir development.

Sincerely,



Lisa Spinali

Chair, Balboa Reservoir Community Advisory Committee

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Background

In spring 2015, Supervisor Norman Yee introduced and the Board of Supervisors approved an ordinance creating the Balboa Reservoir Community Advisory Committee (BRCAC). Among the BRCAC's responsibilities laid out in this legislation was to "provide feedback on what development objectives should be included in the Request for Proposals to be issued by the City for development of the [Balboa Reservoir] Site." The BRCAC is an advisory committee with nine seats, each representing a different constituency of the Balboa Reservoir project, and many additional community members often also attend.

Since then, the BRCAC has met regularly for a year to advise City staff on the development principles and parameters that are found on the following pages. The first drafts of the principles and parameters were produced by staff based on feedback heard at prior community meetings and collected through a survey, as well as on staff's professional knowledge of land use best practices. Members of the CAC and community provided feedback at monthly BRCAC meetings and via email, and staff responded by substantially revising the draft parameters.

All sections of this document have undergone at least two rounds BRCAC review, feedback, and revision, and in many cases more than two rounds. The final version of the document incorporates the feedback of a wide array of stakeholders and perspectives, while also trying to mediate between conflicting opinions and remain consistent with City policies and standards.

Complete documentation of all community feedback, staff responses, and revisions to the principles and parameters is online at <http://sf-planning.org/brcac>.

HOUSING

PRINCIPLE 1

Build new housing for people at a range of income levels.

PARAMETERS

- a. Make at least 50% of total housing units permanently affordable in perpetuity to low (up to 55% of Area Median Income (AMI)), moderate (up to 120% of AMI), and middle-income (up to 150% AMI) households, provided that this can be achieved while also ensuring project feasibility and providing the economic return to SFPUC ratepayers that is required by law.
 1. Make at least 33% of total housing units permanently affordable in perpetuity to low or moderate-income households, consistent with Proposition K (2014).
 - A. Make at least 18% of total housing units affordable to low-income households (up to 55% of AMI).
 - B. Make an additional 15% (or more) of total housing units affordable to low or moderate-income households (serving a range of households up to 120% of AMI, with emphasis on households earning 80% to 120% of AMI).
 2. To ensure that the project's overall affordable housing serves a diverse group of households ranging from low-income to middle-income, make an additional 17% of total housing units permanently affordable in perpetuity at a range of affordability levels. The maximum AMI levels for moderate and middle-income households may not exceed 120% and 150% AMI, respectively, and must correspond with housing prices that are at least 15% below local market rate housing prices at the time of project approval.
 3. Developers should assume that SFPUC will receive a "fair market value" land price based on the 33% affordability scenario described in (1) and should propose additional public financing strategies that would enable the project to meet or exceed the 50% or higher affordability level.
- b. Maximize the amount of affordable housing, exceeding these minimum affordable housing percentages to the greatest extent possible, provided that all other development parameters are also met; do not exceed the minimum number of market-rate units that are necessary to achieve these objectives.
- c. Target middle-income housing to the qualifying households that have the greatest affordability challenges, such families with children that require larger, family-sized, multi-bedroom units.
- d. Provide a mix of rental and ownership units.

- e. Proactively work with City College and/or area schools to explore partnerships that would allocate on-site affordable units to house students, faculty, and/or staff, priced at appropriate AMI levels.

PRINCIPLE 2

Create housing that can serve a diverse group of household types.

PARAMETERS

- a. Provide all affordable housing on-site (as opposed to providing housing off-site or through the developer paying an in-lieu fee).
- b. Design a substantial proportion of housing units, common spaces within residential buildings, and public amenities to be suitable for families with children. A key characteristic of “family-friendly” units is that they have at least two bedrooms.
- c. Indicate how family-friendly units will be made accessible to households at a range of incomes.
- d. Proactively work with City College and/or area schools to explore partnerships that would allocate on-site units to house students, faculty, and/or staff.
- e. Identify effective partners and strategies to target affordable housing to special populations such as seniors, physically and developmentally disabled adults, veterans, and/or public servants, subject to fair housing law, ability to secure required subsidy, and related City housing policies.
- f. Consider including alternative housing ownership models, such as co-operative housing.

PRINCIPLE 3

Help to alleviate City’s undersupply of housing.

PARAMETERS

- a. Within the confines of other relevant parameters (e.g. Principle 1(a), neighborhood character, open space, transportation, City College), and subject to the desired unit sizes and family-oriented units cited above, maximize the amount of new housing created to address the current and projected affordability challenges faced by the neighborhood and the City. This includes the affordable housing needs of the employees and students of City College and other area schools.
- b. Create housing without compromising the quality of design or construction or outpacing needed transportation infrastructure.

TRANSPORTATION

PRINCIPLE 1

Manage parking availability for onsite residents while managing parking to meet City College enrollment goals and coordinating with City parking policies for the surrounding neighborhoods.

PARAMETERS

- a. Comply with Planning Code requirement to “unbundle” parking, such that parking spaces are purchased or leased separately from residential units and households opt into the lease or purchase of a parking space. Some residential parking spaces may be part of shared parking facilities and/or in on-site buildings separate from the associated residential buildings.
- b. Build residential parking at ratios that are appropriate for each unit size and/or household type (e.g. senior, student, family, etc.), as well as for a site with access to multiple transit lines and near a transit station area. Parking may not exceed a rate of up to one parking space per family unit (two bedrooms or greater) and up to one parking space per four units of student housing. The overall site parking ratio will be determined once the development is proposed and the type and number of units is determined. However, these parameters would like to set a goal for the developer to strive for a site-wide, overall ratio of no greater than 0.5 parking spaces per unit, recognizing that different household types have different parking needs and that parking supply greater than parking demand can invite additional vehicle trips to neighborhood roads. The implementation of TDM and parking management strategies should be monitored at each phase of development to ensure that development does not outpace these strategies.
- c. Working with City College and the City, describe an appropriate parking and transportation demand management plan that accommodates all appropriate City College student and employee demand at full enrollment, including access to the City College’s future Performing Arts and Education Center. The TDM plan (including assumptions such as data and projections) should be coordinated with City College and consistent with recommendations in the forthcoming Balboa Area TDM Plan. If expert analysis demonstrates that shared parking is a viable approach, explore accommodating City College affiliates and other non-residents in shared parking facilities (garages where the same parking spaces are utilized by residents during non-peak hours and accessible to all others, including City College students and employees at other times). See related language in City College parameter 3(b).
- d. On-street parking should be managed by the SFMTA according to best practices for each user group.

PRINCIPLE 2

Create incentives for and improve the experience of utilizing transportation choices between the Balboa Reservoir site, transit, and adjacent neighborhoods.

PARAMETERS

- a. Use the strategies below and other creative proposals to meet the performance target of a maximum 60% automobile mode share (AMS)¹ for the first phase of development, with the goal of reducing AMS to the greatest extent feasible. For all phases of the development, monitor transportation performance on the site, report annually on all transportation demand management (TDM) and parking measures following City standards, and deploy measures to improve mode share, vehicle miles traveled (VMT), and other measures as needed. To these ends, establish a TDM budget for the development. The budget should provide funding for a TDM manager to execute transportation strategies and coordinate with relevant City agencies, City College, and other transportation partners, utilizing the findings and recommendations in the forthcoming Balboa Area TDM Plan.² Identify strategies or partnerships for executing TDM measures to meet performance targets.
- b. Maximize car share availability and convenience. Incentivize its use by providing each on-site household with a car-share membership for the household's first full year of residency and by:
 - Meeting or exceeding the number of carshare parking spaces required by local ordinance;
 - Locating car-share parking spaces on streets for easy access;
 - Providing space for other shared motor vehicles (such as scooters);
 - Facilitating the use of shared vehicles by families with children by providing lockers for individual storage of carseats, located adjacent to carshare parking.

1 Automobile mode share (AMS) refers to the portion of all trips to and from the site made by private automobile. Developers design parking and TDM measures to achieve or stay under particular AMS targets. Accompanied by monitoring requirements, reporting and compliance regulations, AMS standards are a way the City can ensure a developer commits to limiting trips and impacts on neighborhood roads.

2 Currently, the Planning Department and SFMTA are co-managing a TDM study for an area that includes the Balboa Reservoir site, City College Ocean Campus, and residential neighborhoods immediately surrounding the project site. The study is expected to be completed by early 2017 and will include information about local transportation usage patterns and related TDM opportunities.

c. Prioritize pedestrian safety and access and encourage transit use by:

- Demonstrating commitment to the City's efforts to improve the safety, comfort and experience of bicycle and pedestrian access within the Balboa Reservoir Site and from the Site to the City College Bus Terminal, Balboa Park BART Station, the Muni K-line, other bus stops, community amenities, and open spaces in the area. Implement projects that enhance the adjacent public realm and projects from the Ocean and Geneva Corridor Design plan³ to the greatest extent feasible. See related language in City College parameter 2(d).
- Maximize safe pedestrian and bicycle connections to transit, into the site, and within the site. Pedestrian networks shall accommodate desired paths of travel (or "desire lines"), connecting to surrounding transit, commerce, street networks, paths and open spaces. *[This bullet was moved here from Transportation Principle 3 to emphasize the importance of pedestrian access and safety.]*
- Street, sidewalk and pedestrian facility designs should be consistent with Better Streets Plan; bicycle facility designs should be consistent with the NACTO Bikeway Design Guide; and all rights of way should adhere to other applicable standards, such as utility separation requirements. Streets will generally fall under Better Streets Plan's Neighborhood Commercial, Neighborhood Residential, Park Edge, Alley or Shared Public Way street types. As described in the Public Realm and City College Parameters, coordinate onsite connections with SFMTA pedestrian and bicycle access improvements beyond the site, especially to and from City College. *[This bullet was moved here from Transportation Principle 3 to emphasize the importance of pedestrian access and safety.]*
- Providing each household with a monthly transit pass or providing each household with a sustainable transportation benefit allowance. The allowance could be used for a variety of sustainable transportation such as transit, bicycle parking, sharing or repair, car share usage fees, etc. Private automobile parking, tolls, maintenance, etc. would not be eligible expenses. The transportation benefit allowance should be provided for the life of the project. At a minimum, the transportation benefit allowance should be equivalent to the cost of one Muni monthly pass per household.
- Encouraging employers to provide a pre-tax transportation benefit program and/or a sustainable transportation allowance for onsite employees (e.g. residential buildings' property managers, construction workers, etc.).
- Providing on-site transit rider amenities such as benches and sheltered bus stops and data/electricity to support real-time displays at bus stops, if applicable.

3 Plan is accessible online at http://208.121.200.84/ftp/files/plans-and-programs/in-your-neighborhood/ocean_ave_corridor/OceanAvenueCorridorDesignFinalReport.pdf.

d. Encourage bicycling by:

- Providing secure onsite Class I bicycle storage facilities at a rate that meets or exceeds planning code requirements of at least 1.5 bicycle parking/storage spaces per residential unit. These bicycle facilities should be secure, contain electric charging stations, and be capable of storing cargo bicycles and other larger bicycles.
- Ensuring a safe and convenient path of travel between on-site bicycle facilities (e.g. lanes, paths, parking, repair space, bike share pods) and existing and planned bicycle facilities beyond the site.
- Creating a north-south bicycle connection on the Lee Avenue extension or through the site, utilizing bicycle lanes and/or dedicated bicycle tracks, per the San Francisco Bicycle Plan. This connection should be provided early in the site development process.
- Providing visitor bicycle parking at a rate that meets or exceeds Planning Code requirements.
- Providing a bicycle repair facility on-site, with considerations for the existing retail environment (see *Additional Public Benefits, Parameter 2b*).
- Sponsoring an onsite Bay Area Bike Share pod if one is not located within 250 feet of the site, pending agreement on siting with Bay Area Bike Share.
- Considering subsidizing Bay Area Bike Share memberships to residents and employees.
- Providing a once a year “learn how to ride” class, either on site or nearby, offered to all residents. See Principle 4 for additional outreach requirements.

e. Identify and implement additional strategies to increase the utilization of safe and affordable transportation, which may include:

- Facilitating deliveries by including a staffed reception area to receive packages or offering reception area cold storage and other forms of temporary storage to receive deliveries of groceries, packages, laundry, and other items.
- Making electric vehicle parking safe and convenient, as well as lowering barriers to installing future electric vehicle charging stations throughout parking garages if electric vehicle use becomes ubiquitous (see *Sustainability parameters*).

f. Identify potential partnerships and accommodate capital improvements that can reduce traffic impacts on surrounding neighborhoods and improve safety and mobility for non-single occupant vehicle travel modes. (Note that RFP responses should not assume that the Balboa Reservoir development project will be required to fund off-site improvements other than improvements required as CEQA mitigation measures. However, the City may wish to explore creative partnership and funding arrangements during negotiations with the selected developer partner.) Such improvements may include, but are not limited to, the following:

- Stronger pedestrian safety and access along Ocean Avenue and into adjacent neighborhoods.
- Improved bicycle infrastructure along Ocean Avenue and the existing Lee Avenue to close the current gap between bicycle routes.
- Coordination of shuttle service and/or facilities with City College.
- Coordination of bicycle facilities with City College, potentially including shared storage, shared access to repair or charging stations, and appropriate supply of Class I and Class II parking to accommodate bicycles' access to either property.
- Improved intersection design, turning controls and signal timing.
- Neighborhood mobility and access during construction.
- Maximizing electric vehicle or EV-ready parking spaces (see Sustainability parameter 5d)
- Shared parking facilities.
- Off-site traffic calming measures.

PRINCIPLE 3

Design site access and circulation to minimize the development's congestion impacts, especially on adjacent areas, while also maximizing pedestrian and bicyclist safety.

PARAMETERS

- a. Design the site's street network, vehicle circulation pattern, and placement of building and garage entrances to maximize pedestrian and cyclist safety and to minimize traffic congestion within and near the site, including on-street vehicle queuing. This goal may be achieved through designing shorter blocks, sharing off-street parking facilities, meeting Principles 1 through 4, and/or other strategies.
- b. Determine the number and location of site access points that will best manage congestion impacts to surrounding neighborhoods and roadways, while minimizing or eliminating the need for curb cuts on streets that are heavily traversed by pedestrians and bicyclists. (Note that certain access routes may be subject to negotiation with appropriate parties, such as adjacent landowners. Such negotiations would occur following the selection of a developer partner.)
- c. Design site circulation to minimize congestion and improve public safety on streets, particularly routes to schools within ½ mile of the site. Coordinate site circulation, parking supply, and access design with the City College master planning effort, including development of the Performing Arts and Education Center and/or other development on City College's property. Address congestion during morning and evening travel peaks, as well as during special events.

PRINCIPLE 4

Encourage the use of sustainable modes of transportation (walking, biking, transit ridership, car sharing, and carpooling) through coordinated programming and communications.

PARAMETERS

- a. Create incentives and campaigns to encourage the use of non-single occupant vehicle modes of transportation.
- b. Promote the site's sustainable transportation choices through engagement and communications with new and prospective tenants, residents, visitors, employees, and neighbors. Hold annual sustainable transportation events such as "bike to work day," electric bike and bike share demonstrations, other information sessions, or a month-long walking competition. Consider coordinating events with nearby educational institutions to include their populations as well as on-site residents and employees.
- c. Implement a wayfinding (e.g. signage, design) program that facilitates transit ridership, biking, and walking.
- d. Install real-time information amenities to assist residents, visitors, employees, and neighbors in utilizing sustainable modes of transportation. Useful types of information may include real-time transit arrivals, walking times to transit stops, availability of shared bikes, and/or availability of shared cars.
- e. Identify potential partnerships with the City, City College, and other nearby educational institutions to support local efforts to encourage students and employees to utilize sustainable modes of transportation.

PROJECT'S RELATIONSHIP TO CITY COLLEGE

PRINCIPLE 1

Ensure that development at the Balboa Reservoir site does not negatively impact City College's educational mission and operational needs.

PARAMETERS

- a. Do not develop on City College property unless an explicit agreement is reached with City College. *(Note that the developer may not develop on any adjacent property without reaching an express agreement with its owner. Refer to Exhibit C of the RFQ for the City College Board of Trustees' position on this subject.)*
- b. Phase and schedule construction activity to minimize impacts on access, noise, dust, and other air quality impacts to neighbors, including City College and future City College construction projects.
- c. Ensure that neighbors, including City College, Westwood Park, Sunnyside, Archbishop Riordan High School and Ocean Avenue residences, receive substantial advance notice of project schedule and phasing so that they can plan appropriately for access and circulation impacts and changes in parking availability.
- d. Work with City College to establish a process for regular communication between the project and City College, including a means of ensuring completion of the project's commitments to City College and a means of resolving new issues that may arise during construction or after the new development is complete. This process should be established prior to project approvals and should acknowledge the full range of City College stakeholder groups (including Trustees, administrators, staff, instructors, and students).

PRINCIPLE 2

In conversation with City College, identify opportunities for the Balboa Reservoir project's public benefits to serve as resources for the City College community.

PARAMETERS

- a. Consider partnering with City College and/or area schools to allocate a material amount of on-site units to house students, faculty, and/or staff.
- b. To the extent that City College expresses interest in relocating or expanding the City College Child Development Center to the Balboa Reservoir site, examine opportunities to accommodate this request within the new development.

- c. If on-site commercial space is developed, explore including retail and non-profit uses that will serve the needs of the City College students, faculty, and staff in addition to serving residents and the site's immediate neighbors. If proposing any such uses, demonstrate that they will complement the existing commercial and nonprofit environment without negatively impacting existing local retail businesses or non-profit activities.
- d. As described in the Transportation Parameters, create safe, clearly navigable pedestrian and bicycle access, including access for people with disabilities, through the Balboa Reservoir site to connect surrounding neighborhoods to City College and to connect the City College community to on-site public amenities that they are likely to utilize. Allow for safe, comfortable, and convenient pedestrian, bike, and car travel between City College and the Balboa Reservoir project, with particular attention to connections to Balboa Park Station.
- e. As described in the Open Space parameters, when designing parks and open spaces, consider neighbors, including the City College community (students, faculty, and staff), as future user groups.

PRINCIPLE 3

In coordination with City College, design and implement the project's transportation program in such a way that also creates new sustainable transportation opportunities for City College students, faculty, and staff.

PARAMETERS

- a. Prior to the start of development, coordinate with City College to finalize and commit to transportation demand management (TDM) measures required to meet the Balboa Reservoir project's mode split target and other goals identified in the Balboa Area TDM Plan. These measures should include an implementation plan to ensure that development does not outpace TDM.
- b. Working with City College and the City, develop an appropriate parking and TDM strategy that accommodates City College students and employees. If expert analysis demonstrates that shared parking is a viable approach, explore accommodating City College affiliates and other non-residents in shared parking facilities (garages where the same parking spaces are utilized by residents during non-peak hours and accessible to all others, including City College students, faculty, and staff, at other times).
- c. Phase the project in such a way that changes to the current parking lot can occur gradually, allowing for incremental adaptations rather than the wholesale removal of all parking spaces at once.

- d. Explore the coordination of bicycle facilities with City College, potentially including shared storage, shared access to repair or charging stations, and appropriate supply of Class I and Class II bicycle parking to accommodate bicycles' access to both properties. Include, and avoid conflicts with, local bicycle-related businesses in the creation of new bicycle amenities, such as by exploring partnerships to provide on-site bicycle repair facilities.
- e. Identify and actively pursue additional potential partnerships with the City, City College, and other nearby educational institutions to support local efforts to encourage students, faculty, and staff to utilize non-single occupant vehicle modes of transportation. Potential partnerships may include, but are not limited to, capital improvements that increase the safety and attractiveness of walking or biking, including safe routes to transit and safe routes to school projects; coordinating efforts around public communications and outreach regarding alternatives to single-occupancy vehicles; TDM program management; public transit information; shuttles; paratransit; car-sharing; and other potential recommendations from the Balboa Area TDM Plan.

PRINCIPLE 4

To ensure that the Balboa Reservoir project is sensitive to City College's mission and operations, work with the City College administration, community, and master planning consultants to ensure that the Balboa Reservoir site plan and City College's forthcoming new Facilities Master Plan are well coordinated and complementary. Note that the Facilities Master Plan will be subject to approval by the City College Board of Trustees.

PARAMETERS

- a. Remain actively informed about City College's master planning process and receptive to opportunities to participate.
- b. Assume that City College's planned Performing Arts & Education Center, designed for City College property immediately to the east of the Balboa Reservoir site, will be built. Working with City College and the City, describe an appropriate parking and transportation demand management plan that accommodates access to the future Performing Arts and Education Center (see *Transportation parameter 1c*).
- c. Identify opportunities for the Balboa Reservoir project to help City College fulfill its master plan objectives, including but not limited to objectives around enrollment growth, while also meeting all other applicable development parameters.

PUBLIC REALM

PRINCIPLE 1

Develop a cohesive public realm (network of streets and open spaces) which provides a range of programmed and unprogrammed spaces for functional, recreational, and social activities. The public realm, whether softscape or hardscape, should connect transit, gathering places, commercial destinations, and residences on the site and beyond; be visible and activated from adjacent streets and uses; and provide a sense of identity unique to the neighborhood.

PARAMETERS

- a. Create a publicly-accessible open space network, totaling at least 4 acres at ground level, including parks, playgrounds, gardens, picnic areas, off-street walking routes and/or linear parks, but excluding streets. Aim to exceed this minimum requirement. Spaces should accommodate multiple types of open space activities or programs within a given day, week, or time of year.
- b. Create one significant open space at ground level to serve as a park for the site and the neighborhoods beyond the Balboa Reservoir. Include a mix of programmed and unprogrammed spaces based on community input and neighborhood need. Rather than creating a large void, the park should be varied in design and uses, be scaled appropriately with the pattern of blocks and buildings, and create a sense of shared neighborhood identity. This continuous significant open space (which may extend multiple blocks if intersected by pedestrian ways or pedestrian/bike paths), should strive to be at least 2 acres (no less than 1.5 acres). This park will constitute a portion of the minimum 4 acres of at-grade open space referenced in Section 1.a. and should be designed with the community in a public process.
- c. The childcare facility should be adjacent to an open space. The open space should include elements and/or designs appropriate to the ages served in the adjacent childcare facility.
- d. Create a walking route or network of walking routes which facilitates walking for recreational purposes, minimizing street crossings and connecting or defining on-site open spaces. Pedestrian networks should accommodate desired paths of travel (or “desire lines”), connecting to surrounding transit, commerce, street networks, paths and open spaces. Walking routes should be supportive of and consistent with parameters 1(e) and 1(f).
- e. Create a usable linear open space area along the southern end of the project site, an area in which trees, large shrubs or structures are prohibited since it contains existing SFPUC underground water transmission pipelines.⁴

⁴ Landscape must conform to SFPUC Integrated Vegetation Management Policy, available online at sfwater.org/index.aspx?page=431.

- f. Respect the privacy and scale of all neighboring properties, including Westwood Park, Sunnyside, City College, Archbishop Riordan High School, and other adjacent and nearby residences and schools with a reasonable distance and appropriate public space design, private rear yards, landscape, topography (possibly including a berm), and/or walking routes to serve as a buffer or transition between the new buildings on the Balboa Public Site and Plymouth Avenue homeowners' backyards. Open space shall be preserved in perpetuity, as will be other public spaces on the site.
- g. Build in enough flexibility to the parks and open spaces to allow them to evolve with changing neighborhood needs, incorporating successive layers of programming, public art, and community stewardship over time. As these elements evolve to respond to changing needs, the spaces should remain unbuilt and open to the public.
- h. Prioritize view corridors from public streets and spaces to Mt Davidson, San Bruno Mountain, and the main entrance to the City College Science Hall. Incorporate view studies into public community design workshops.
- i. Emphasize the special nature of the area through distinctive landscaping and other features that complement and respect adjacent neighborhoods and educational institutions.

PRINCIPLE 2

Design the public realm as a useful, safe, and welcoming part of daily experience for diverse neighbors of all ages, visitors to the site, and City College affiliates. The Public realm should include generous landscaping, lighting, and greenery as appropriate to the scale and use of buildings and the site.

PARAMETERS

- a. Create public and common open spaces that are active. They should be well defined by landscape features, streets or walking routes, active pedestrian entries to adjacent buildings, and adjacent building massing.
- b. Design the landscape and buildings so that they complement each other in support of site-wide design public realm and urban design goals (see Urban Design section of this document).
- c. Design new streets as public spaces which create intimate, safe pedestrian environments while encouraging social interactions between diverse users from the site, adjacent neighborhoods, and City College. Use shared streets/public way designs where appropriate.
- d. Design public realm to complement the Ocean Campus, its network of public spaces, and Unity Plaza.
- e. Incorporate linear spaces, smaller common areas, and/or courtyards into the site and buildings to moderate building scale, provide intimate spaces, and diversify activities in the public realm.

Wherever possible, pair spaces with complementary adjacent land uses to help activate the public realm, for example small plazas near natural gathering places and playgrounds near daycare.

- f. Avoid corner public areas, fore courts and other designs that are ultimately passed through or observed from outside rather than serving a necessary, recreational, or social purpose.
- g. Propose a gradual transformation of the site, maintaining access to usable open space throughout all construction phases to allow people to experiment with new ways of using the site, and to give the community time to adapt to the physical changes of the site. For example, create a nursery for trees to mature on-site in advance of future site construction. Carefully consider and protect against construction impacts on neighboring homes and foundations, many of which are over 90 years old.

PRINCIPLE 3

incorporate the different needs and hours of activity for diverse users in the area, including the members of the City College community.

PARAMETERS

- a. Ensure safe and accessible opportunities for people of all ages and abilities, including students, seniors, and families, to utilize the public realm.
- b. Design for sight lines between caregivers and open spaces or adjacent uses such as daycare, family residential units, or other ground-floor uses. Buildings with family units should maximize the number of units overlooking play areas.
- c. Locate gathering places at natural confluences of pedestrian activity, walking routes, and public life, in support of the privacy concerns addressed in Parameter 1(f).

PRINCIPLE 4

Private open spaces should meet or exceed City regulations that require a minimum of 80 square feet of private open space per unit or 60 square feet if the space is made publicly accessible (above and beyond the project-wide public open space area minimums in Principle #1). Any publicly accessible open space associated with an individual building should read as part of an overall, coordinated pattern of open space.

PARAMETERS

- a. Maximize the percentage of private open space at ground level.
- b. Connect courtyards, mid-block open spaces, and/or streets wherever possible.

- c. Private open spaces should be human-scale, intimate and inviting. They should maximize green space, programmable spaces and visibility from residential units.
- d. Consider including residential building(s) with a shared open space designed for children and families, with play equipment and good visibility from larger, family-sized units.

PRINCIPLE 5

Design a variety of open spaces within the public realm network to create a variety of sensory experiences, incorporating the surrounding natural and/or cultural environment into the siting and design.

PARAMETERS

- a. If open space includes grade changes, use topography as a means of adding variation or creating a series of intimate spaces, without limiting visibility or accessibility.
- b. Maximize sun exposure in public spaces and in adjacent neighborhoods.
- c. Design open space areas that are protected from winds. Landscaping should withstand winds.
- d. Integrate stormwater management features into the public realm.
- e. Use drought tolerant species that will minimize the need for irrigation.

PRINCIPLE 6

Plan and design in coordination with a long-term, sustainable maintenance plan and community-serving programming.

PARAMETERS

- a. Describe what types of recreational uses are intended for the various public parks and open spaces included in the proposal.
- b. Describe how parks and open spaces will be managed or programmed to promote safe and active use and enjoyment, as well as who will be accountable for ongoing maintenance on a daily basis. Identify potential funding sources to support these management and programming activities.
- c. Plan proposed park and open spaces with an eye toward efficient maintenance and management, including establishment of funding sources to support such operations.
- d. Integrate educational or cultural opportunities into the public realm and adjacent community spaces, including funding sources to support such operations. Working with community and educational partners on this effort is encouraged.

URBAN DESIGN & NEIGHBORHOOD CHARACTER

PRINCIPLE 1

Connect and relate to the surrounding fabric of streets, blocks, and open spaces.

PARAMETERS

- a. Create a general block scale that respects the scale of nearby neighborhoods, provides permeability, and uses a pedestrian network to connect the surrounding network of streets and open spaces.
- b. Break the scale of blocks by providing neighborhood streets, pedestrian paths, courtyards, or plazas to better connect networks of public and common spaces, including the City College campus.
- c. Orient the site, blocks, streets, and pedestrian connections to maximize pedestrian safety, mobility, and access to transit, housing, recreation, and other destinations.

PRINCIPLE 2

Harmonize the relationships between existing buildings, streets, transit corridors, and open spaces.

PARAMETERS

- a. Design the Site and buildings to integrate with, respect and reflect local character, scale, design, and uses, as well as to support access to transit. Designs should harmoniously integrate with the surrounding built environment, stitching together the varied land uses and urban design on all sides of the site including Westwood Park, Sunnyside, City College, and other nearby residences and schools. Designs shall consider the scale and design of neighboring buildings (especially Westwood Park, prominent buildings on City College campus including the Science Hall and planned Performing Arts and Education Center, Riordan H.S. and along Ocean Avenue), quality of open spaces (such as Unity Plaza and rear yards of Westwood Park), and pedestrian connections (such as to Riordan High School, Library Gardens, City College, and transit).
- b. Design variation in building architecture, height, scale, massing, and materials. Maintain visual interest and limit the extent of uniform, unvaried surfaces on all building facades. Buildings, blocks, and prototypes shall be authored by different architects to ensure variation in design on the site.
- c. Locate taller buildings where adjacent buildings are tallest, with heights tapering down on approach to single-family neighborhoods. Buildings on the western side of site should be lower in height than buildings on the eastern side and should respect the scale, privacy and light of adjacent homes to

the west of the Site. Buildings should be separated from Westwood Park rear yards by setbacks or open spaces. Building heights should fall within a range of 25 feet to 65 feet.

- d. Situate and design buildings to enhance public spaces and the openness provided by contiguous private open spaces (e.g. rear yards) while minimizing impacts on existing residential privacy and access to light. Appropriate landscape design and/or a reasonable distance should buffer adjacent properties in order to protect residents' privacy. Minimize impacts on privacy and light, through site orientation, setbacks, breaking lines of sight between buildings, landscape, and topography. (See Public Realm principles for further development parameters relative to adjacent properties.)
- e. Shape the height and bulk of buildings to respect views and vantage points; avoid buildings that are top-heavy or bulky in appearance.
- f. When designing roofs, consider how roof design will impact views to the site from above.

PRINCIPLE 3

Design with and complement the site's natural context.

PARAMETERS

- a. Maximize exposure to sun and protection from wind. Utilize wind-appropriate trees to reduce wind impacts.
- b. Design the site, buildings, and public realm to harmoniously integrate into the surrounding topography and local landscape. The public realm and open spaces shall incorporate natural habitat appropriate for the micro-climate of the neighborhood.

PRINCIPLE 4

Express neighborhood character, celebrate cultural history, and align with neighborhood activities.

PARAMETERS

- a. Design amenities and the public realm to align with neighborhood activities, desires or needs, including current uses of the site for families, dog walking and exercise
- b. Express the cultural and historical elements of the community in the site or public realm design.
- c. Design the site and public realm to respect and reflect community heritage, the City College campus, and the role of the intersection of Ocean Avenue and Phelan Avenue as a "gateway" to the neighborhood.

SUSTAINABILITY

PRINCIPLE 1

ENERGY Building on the City's robust energy efficiency requirements, reduce or eliminate greenhouse gas (GHG) emissions from new buildings to the greatest extent feasible. Maximize the use of renewable energy (generated on the Balboa Reservoir site, to the extent feasible) and realize 100% of electricity in all new development from renewable (GHG-free) sources.

PARAMETERS

- a. Meet building energy efficiency requirements through attention to building fixtures and appliances (including shared, on-site facilities), lighting, HVAC, and plug loads, per the requirements of the San Francisco Green Building Code and California Title 24 (30% reduction for Residential Buildings and 40% for Non-Residential).
- b. Realize additional energy efficiency through passive design techniques, such as building orientation (to maximize solar energy potential), shading, materials/skins that control solar gain (to minimize interior heat gain), daylighting, and natural ventilation.
- c. Through both site and building design, maximize the use of solar energy generation on the Balboa Reservoir site from rooftop and/or building skin photo voltaic systems (PV) and solar thermal (rooftop solar hot water systems); Title 24 currently requires 15% of rooftop areas be designed as "solar ready" and new San Francisco Better Roofs legislation⁵ requires its installation (PV and/or solar thermal). Other renewable energy technologies may be explored in comparison to solar potential.
- d. Following efficiency and onsite renewable achievements, meet 100% of remaining electricity demand with renewable or GHG-free supplies. Work with SFPUC to confirm the feasibility of the City providing electric service to the development from renewable and GHG-free supplies, consistent with San Francisco Administrative Code Chapter 99.
- e. Potential Innovation: Also in support of Principle #5, reduce or eliminate GHG emissions and air pollutants from natural gas use by substituting electricity in place of natural gas appliances (e.g., space heating, hot water heating, laundry, and cooking appliances).
- f. Potential Innovation: A district-scale (i.e. connecting and serving the entire development) energy center, which may include:
 - i. Individual heating and cooling systems connected with a shared heat loop that improves energy efficiency by enhanced pump operations.

5 <http://www.sfbos.org/ftp/uploadedfiles/bdsupvrs/ordinances16/o0071-16.pdf>.

- ii. Buildings that share energy by either rejecting or taking heat from the closed water loop, which reduces cooling tower needs in terms of space and energy use and reduces load on central plant.
 - iii. Equipment consolidated in one area onsite, saving space for other uses within individual buildings (including better use of roofs than cooling towers); can be a separate building or housed in basement.
- g. Potential Innovation: Supply multiple buildings or the entire development with renewable energy systems (including solar PV), which may provide renewable generation at a reduced overall cost compared to individual systems and efficiencies in construction costs. This innovation would be enhanced with renewable energy storage technologies and on-site facilities. GHG reduction from vehicles is addressed in the Transportation section.

PRINCIPLE 2

WATER Building on the City's robust water efficiency requirements, maximize non-potable water use in buildings and open spaces.

PARAMETERS

- a. Capture, treat, and reuse rain water, grey water (showers, laundry, and some sinks), and foundation drainage (as available), per current non-potable water regulations applicable to all new development 250,000 SF and larger.
- b. Use treated non-potable water (per parameter 2(a)) in all new buildings for toilet flushing and irrigation for open space/landscaping.
- c. Potential Innovation: District-scale non-potable water system servicing multiple buildings.
- d. Potential Innovation: Use non-potable water for laundry and heating system cooling (laundry reuse would require approval from the San Francisco Department of Public Health).

PRINCIPLE 3

STORMWATER Optimize onsite stormwater management to improve water quality, minimize potential for urban flooding, and help prevent overflows of the City's combined sewage system into the Bay.

PARAMETERS

- a. Comply with the City's Stormwater Design Guidelines performance requirements for total volume and peak flow reduction of the 2-year, 24-hour storm in regards to pre-site conditions.
- b. Design streets and open spaces to include a coordinated network of urban greening to minimize stormwater runoff.

- c. Design streets and open spaces to include context specific low impact development approach and use stormwater management tools, such as rain gardens, bioswales and flow-through planters, and detention ponds.
- d. Coordinating with Principle #4 below, develop up to 100% of usable roof space for one or more feasible uses from the Better Roofs legislation (e.g., solar, living roof/habitat, usable open space, urban agriculture), while meeting requirements for stormwater and non-potable water capture.
- e. Potential Innovation: Maximizing permeable paving materials in parking spaces, play courts, and open spaces (assuming on-site pervious soils).

PRINCIPLE 4

ECOLOGY / GREENING Connect all residents, workers, and visitors to nature by maximizing habitat supportive trees and landscaping.

PARAMETERS

- a. Design a comprehensive network of public parks, public and private open spaces, and green connections that provide continuous ecological corridors to, from, and through the site and City College campus; to be coordinated with public realm parameters.
- b. Limit the use of landscaping to drought tolerant plants and trees that support biodiversity and habitat and/or encourage the use of plants that also provide food production (urban agriculture and fruit trees, if deemed appropriate). (Sfplantfinder.org is a useful resource for identifying appropriate species.)
- c. In support of Principle #5, comply with the San Francisco Reduced Risk Pesticide List and Integrated Pest Management requirements, including preferences for the use of non-toxic organic pesticides and fertilizers in the neighborhood, with special consideration for protecting pollinator species (e.g., bees and butterflies).
- d. Where living/green roof uses can thrive in the micro-climate, they should provide co-benefits to solar power or stormwater management; and they should contribute to habitat creation, air quality improvements, usable open space, urban agriculture, or building cooling.
- e. Potential Innovation: Drought-tolerant living facades (i.e. exterior walls covered with plants) irrigated by non-potable water and maintained through a secure funding strategy, especially for walls facing the public realm.
- f. Potential Innovation: Community garden spaces (indoor or outdoor) and a plan for maintaining them as gardens.

PRINCIPLE 5

AIR QUALITY Support a healthy environment by reducing indoor and outdoor air quality impacts (from toxins in building materials, smoking, cruising for parking, and vehicle idling). Building design and materials should address the neighborhood micro-climate and fog (i.e., mold preventative strategies). (Note that outdoor air quality will also be enhanced through the “greening” parameters discussed in Principle #4.)

PARAMETERS

- a. For residential buildings, apply the Public Health Department’s Article 38 for indoor air quality (enhanced ventilation) and San Francisco Green Building Ordinance’s prohibition of indoor toxins in adhesives and sealants (LEED EQ 4.1), paints and coatings (LEED EQ 4.2), and carpets and floorings (LEED EQ 4.3).
- b. For non-residential buildings, comply with additional green building requirements for non-toxic/ low-emitting composite wood and agrifiber products (LEED EQ 4.4).
- c. Establish the project site as a “no idle” zone, per the Bay Area Air Quality Management District (BAAQMD) policy for local governments to identify and enforce no idle zones for vehicles.⁶
- d. Include electric charging stations for vehicles and bicycles in garages and on-street parking spaces, and building electricity capacity and conduit should maximize EV-ready parking spaces and accommodate adequate energy loads.
- e. Include electric plug-in stations at loading areas to eliminate idling of refrigerated and other diesel trucks.
- f. Potential Innovation: Incorporate external building materials and technologies (building “skins”) that help reduce air toxins, filter pollutants, and control solar gain.

⁶ This policy is available online at http://www.baaqmd.gov/~media/Files/Planning%20and%20Research/CEQA/DraftPlanApproachV3_May%202012.ashx.

PRINCIPLE 6

SOLID WASTE Achieve the City's Zero Waste goal⁷ and a litter-free public realm.

PARAMETERS

- a. Per City and LEED requirements, provide sufficient space for sorting and storing recycling (including large cardboard and other bulk items), composting, and trash in all buildings and open spaces.
- b. Per current code, accommodate all three waste streams (recycling, composting, and garbage) in any garbage chute system (may be installed as three separate chutes or a single, programmable chute whereby the user selects the appropriate category); provide flexibility for a future that may only include two streams.
- c. As part of the required LEED Gold and Silver credit totals, achieve at least two of LEED Materials and Resources points for environmental products regarding raw materials sourcing.
- d. Potential Innovation: Install a district-scale (i.e. servicing multiple buildings) pneumatic/ vacuum waste system that serves the entire site, with a central collection facility embedded in an accessible garage or ground floor, or as a stand-alone facility.
- e. Potential Innovation: Conduct a whole-building life-cycle assessment, as defined by LEED Materials and Resources "Building Life Cycle Impact Reduction" credit Option 4.
- f. Potential Innovation: Provide public realm waste bins that accommodate all three waste streams, are easy to use, educate the community, and prevent tampering. These bins could potentially be designed through a design competition.
- g. Potential Innovation: Use organic waste in local energy production/district energy center.

⁷ More information about the Zero Waste goal is available online at <http://www.sfenvironment.org/zero-waste/overview/zero-waste-faq>.

ADDITIONAL PUBLIC BENEFITS

PRINCIPLE 1

Accommodate a childcare facility and additional youth-friendly elements within the project.

PARAMETERS

- a. Make space available for at least one childcare facility. Secure a daycare or preschool provider tenant serving children from infancy to 5 years old. Develop the space according to State requirements for this age group.
- b. Include residential units designed to accommodate in-home childcare.
- c. Design childcare facilities to minimize noise impacts on surrounding residential and educational uses.
- d. To the extent that City College expresses interest in relocating or expanding the City College Child Development Center to the Balboa Reservoir site, work with City College to explore opportunities to accommodate this request within the new development.
- e. Identify additional opportunities and partners for the project to serve youth of all ages, such as by including space for after school programs. Coordinate with City College, other local educational institutions, and community organizations to avoid redundancies.

PRINCIPLE 2

Maximize active ground-floor uses to activate the public realm, create vibrancy, complement the neighborhood's existing retail and ground-floor uses, and avoid vacancies within any ground-floor space.

PARAMETERS

- a. According to the San Francisco Planning Department's guidelines, require ground floor uses, including non-retail uses, which will contribute to an active pedestrian realm. These uses may include childcare, other youth-friendly uses, recreational facilities, arts and cultural facilities, service and social service providers, housing with active entrances, and bicycle storage facilities and/or workshops.
- b. Explore including neighborhood-serving retail uses in the project, which could serve new residents, the site's immediate neighbors, the City College community, and visitors affiliated with other nearby educational institutions. If proposing ground floor retail, developer will be expected to demonstrate that any retail use will complement the current local retail environment without negatively impacting existing retail businesses.

PRINCIPLE 3

Explore including additional programming and/or amenities designed to enhance quality of life for both new residents and neighbors.

PARAMETERS

- a. Demonstrate an understanding of local social, arts, cultural, educational, transit access, pedestrian safety, and other priorities by proposing programming and/or amenities that will appeal to the broader community and City College affiliates (students and employees), as well as to the development's new residents. Integrate the contributions of community organizations, educational institutions, and City College students where possible.
- b. Demonstrate that the project's physical design will be conducive to any such proposed programming and/or additional amenities.
- c. Consider including additional amenities suggested by members of the community, which thus far have included a large and ADA-accessible multi-purpose community space, a meeting place for local nonprofits and neighborhood groups, a senior center, ground-level parking, support for City College's efforts to construct the Performing Arts and Education Center on the adjacent City College-owned property, amenities for college-age adults in addition to youth, ground-floor maker space, view platforms, and a public pool.

ATTACHMENT F
FORM OF EXCLUSIVE NEGOTIATING AGREEMENT

[FORTHCOMING]

ATTACHMENT G
POLICIES, STANDARDS, AND CODES

RELEVANT POLICIES, STANDARDS, & CODES

In addition to the Balboa Reservoir Development Principles and Parameters, the Request for Qualifications (RFQ) and Request for Proposals (RFP) documents will include a number of policies, standards and codes that apply to the Balboa Reservoir site. The following list summarizes the most relevant of these legal obligations, though it is not exhaustive.

The listed items were referenced in previous memoranda to the CAC and are summarized here based on feedback City staff have received, relevance to the Principles and Parameters, and the requirements of the SFPUC.

GUIDING POLICY AND BACKGROUND

Balboa Park Station Area Plan

www.sf-planning.org/index.aspx?page=1748

Balboa Reservoir web page, background studies and community input

www.sf-planning.org/index.aspx?page=3989#materials

Inclusionary Affordable Housing Program Monitoring and Procedures Manual

<http://sf-moh.org/modules/showdocument.aspx?documentid=6983>

Proposition K (passed by San Francisco voters in 2014)

http://sfpl4.sfpd.org/pdf/main/gic/elections/November4_2014.pdf

PUBLIC REALM & SITE PLANNING

Recreation and Open Space Element of the San Francisco General Plan

<http://generalplan.sfplanning.org/index.htm>

SFPUC Utility Standards

sfwater.org/index.aspx?page=574

SFPUC Integrated Vegetation Management Policy

sfwater.org/index.aspx?page=431

San Francisco Stormwater Design Guidelines

sfwater.org/index.aspx?page=446

SF Better Streets Plan

www.sfbetterstreets.org

City and County of San Francisco 2015 Subdivision Regulations

http://www.sfpuc.org/sites/default/files/4740-2015%20Subdivision%20Regulations_final.pdf

URBAN DESIGN

Ground Floor Residential Design Guidelines

www.sf-planning.org/ftp/files/publications_reports/guidelines_for_groundfloor_residential_design.pdf

General Plan's Urban Design Element

www.sf-planning.org/ftp/general_plan/15_Urban_Design.htm

Westwood Park Residential Design Guidelines

(It is the City's legal responsibility to apply the Westwood Park Residential Design Guidelines to the Westwood Park Residential Character District, which is directly adjacent to the Balboa Reservoir site. The Balboa Reservoir building designs should respect the intent of the guidelines, as well as the privacy and character of Westwood Park residences.)

<http://50.17.237.182/docs/DesignGuidelines/Westwood%20Park%20RDG.pdf>

ACCESSIBILITY

Mayor's Office of Disability Project Review Process

<http://sfgov.org/mod/project-review-process-plan-check-and-inspection>

SF Public Works Accessibility Information

<http://www.sfpuc.org/about/accessibility-information>

TRANSPORTATION

Draft Transportation Demand Management Ordinance

<http://sf-planning.org/shift-encourage-sustainable-travel>

Transit First Policy

[http://library.amlegal.com/nxt/gateway.dll/California/charter_sf/tic/leviiiathemunicipaltransportationag?f=templates\\$fn=altmain-nf.htm\\$3.0?f=templates\\$fn=altmain-nf.htm\\$3.0#JD_8A.115](http://library.amlegal.com/nxt/gateway.dll/California/charter_sf/tic/leviiiathemunicipaltransportationag?f=templates$fn=altmain-nf.htm$3.0?f=templates$fn=altmain-nf.htm$3.0#JD_8A.115)

Vision Zero SF Policy

<http://visionzerosf.org/about/what-is-vision-zero/>

SUSTAINABILITY

Non-Potable Water Ordinance

<http://sfwater.org/index.aspx?page=686>

San Francisco Stormwater Management Ordinance and SFPUC Stormwater Design Guidelines

<http://www.sfwater.org/index.aspx?page=446>

Relevant Green Building Codes and Policy:

- Department of Building Inspection Guide.
<http://sfdbi.org/sites/sfdbi.org/files/AB-093.pdf>
- California Title 24.
<http://energy.ca.gov/title24/>
- San Francisco Green Building Code
[http://library.amlegal.com/nxt/gateway.dll/California/sfbuilding/greenbuildingcode2013edition?f=templates\\$fn=default.htm\\$3.0\\$vid=amlegal:sanfrancisco_ca\\$anc=JD_GreenBuilding](http://library.amlegal.com/nxt/gateway.dll/California/sfbuilding/greenbuildingcode2013edition?f=templates$fn=default.htm$3.0$vid=amlegal:sanfrancisco_ca$anc=JD_GreenBuilding)
- LEED, Leadership in Energy and Environmental Design.
<http://www.usgbc.org/leed>

Better Roofs Ordinance

<http://www.sfbos.org/ftp/uploadedfiles/bdsupvrs/ordinances16/o0071-16.pdf>

San Francisco Mayor's Renewable Energy Task Force Recommendations:

http://www.sfenvironment.org/sites/default/files/fliers/files/sfe_re_renewableenergytaskforcerecommendationsreport.pdf

ATTACHMENT H
CITY COLLEGE BOARD OF TRUSTEES RESOLUTION



ACTION ITEM

AMENDED – JULY 28, 2016

DATE: July 28, 2016

**PRESENTERS: Trustees John Rizzo,
Brigitte Davila, Alex Randolph**

SUBJECT: Resolution on the Development of the Balboa Reservoir Property

ITEM NO. 160728-XI-223

WHEREAS: The property now known as the “Balboa Reservoir” is occupied by City College of San Francisco (CCSF), is known as part of the “West Campus” and is dedicated to the public good; and

WHEREAS: From 1946 to 1956 City College operated student housing for veterans along with many other full campus facilities on the site now proposed for housing by the City; and

WHEREAS: Planning for the long anticipated and voter-approved Performing Arts and Education Center (PAEC) has resumed at CCSF; and

WHEREAS: The PAEC would not only serve CCSF’s mission, but also the residents of San Francisco, by filling a need for small performance spaces that are in short supply, and therefore help revitalize San Francisco’s arts community, particularly in an area of San Francisco not well served by art and performance spaces; and

WHEREAS: Changes to traffic flow on Phelan Avenue by the City and County of San Francisco (the City) in recent years have made traffic worse and slowed Muni buses that our students and staff depend on; and

WHEREAS: The City has proposed to build on the western portion of the Balboa Reservoir a housing development of mixed affordable and market-rate units; and

WHEREAS: The Balboa Reservoir has been the site of existing city college parking for 60 years. Furthermore, the site of the proposed development is currently used by CCSF for the parking of up to 1,000 students and employees, and is often filled to capacity; and

BOARD OF TRUSTEES

RAFAEL MANDELMAN, PRESIDENT • THEA SELBY, VICE PRESIDENT • DR. AMY BACHARACH

DR. BRIGITTE DAVILA • STEVE NGO • ALEX RANDOLPH • JOHN RIZZO • BOUCHRA SIMMONS, STUDENT TRUSTEE

DR. GUY LEASE, SPECIAL TRUSTEE

SUSAN E. LAMB, INTERIM CHANCELLOR

WHEREAS: In its presentation to the Board of Trustees and in its materials posted online, one of the options the City has proposed includes the creation of new streets through the CCSF owned parking lot; and

WHEREAS: CCSF is the central educational, economic and cultural focus of the neighborhood where the Balboa Reservoir property is situated;

WHEREAS: CCSF's interests cannot be secondary and must be taken into account in coordination with City efforts regarding the planned development on the "Balboa Reservoir"; and

WHEREAS: The development of the publicly owned Balboa Reservoir represents a valuable public resource that will provide a unique opportunity for the City to serve the public good, provide badly needed-affordable housing and support the mission of CCSF to provide accessible, quality education to all; therefore be it

RESOLVED: That the City College Board of Trustees submit the following priorities for the continued discussion with the city regarding the proposed "Balboa Reservoir" development:

1. CCSF cannot grant the city a roadway between the Multi-Use Building and the planned PAEC

- o The Board of Trustees may exchange one or more roadway accesses/ easements through CCSF owned property only if the City reimburses CCSF with other land in the reservoir or a monetary payment

2. The City's Balboa Reservoir project should be at least 50% permanent affordable housing with a preference for dedicated faculty and staff housing.

- o The Board of Trustees acknowledges that significant engagement by CCSF staff and administrators is required to create dedicated housing for faculty, staff and, if possible, student dormitories.

3. In order to avoid the loss of enrollment from students who must commute by car and loss of parking for audience members of performances at the PAEC, City College of San Francisco requires important mitigation measures to offset the loss of existing parking with the following:

- o A flexible* parking structure that includes electric car charging stations, bicycle parking, share car parking to accommodate overflow parking and performances at the PAC,

- *(flexible parking structures accommodate transitions from parking alone to a range of other uses as parking ratios decline with further mixed-use development and increased use of shared parking and public transit.), and

- o A comprehensive transit study, **with input from CCSF. As well as** ~~and~~ transit alternatives, including MUNI / BART Passes for all students and residents of any housing structure built on the Balboa Reservoir property, and

- o Car and bike sharing options for residents, neighbors, and members of the CCSF community

4. The City shall prioritize including open, accessible common space throughout the development to be used as parks, gardens, playgrounds or other types of open space that will enhance the CCSF community and neighborhood. The City must recognize that the open

campus of CCSF is designated as a park and any development must be consistent with this designation and the master plan.

5. The City, in coordination with the CCSF master plan, must make improvements to Ocean Ave and Phelan Ave to accommodate increased traffic flow, to ensure timely transit of the Muni buses and streetcars, and to improve pedestrian safety

6. The City, in coordination with the CCSF master plan, must place a new crosswalk on Ocean Avenue near the exit from the Balboa BART station, which is used by thousands of CCSF students, staff and faculty every day,

In addition, the City must undertake measures to overall increase pedestrian and bicyclist safety.

7. CCSF Administration shall work with the City to explore locating the new Child Development Center onsite at any Balboa Reservoir development to provide high quality child care for residents, students, faculty, and staff

8. That the City College of San Francisco – Capital Projects Planning Committee (CCSF-CPPC), which is comprised of all City College stakeholders and is in the best position to review the Balboa Reservoir Development in concert with CCSF Master Planning (now in progress) and the Balboa BART Station Parameters. This committee shall, in coordination with the PGC and the Balboa Reservoir CAC, provide regular feedback and input to the Board of Trustees for further discussion and action, if necessary.

BE IT FURTHER RESOLVED: That the Board of Trustees directs the Chancellor to communicate these priorities to the City and instruct the Administration to ensure that CCSF's interest are acknowledged and recognized **in accordance with the primary stated goals of CCSF's Vision and Mission statements: to continue "to provide an accessible, affordable, and high quality education to all students"**. ~~as we continue our discussion with the City to create a housing development that benefits the whole community without harming CCSF's mission.~~