

File No. 180772

Committee Item No. \_\_\_\_\_

Board Item No. 21

# COMMITTEE/BOARD OF SUPERVISORS

## AGENDA PACKET CONTENTS LIST

Committee: \_\_\_\_\_

Date: \_\_\_\_\_

Board of Supervisors Meeting

Date: September 11, 2018

### Cmte Board

- |                          |                                     |  |
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| <input type="checkbox"/> | <input type="checkbox"/>            | Motion                                       |
| <input type="checkbox"/> | <input type="checkbox"/>            | Resolution                                   |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Ordinance                                    |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Legislative Digest                           |
| <input type="checkbox"/> | <input type="checkbox"/>            | Budget and Legislative Analyst Report        |
| <input type="checkbox"/> | <input type="checkbox"/>            | Youth Commission Report                      |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Introduction Form                            |
| <input type="checkbox"/> | <input type="checkbox"/>            | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/> | <input type="checkbox"/>            | MOU  |
| <input type="checkbox"/> | <input type="checkbox"/>            | Grant Information Form                       |
| <input type="checkbox"/> | <input type="checkbox"/>            | Grant Budget                                 |
| <input type="checkbox"/> | <input type="checkbox"/>            | Subcontract Budget                           |
| <input type="checkbox"/> | <input type="checkbox"/>            | Contract/Agreement                           |
| <input type="checkbox"/> | <input type="checkbox"/>            | Form 126 – Ethics Commission                 |
| <input type="checkbox"/> | <input type="checkbox"/>            | Award Letter                                 |
| <input type="checkbox"/> | <input type="checkbox"/>            | Application                                  |
| <input type="checkbox"/> | <input type="checkbox"/>            | Public Correspondence                        |

### OTHER

- |                          |                                     |                                      |
|--------------------------|-------------------------------------|--------------------------------------|
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Draft Infrastructure Financing Plan  |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Planning Commission Motion No. 19976 |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Planning Commission Reso No. 19978   |
| <input type="checkbox"/> | <input type="checkbox"/>            | BOS Reso Nos. 235-18, 234-18         |
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Prepared by: Lisa Lew

Date: September 6, 2018

Prepared by: \_\_\_\_\_

Date: \_\_\_\_\_

1 [Creating Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) -  
2 Adopting an Infrastructure Financing Plan]

3 **Ordinance creating City and County of San Francisco Infrastructure and Revitalization**  
4 **Financing District No. 2 (Hoedown Yard, Pier 70); affirming the Planning Department's**  
5 **determination and making findings under the California Environmental Quality Act; and**  
6 **approving other matters in connection therewith.**

7  
8 NOTE: **Unchanged Code text and uncodified text** are in plain Arial font.  
9 **Additions to Codes** are in *single-underline italics Times New Roman font*.  
10 **Deletions to Codes** are in *strikethrough italics Times New Roman font*.  
11 **Board amendment additions** are in double-underlined Arial font.  
12 **Board amendment deletions** are in ~~strikethrough Arial font~~.  
13 **Asterisks (\* \* \* \*)** indicate the omission of unchanged Code  
14 subsections or parts of tables.

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

16 Section 1. The Board of Supervisors of the City and County of San Francisco hereby  
17 finds, determines and declares based on the record before it that:

18 A. FC Pier 70, LLC (Forest City) and the City and County of San Francisco ("City"),  
19 acting by and through the San Francisco Port Commission ("Port"), anticipate entering into a  
20 Disposition and Development Agreement ("DDA"), which will govern the disposition and  
21 development of approximately 28 acres of land in the waterfront area of the City known as  
22 Pier 70 ("Project Site").

23 B. In the general election held on November 4, 2014, an initiative entitled, the  
24 "Union Iron Works Historic District Housing, Waterfront Parks, Jobs and Preservation  
25 Initiative" (Proposition F), was approved by the voters in the City.

C. Pursuant to Proposition F, the voters in the City approved a policy of the City,  
that the City encourage the timely development of the Project Site with a development project

1 that includes certain major uses, including without limitation, new below market-rate homes  
2 affordable to middle- and low-income families and individuals, representing 30 percent of all  
3 new housing units (Affordable Housing).

4 D. To meet a part of this requirement, Forest City and the City anticipate that the  
5 Mayor's Office of Housing and Community Development will undertake pursuant to the DDA  
6 an obligation to construct three 100% affordable housing projects within the Project Site and  
7 an area of land in the vicinity of the Project Site and within Pier 70 commonly known as Parcel  
8 K South ("Parcel K South"), to satisfy the requirements for Affordable Housing under  
9 Proposition F.

10 E. Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California Government  
11 Code commencing with Section 53369 ("IRFD Law"), this Board of Supervisors is authorized  
12 to establish an infrastructure and revitalization financing district and to act as the legislative  
13 body for an infrastructure and revitalization financing district.

14 F. The IRFD Law provides that the legislative body of an infrastructure and  
15 revitalization financing district may, at any time, add territory to a district or amend the  
16 infrastructure financing plan for the district by conducting the same procedures for the  
17 formation of a district or approval of bonds as provided in the IRFD Law, and the Board of  
18 Supervisors wishes to establish the procedure for future annexation of property into the  
19 proposed infrastructure district.

20 G. IRFD Section 53369.14(d)(5) provides that the legislative body of a proposed  
21 infrastructure and revitalization financing district may specify, by ordinance, the date on which  
22 the allocation of tax increment will begin, and the Board of Supervisors accordingly wishes to  
23 specify the date on which the allocation of tax increment will begin for the proposed  
24 infrastructure and revitalization financing district.

1 H. Pursuant to the IRFD Law, the Board of Supervisors adopted its "Resolution of  
2 Intention to establish City and County of San Francisco Infrastructure and Revitalization  
3 Financing District No. 2 (Hoedown Yard, Pier 70) on land within the City and County of San  
4 Francisco commonly known as the Hoedown Yard to finance the construction of affordable  
5 housing within Pier 70 and Parcel K South; to provide for future annexation; to call a public  
6 hearing on September 11, 2018, on the formation of the district and to provide public notice  
7 thereof; determining other matters in connection therewith; and affirming the Planning  
8 Department's determination, and making findings under the California Environmental Quality  
9 Act" (the Resolution of Intention to Establish IRFD); stating its intention to form the "City and  
10 County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown  
11 Yard)" ("IRFD"), pursuant to the IRFD Law.

12 I. In the Resolution of Intention to Establish IRFD, this Board of Supervisors  
13 declared its intent to provide for future annexations of property into the IRFD any time after  
14 formation of the IRFD, but only if the Board of Supervisors has completed the procedures set  
15 forth in the Infrastructure Financing Plan, which shall be based on the following: i) the Board  
16 of Supervisors adopts a resolution of intention to annex property ("annexation territory") into  
17 the IRFD and describes the annexation territory to be included in the IRFD, (ii) the resolution  
18 of intention is mailed to each owner of land in the annexation territory and each affected  
19 taxing entity in the annexation territory, if any, in substantial compliance with IRFD Law  
20 Sections 53369.11 and 53369.12, (iii) the Board of Supervisors directs the Port to prepare an  
21 amendment to the Infrastructure Financing Plan, if necessary, and the designated official  
22 prepares any such amendment, in substantial compliance with IRFD Law Sections 53369.13  
23 and 53369.14 Law, (iv) any amendment to the Infrastructure Financing Plan is sent to each  
24 owner of land and each affected taxing entity (if any) within the annexation territory, in  
25 substantial compliance with IRFD Law Sections 53369.15 and 53369.16, (v) the Board of

1 Supervisors notices and holds a public hearing on the proposed annexation, in substantial  
2 compliance with IRFD Law Sections 53369.17 and 53369.18, (vi) the Board of Supervisors  
3 adopts a resolution proposing the adoption of any amendment to the Infrastructure Financing  
4 Plan and annexation of the annexation territory to the IRFD, and submits the proposed  
5 annexation to the qualified electors in the annexation territory, in substantial compliance with  
6 IRFD Law Sections 53369.20-53369.22, with the ballot measure to include the question of the  
7 proposed annexation of the annexation territory into the IRFD, approval of the appropriations  
8 limit for the annexation territory and approval of the issuance of bonds for the annexation  
9 territory, and (vii) after canvass of returns of any election, and if two-thirds of the votes cast  
10 upon the question are in favor of the ballot measure, the Board of Supervisors may, by  
11 ordinance, adopt the amendment to the Infrastructure Financing Plan, if any, and approve the  
12 annexation of the annexation territory to the IRFD, in substantial compliance with IRFD Law  
13 Section 53369.23.

14 J. The Board of Supervisors also adopted its "Resolution authorizing and directing  
15 the Executive Director of the Port of San Francisco, or designee thereof, to prepare an  
16 infrastructure financing plan for City and County of San Francisco Infrastructure and  
17 Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other matters in  
18 connection therewith; and affirming the Planning Department's determination, and making  
19 findings under the California Environmental Quality Act," ordering preparation of an  
20 infrastructure financing plan for the IRFD (Infrastructure Financing Plan) consistent with the  
21 requirements of the IRFD Law.

22 K. The Infrastructure Financing Plan includes a list of Facilities (as defined below)  
23 to be financed by the IRFD.

24 L. As required by the IRFD Law, the Clerk of the Board of Supervisors caused to  
25 be mailed a copy of the Resolution of Intention to Establish IRFD to each owner of land within

1 the proposed IRFD and each affected taxing entity (as defined in the IRFD Law).

2 M. As further required by the IRFD Law, the Executive Director of the Port prepared  
3 and sent the Infrastructure Financing Plan, along with any report required by the California  
4 Environmental Quality Act (CEQA) (California Public Resources Code Sections 21000 et seq.)  
5 that pertains to the proposed Facilities or the proposed development project for which the  
6 Facilities are needed ("CEQA Report"), to (i) each owner of land within the proposed IRFD  
7 and (ii) each affected taxing entity; and the Executive Director of the Port of San Francisco  
8 also sent the Infrastructure Financing Plan and the CEQA Report to the City's Planning  
9 Commission and the Board of Supervisors.

10 N. The Clerk of the Board of Supervisors made the Infrastructure Financing Plan  
11 available for public inspection.

12 O. As required by the IRFD Law, the Board of Supervisors, as the legislative body  
13 of the City, which is the only affected taxing entity which is proposed to be subject to the  
14 division of taxes pursuant the IRFD Law, considered and adopted its resolution "Resolution  
15 approving infrastructure financing plan for City and County of San Francisco Infrastructure  
16 and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other  
17 matters in connection therewith; and affirming the Planning Department's determination, and  
18 making findings under the California Environmental Quality Act," pursuant to which the Board  
19 of Supervisors approved the Infrastructure Financing Plan.

20 P. Following publication of a notice consistent with the requirements of the IRFD  
21 Law, this Board of Supervisors held a public hearing relating to the proposed IRFD and the  
22 proposed Infrastructure Financing Plan.

23 Q. Subsequent to the hearing, the Board of Supervisors adopted resolutions  
24 entitled (i) "Resolution proposing adoption of infrastructure financing plan and formation of  
25 City and County of San Francisco Infrastructure and Revitalization Financing District No. 2

1 (Hoedown Yard, Pier 70); providing for future annexation; determining other matters in  
2 connection therewith; and affirming the Planning Department's determination, and making  
3 findings under the California Environmental Quality Act" (the Resolution Proposing  
4 Formation), and (ii) "Resolution calling special election for City and County of San Francisco  
5 Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70);  
6 determining other matters in connection therewith; and affirming the Planning Department's  
7 determination, and making findings under the California Environmental Quality Act," which  
8 resolutions proposed formation of the IRFD, proposed approval of the Infrastructure Financing  
9 Plan, proposed the process for future annexations of territory to the IRFD, proposed an  
10 annual appropriations limit for the IRFD, proposed issuance of bonds and other debt (Bonds)  
11 for the IRFD to finance certain facilities (the Facilities) and called a special election within the  
12 IRFD.

13 R. A special election was held within the IRFD pursuant to which the eligible  
14 landowner-electors approved the propositions presented at the election by the two-thirds vote  
15 required by the IRFD Law.

16 Section 2. By the passage of this Ordinance, the Board of Supervisors hereby  
17 declares the IRFD to be fully formed with full force and effect of law, approves the  
18 Infrastructure Financing Plan, declares the IRFD to have an annual appropriations limit of  
19 \$91.9 million, and declares that the Board of Supervisors has the authority to issue from time  
20 to time Bonds in one or more series for the IRFD in the maximum aggregate principal amount  
21 of (i) \$91.9 million (in 2017 dollars) plus (ii) the principal amount of Bonds approved by this  
22 Board of Supervisors and the qualified electors of the annexation territory in connection with  
23 the annexation of the annexation territory to the IRFD, so long as the Board makes the finding  
24 specified in IRFD Law Section 53369.41(f), all as provided in the proceedings for the IRFD  
25 and in the IRFD Law.

1 Territory may be annexed into the IRFD in the future, as described in the Resolution of  
2 Intention to Establish IRFD and the Resolution Proposing Formation. It is hereby found that  
3 all prior proceedings and actions taken by this Board of Supervisors with respect to the IRFD  
4 were valid and in conformity with the IRFD Law.

5 Section 3. In accordance with IRFD Law Sections 53369.5(b) and 53369.14(d)(5), the  
6 Board of Supervisors hereby establishes the date on which the allocation of tax increment  
7 shall begin for the IRFD (the Commencement Date), with the Commencement Date being the  
8 first day of the fiscal year following the fiscal year in which the IRFD has generated and the  
9 City has received at least \$100,000 of tax increment.

10 Section 4. In the Resolution of Intention to Establish IRFD, the Board of Supervisors  
11 made certain findings under the CEQA about the Final Environmental Impact Report for the  
12 Pier 70 Mixed-Use District Project, and those findings are incorporated in this Ordinance as if  
13 set forth in their entirety herein.

14 Section 5. If any section, subsection, sentence, clause, phrase, or word of this  
15 ordinance, or any application thereof to any person or circumstance, is held to be invalid or  
16 unconstitutional by a decision of a court of competent jurisdiction, such decision shall not  
17 affect the validity of the remaining portions or applications of this ordinance, this Board of  
18 Supervisors hereby declaring that it would have passed this ordinance and each and every  
19 section, subsection, sentence, clause, phrase, and word not declared invalid or  
20 unconstitutional without regard to whether any other portion of this ordinance or application  
21 thereof would be subsequently declared invalid or unconstitutional.

22 Section 6. The Clerk of the Board of Supervisors shall cause this Ordinance to be  
23 published within 5 days of its passage and again within 15 days after its passage, in each  
24 case at least once in a newspaper of general circulation published and circulated in the City.

25 ///



1 Section 7. This ordinance shall become effective 30 days after enactment. Enactment  
2 occurs when the Mayor signs the ordinance, the Mayor returns the ordinance unsigned or  
3 does not sign the ordinance within 10 days of receiving it, or the Board of Supervisors  
4 overrides the Mayor's veto of the ordinance.  
5

6 APPROVED AS TO FORM:  
7 DENNIS J. HERRERA  
8 City Attorney

9  
10 By: 

11 MARK D. BLAKE  
12 Deputy City Attorney

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**REVISED LEGISLATIVE DIGEST**

(Substituted, 9/4/2018)

[Creating Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) - Adopting an Infrastructure Financing Plan]

**Ordinance creating City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); affirming the Planning Department's determination and making findings under the California Environmental Quality Act; and approving other matters in connection therewith.**

Existing Law

This is new legislation.

Background Information

FC Pier 70, LLC ("Forest City") and the City, acting through the Port Commission, expect to enter into a Disposition and Development Agreement ("DDA"), which will govern the disposition and development of approximately 28 acres of land in the waterfront area of the City known as Pier 70 ("Project Site"). The Project Site will be developed in accordance with the development policy articulated by Proposition F, the "Union Iron Works Historic District Housing, Waterfront, Parks, Job and Preservation Initiative, adopted by the voters November 4, 2014, including in particular the development of below market rate homes affordable to middle-and-low-income housing.

Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California Government Code commencing with Section 53369 ("IRFD Law"), the Board of Supervisors can establish an infrastructure and revitalization financing district and to act as the legislative body for an infrastructure and revitalization financing district. The Board of Supervisors have taken several legislative steps under the IRFD to establish an IRFD at the Project Site.

By passage of this Ordinance, the Board of Supervisors will declare the IRFD to be fully formed and approve the Infrastructure Financing Plan, determine that the IRFD to have an annual appropriations limit of \$91.9 million, and determine that the Board of Supervisors has the authority to issue from time to time Bonds in one or more series for the IRFD in the maximum aggregate principal amount of (i) \$91.9 million (in 2017 dollars) plus (ii) the principal amount of Bonds approved by this Board of Supervisors and the qualified electors of the annexation territory in connection with the annexation of the annexation territory pursuant to the IRFD Law.

The Ordinance also provides that territory may be annexed into the IRFD in the future, as described in the Resolution of Intention to Establish IRFD and the Resolution Proposing Formation. Finally, the Ordinance establishes the date on which the allocation of tax

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increment shall begin for the IRFD, being the first day of the fiscal year following the fiscal year in which the IRFD has generated and the City has received at least \$100,000 of tax increment.

The Board of Supervisors confirms CEQA findings of the Planning Department related to the IRFD.

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**CITY AND COUNTY OF SAN FRANCISCO**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**

**INFRASTRUCTURE FINANCING PLAN**

Originally adopted:

Date: , 20      Ordinance No.:

**CITY AND COUNTY OF SAN FRANCISCO**  
**Infrastructure and Revitalization Financing District No. 2**  
**(Hoedown Yard)**

*IRFD.* The Board of Supervisors (the “**Board of Supervisors**”) of the City and County of San Francisco (the “**City**”), pursuant to the provisions of Government Code Section 53369 et seq. (the “**IRFD Law**”), and for the public purposes set forth therein, proposes to adopt a Resolution of Intention (the “**Resolution of Intention**”), pursuant to which it declares its intention to conduct proceedings to establish the “City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)” (the “**IRFD**”).

In the Resolution of Intention, the type of facilities proposed to be financed by the IRFD pursuant to the IRFD Law consists of new buildings, along with supporting infrastructure and amenities, in which 100% of the residential units (with the exception of a manager’s unit) would be below-market-rate units to be located within the approximately 28 acres of land in the waterfront area of the City known as Pier 70 (the “**Project Site**”) and an area of land in the vicinity of the Project Site and within Pier 70 commonly known as “**Parcel K South**” as more particularly described in Attachment 1 hereto and hereby incorporated herein (the “**Facilities**”). The Facilities are authorized to be financed by the IRFD by IRFD Law Sections 53369.2 and 53369.3.

Additionally, the Board of Supervisors proposes to adopt a Resolution Authorizing Executive Director of the Port of San Francisco to Prepare an Infrastructure Financing Plan Related to an Infrastructure and Revitalization Financing District, pursuant to which it authorizes and directs the Executive Director of the Port of San Francisco, or designee, to prepare an infrastructure financing plan for the IRFD and to determine other matters in connection therewith. Pursuant to Section 53369.14 of the IRFD Law and the Board of Supervisors’ proposed resolution, the infrastructure financing plan must be consistent with the general plan of the City and include the following:

- a) A map and legal description of the proposed IRFD.
- b) A description of the facilities required to serve the development proposed in the area of the IRFD including those to be provided by the private sector, the facilities to be provided by governmental entities without assistance under the IRFD Law, the facilities to be financed with assistance from the proposed IRFD, and the facilities to be provided jointly. The description shall include the proposed location, timing, and costs of the facilities.
- c) A finding that the facilities are of communitywide significance.
- d) A financing section, which shall contain all of the following information:
  - 1) A specification of the maximum portion of the incremental tax revenue of the City and of each affected taxing entity (as defined in the IRFD Law) proposed to be committed to the IRFD for each year during which the IRFD will receive incremental tax revenue; provided however such portion of incremental tax revenue need not be the same for all affected taxing entities, and such portion may change over time.
  - 2) A projection of the amount of tax revenues expected to be received by the IRFD in each year during which the IRFD will receive tax revenues, including an estimate of the amount of tax revenues attributable to each affected taxing entity proposed to be

committed to the IRFD for each year. If applicable, the plan shall also include a specification of the maximum portion of the net available revenue of the City proposed to be committed to the IRFD for each year during which the IRFD will receive revenue, which portion may vary over time.

- 3) A plan for financing the facilities, including a detailed description of any intention to incur debt.
- 4) A limit on the total number of dollars of taxes that may be allocated to the IRFD pursuant to the plan.
- 5) A date on which the IRFD will cease to exist, by which time all tax allocation to the IRFD will end. The date shall not be more than 40 years from the date on which the ordinance forming the IRFD is adopted, or a later date, if specified by the ordinance, on which the allocation of tax increment will begin.
- 6) An analysis of the costs to the City of providing facilities and services to the IRFD while the area within the IRFD is being developed and after the area within the IRFD is developed. The plan shall also include an analysis of the tax, fee, charge, and other revenues expected to be received by the City as a result of expected development in the area of the IRFD.
- 7) An analysis of the projected fiscal impact of the IRFD and the associated development upon each affected taxing entity that is proposed to participate in financing the IRFD.
- 8) A plan for financing any potential costs that may be incurred by reimbursing a developer of a project that is both located entirely within the boundaries of the IRFD and qualifies for the Transit Priority Project Program, pursuant to Government Code Section 65470, including any permit and affordable housing expenses related to the project.
- 9) If any dwelling units occupied by persons or families of low or moderate income are proposed to be removed or destroyed in the course of private development or facilities construction within the area of the IRFD, a plan providing for replacement of those units and relocation of those persons or families consistent with the requirements of Section 53369.6 of the IRFD Law.

This Infrastructure Financing Plan for the IRFD, including all exhibits and attachments (the "IFP"), is intended to comply with the requirements of the IRFD Law. The Board of Supervisors may, at various times, amend or supplement this IFP by ordinance to address the unique details of the Hoedown Yard, Facilities, Project Site, or Parcel K South and for other purposes permitted by the IRFD Law.

#### **A. Boundaries of Proposed IRFD**

The boundaries of the proposed IRFD are described in the map attached to this IFP as Attachment 2. The legal description of the IRFD is also attached to this IFP as Attachment 2.

As of the date of adoption of this IFP, certain property that is intended to be included in the IRFD is owned by the City and cannot initially be included in the IRFD under the IRFD Law ("Annexation Property"). The Annexation Property is marked as the diagonally hatched

portion of "Existing Michigan Street" on the map included as Attachment 2. The City intends to sell the Annexation Property for private development in the future. After formation of the IRFD and sale of the Annexation Property for private development, the City will provide for annexation of the Annexation Property to the IRFD in the manner set forth below. Because the map and legal description included as Attachment 2 include the Annexation Property and the remainder of this IFP assumes that the Annexation Property is included in the IRFD, no amendment of this IFP will be required in connection with the annexation of the Annexation Property to the IRFD.

In the Resolution of Intention, the Board of Supervisors establishes the following procedures for annexation of the Annexation Property to the IRFD:

1. The Board of Supervisors adopts a resolution of intention to annex the Annexation Property into the IRFD;
2. The resolution of intention is mailed to the owner of the Annexation Property and each affected taxing entity in the annexation territory, if any, in substantial compliance with Sections 53369.11 and 53369.12 of the IRFD Law;
3. The Board of Supervisors directs the Executive Director of the Port to prepare an amendment to the IFP, if necessary, and the Executive Director of the Port prepares any such amendment, in substantial compliance with Sections 53369.13 and 53369.14 of the IRFD Law;
4. Any amendment to the IFP is sent to each owner of the Annexation Property and each affected taxing entity (if any) within the Annexation Property, in substantial compliance with Sections 53369.15 and 53369.16 of the IRFD Law;
5. The Board of Supervisors notices and holds a public hearing on the proposed annexation in substantial compliance with Sections 53369.17 and 53369.18 of the IRFD Law;
6. The Board of Supervisors adopts a resolution proposing the adoption of any amendment to the IFP and annexation of the Annexation Property to the IRFD, and submits the proposed annexation to the qualified electors in the Annexation Property, in substantial compliance with Sections 53369.20-53369.22 of the IRFD Law, with the ballot measure to include the questions of the proposed annexation of the Annexation Property into the IRFD, approval of the appropriations limit for the Annexation Property and approval of the issuance of bonds for the Annexation Property; and
7. After canvass of returns of any election, and if two-thirds of the votes cast upon the question are in favor of the ballot measure, the Board of Supervisors may, by ordinance, adopt the amendment to the Infrastructure Financing Plan, if any, and approve the annexation of the Annexation Property to the IRFD, in substantial compliance with Section 53369.23 of the IRFD Law.

## **B. Description of Facilities**

The IRFD Law requires an infrastructure financing plan to contain the following information with respect to the IRFD.

1. Facilities to be provided by the private sector.

Developers of Hoedown Yard parcels will be responsible for public improvements and facilities serving the parcels including but not limited to, parks, streets, and utilities. These costs will not be financed with tax increment generated in the IRFD.

2. Facilities to be provided by governmental entities without assistance under the IRFD Law.

There are no facilities in the IRFD that will be provided only by governmental entities.

3. Facilities to be financed with assistance from the IRFD:

The Facilities that will be funded with Allocated Tax Increment (as defined below) that is allocated to the IRFD consist of the affordable housing projects and supporting infrastructure and amenities described above and more particularly described in Attachment 1.

4. Facilities to be provided jointly by the private sector and governmental entities

The Facilities will be jointly provided by the private sector and governmental entities.

#### **C. Finding of Communitywide Significance**

The construction of the Facilities will serve a significant communitywide benefit in helping to alleviate the regional housing crisis, particularly the significant need for affordable housing located near job centers. The proposed Resolution of Intention includes a finding by the Board of Supervisors that the Facilities are of communitywide significance.

#### **D. Base Year; Commencement of Tax Increment Allocation**

The "Base Year" for the IRFD is the fiscal year in which the assessed value of taxable property in the IRFD was last equalized prior to the effective date of the ordinance adopted to create the IRFD or a subsequent fiscal year. The Base Year for the IRFD is FY 2017-2018.

Tax increment may begin to be allocated to the IRFD beginning in the fiscal year in which at least \$100,000 of Gross Tax Increment (as defined below) is generated in the IRFD and received by the City.

#### **E. Allocation of Tax Increment**

1. The annual allocation of tax increment generated in the IRFD for purposes of Section 53369 of the IRFD Law will be the amount appropriated in each fiscal year by the Board of Supervisors for deposit in the special fund established for the IRFD.
2. The Board of Supervisors will appropriate 100 percent of the Allocated Tax Increment (as defined below) for allocation to the IRFD until the final day of the 40th fiscal year after the fiscal year in which Allocated Tax Increment is first allocated to the IRFD.
3. For purposes of this IFP, capitalized terms are defined as follows:



"Gross Tax Increment" is 100% of the revenue produced by the application of the 1% ad valorem tax rate to the Incremental Assessed Property Value of property within the IRFD;

"Incremental Assessed Property Value" is, in any year, the difference between the assessed value of the property within the IRFD for that fiscal year and the assessed value of the property within the IRFD in the Base Year, to the extent that the difference is a positive number;

"Allocated Tax increment" is 64.588206% of Gross Tax Increment.

**F. Maximum Portion of Tax Increment Revenue of San Francisco and Affected Taxing Agencies to be Committed to the IRFD**

100% of Allocated Tax Increment shall be allocated to the IRFD. Tax Increment from no other taxing agency is allocated to the IRFD.

**G. Projection of Allocated Tax Increment Received by the IRFD**

The financing section must include a projection of the amount of tax increment expected to be allocated to the IRFD.

The projection of Allocated Tax Increment that will be generated in the IRFD and allocated to the IRFD is attached as Rider #1 to this IFP.

**H. Plan for Financing Facilities**

The financing section must include the projected sources of financing for the Facilities, including debt to be repaid with Allocated Tax Increment.

The plan for financing the Facilities is presented in Table 1 of this IFP. As summarized in Exhibit A below, it is anticipated that the Facilities will be financed with a combination of Allocated Tax Increment from the IRFD used on a pay-go basis and bond proceeds secured and payable from Allocated Tax Increment. Table 1 and Exhibit A address the portion of the Facilities to be financed by tax increment and do not address any other sources of funding that may be applied to the Facilities.

Assessed values and property tax amounts are projected in Table 2 of this IFP.

**Exhibit A**

<b>Anticipated Sources and Uses of Funds</b>		
	<b>2017/18 Dollars</b>	<b>Nominal Dollars</b>
<b>Anticipated Sources of Funds</b>		
Annual Tax Increment	\$70,170,000	\$157,922,000
Bond Proceeds	\$18,263,000	\$22,210,000
<b>Total Sources</b>	<b>\$88,433,000</b>	<b>\$180,132,000</b>
<b>Anticipated Uses of Funds</b>		
Bond Debt Service	\$33,158,000	\$61,718,000
Affordable Housing	\$18,969,000	\$23,091,000
General Fund [1]	\$36,306,000	\$95,323,000
<b>Total Uses</b>	<b>\$88,433,000</b>	<b>\$180,132,000</b>

**Notes**

[1] Excess tax increment is allocated to the General Fund.

This IFP does not project the anticipated costs of administering the IRFD, but the Port of San Francisco, as agent of the IRFD, expects to pay the costs of administering the IRFD with Allocated Tax Increment from the IRFD.

**I. Tax Increment Limit**

The financing section must include a limit on the total number of dollars of tax increment that may be allocated to the IRFD pursuant to the IFP, subject to amendment of the IFP.

The tax increment limit for the IRFD is initially established at \$315.8 million. This limit reflects the projected total Allocated Tax Increment of \$157.9 million plus a contingency factor of 100% to account for variables such as higher assessed values of taxable property due to resales.

**J. Time Limits**

The financing section must include the following time limits:

A date on which the effectiveness of the infrastructure financing plan and all tax increment allocations to the IRFD will end not to exceed 40 years from the date the ordinance forming the IRFD is adopted or a later date specified in the ordinance on which the tax increment allocation will begin.

For the IRFD, the following is the applicable time limit:

- Date on which the effectiveness of the infrastructure financing plan with respect to the IRFD and all tax increment allocations to IRFD will end: ***the final day of the 40th fiscal year after the fiscal year in which Allocated Tax Increment is first allocated to the IRFD.***

## **K. Cost, Revenue , and Fiscal Impact Analysis**

The financing section must include an analysis of: (a) the costs to the City's General Fund for providing facilities and services to the IRFD while the IRFD is being developed and after it is developed and (b) the taxes, fees, charges, and other revenues expected to be received by the City's General Fund as a result of expected development in the IRFD.

1. Costs to the City's General Fund for providing facilities and services to the IRFD while it is being developed and after the IRFD is developed.

Estimates of costs to the City's General Fund for providing facilities and services to the IRFD, while it is being developed and after it is developed are detailed in Attachment 3: "Fiscal and Economic Impact Analysis Update – Pier 70 Mixed Use Development Project" and summarized in the following Exhibit B and Exhibit C, which are sourced from Attachment 3. As shown, the annual cost to the City's General Fund to provide services to the IRFD is estimated to approximate \$138,000 in 2017 dollars. Service costs during the construction period are also estimated at \$138,000 annually in 2017 dollars. General Fund costs are comprised of costs to provide police, fire, and emergency medical services to the project. The cost of maintaining and operating parks, open spaces, and roads will not be funded by the General Fund. These costs will be funded by a CFD services tax.

2. Taxes, fees, charges and other revenues expected to be received by the City's General Fund as a result of expected development in the IRFD.

Taxes, fees, charges and other revenues expected to be received by the City's General Fund as a result of expected development in the IRFD are detailed in Attachment 3: "Fiscal and Economic Impact Analysis Update – Pier 70 Mixed Use Development Project" and summarized in the following Exhibit C. As shown, upon stabilization, the IRFD is anticipated to generate annually \$386,400 of revenue to the City's General Fund.

As shown in Exhibit C, it is estimated that the IRFD will annually generate a net fiscal surplus to the City's General Fund of \$248,400 per year expressed in 2017 dollars.

## **L. Plan for Financing Potential Costs for Projects Located in IRFD and Qualified for Transit Priority Project Program**

Currently, the projects to be developed within the boundaries of the IRFD have not been qualified for the Transit Priority Project Program. However, to the extent that, in the future, one or more of these projects is qualified for the Transit Priority Project Program, a plan for financing any potential costs that may be incurred by reimbursing a developer of a project may be established at that point in time.

## **M. Plan for Providing Replacement of Removed or Destroyed Low- or Moderate-Income Dwelling Units and Relocation of Low- or Moderate-Income Persons or Families**

There are no existing dwelling units within the area of the IRFD. Accordingly, inclusion of a plan for providing replacement of dwelling units and relocation of persons or families is not applicable to this IFP.

**Exhibit B: Annual Service Costs During Development (2017 \$)**

Area/Service	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031
<b>IFD</b>											
<b>Pier 70 28-acre Waterfront Site</b>											
Parks and Open Space	<i>Funded by Project Assessments</i>										
Roads	<i>Funded by Project Assessments</i>										
Police	(33,364)	(117,608)	(200,072)	(228,817)	(228,817)	(377,175)	(466,786)	(532,781)	(699,767)	(744,419)	(849,000)
Fire/EMS	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>	<u>(853,000)</u>
Total, Pier 70	(886,364)	(970,608)	(1,053,072)	(1,081,817)	(1,081,817)	(1,230,175)	(1,319,786)	(1,385,781)	(1,552,767)	(1,597,419)	(1,702,000)
<b>20th/Illinois</b>											
Parks and Open Space	<i>Funded by Project Assessments</i>										
Roads	<i>Funded by Project Assessments</i>										
Police	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)	(52,000)
Fire/EMS	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>	<u>(52,000)</u>
Total, 20th/Illinois	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)	(104,000)
TOTAL IFD	(990,364)	(1,074,608)	(1,157,072)	(1,185,817)	(1,185,817)	(1,334,175)	(1,423,786)	(1,489,781)	(1,656,767)	(1,701,419)	(1,806,000)
<b>IRFD</b>											
<b>Hoedown Yard</b>											
Parks and Open Space	<i>Funded by Project Assessments</i>										
Roads	<i>Funded by Project Assessments</i>										
Police	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)	(69,000)
Fire/EMS	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>	<u>(69,000)</u>
Total, 20th/Illinois	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)
TOTAL IRFD	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)	(138,000)
<b>TOTAL, SERVICE COSTS</b>	<b>(1,128,364)</b>	<b>(1,212,608)</b>	<b>(1,295,072)</b>	<b>(1,323,817)</b>	<b>(1,323,817)</b>	<b>(1,472,175)</b>	<b>(1,561,786)</b>	<b>(1,627,781)</b>	<b>(1,794,767)</b>	<b>(1,839,419)</b>	<b>(1,944,000)</b>

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**Exhibit C: Estimated Annual Net General Revenues and Expenditures (2017 \$)**

Item	IFD		IFD Annual Total	IRFD Hoedown Yard	SUD Annual Total
	Pier 70 28-acre Waterfront Site	20th/Illinois St.			
<b>Annual General Revenue</b>					
Property Tax in Lieu of VLF	\$1,729,000	\$225,000	1,954,000	\$310,000	2,264,000
Property Transfer Tax	2,231,000	\$204,000	2,435,000	\$0	2,435,000
Sales Tax	772,000	\$96,000	868,000	\$129,000	997,000
Parking Tax (City 20% share)	0	\$0	0	\$0	0
Gross Receipts Tax	<u>7,007,000</u>	<u>\$2,000</u>	<u>7,009,000</u>	<u>\$44,000</u>	<u>7,053,000</u>
<b>Subtotal, General Revenue</b>	<b>\$11,739,000</b>	<b>\$527,000</b>	<b>\$12,266,000</b>	<b>\$483,000</b>	<b>\$12,749,000</b>
(less) 20% Charter Mandated Baseline	<u>(\$2,347,800)</u>	<u>(\$105,400)</u>	<u>(\$2,453,200)</u>	<u>(\$96,600)</u>	<u>(\$2,549,800)</u>
<b>Net to General Fund</b>	<b>\$9,391,200</b>	<b>\$421,600</b>	<b>\$9,812,800</b>	<b>\$386,400</b>	<b>\$10,199,200</b>
<b>Public Services Expenditures</b>					
Parks and Open Space					
Roads					
Police	(849,000)	(52,000)	(901,000)	(69,000)	(969,000)
Fire/EMS (net of fees and charges)	<u>(853,000)</u>	<u>(52,000)</u>	<u>(905,000)</u>	<u>(69,000)</u>	<u>(974,000)</u>
<b>Subtotal, Services</b>	<b>(\$1,702,000)</b>	<b>(\$104,000)</b>	<b>(\$1,806,000)</b>	<b>(\$138,000)</b>	<b>(\$1,943,000)</b>
<b>NET General Revenues</b>	<b>\$7,689,200</b>	<b>\$317,600</b>	<b>\$8,006,800</b>	<b>\$248,400</b>	<b>\$8,256,200</b>
<b>Annual Other Dedicated and Restricted Revenue</b>					
Public Safety Sales Tax	\$386,000	\$48,000	434,000	\$65,000	499,000
SF Cnty Transportation Auth'y Sales Tax	<u>\$386,000</u>	<u>\$48,000</u>	<u>434,000</u>	<u>\$65,000</u>	<u>499,000</u>
<b>Subtotal</b>	<b>\$772,000</b>	<b>\$96,000</b>	<b>\$868,000</b>	<b>\$130,000</b>	<b>\$998,000</b>
Possessory Interest/Property Taxes (1)	\$17,328,000	\$2,253,000	\$19,581,000	\$3,111,000	\$22,692,000
<b>TOTAL, Net General + Other Revenues</b>	<b>\$25,789,200</b>	<b>\$2,666,600</b>	<b>\$28,455,800</b>	<b>\$3,489,400</b>	<b>\$31,946,200</b>

(1) Until project infrastructure costs are fully paid, the full \$0.65 per property tax dollar generated from the site will be utilized to fund bond debt service and on a pay-go basis fund infrastructure costs through an IFD/IRFD approved by the Board of Supervisors. The \$0.65 represents the General Fund and dedicated funds share; total IFD revenues available for infrastructure will also include the State's share that currently is distributed to ERAF. The IRFD (Hoedown Yard parcels) will only receive the General Fund share to pay for Project costs.

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**Rider #1**  
**PROJECTION OF ALLOCATED TAX INCREMENT, IRFD (HOEDOWN YARD)**

FY 2017/18	Base Year - \$0
FY 2024/25 <sup>1</sup>	\$1,830,000
FY 2025/26	\$1,867,000
FY 2026/27	\$2,748,000
FY 2027/28	\$2,803,000
FY 2028/29	\$2,859,000
FY 2029/30	\$2,917,000
FY 2030/31	\$2,975,000
FY 2031/32	\$3,034,000
FY 2032/33	\$3,095,000
FY 2033/34	\$3,157,000
FY 2034/35	\$3,220,000
FY 2035/36	\$3,285,000
FY 2036/37	\$3,350,000
FY 2037/38	\$3,417,000
FY 2038/39	\$3,486,000
FY 2039/40	\$3,555,000
FY 2040/41	\$3,626,000
FY 2041/42	\$3,699,000
FY 2042/43	\$3,773,000
FY 2043/44	\$3,848,000
FY 2044/45	\$3,925,000
FY 2045/46	\$4,004,000
FY 2046/47	\$4,084,000
FY 2047/48	\$4,166,000
FY 2048/49	\$4,249,000
FY 2049/50	\$4,334,000

<sup>1</sup> For purposes of illustration only. The actual commencement date for Allocated Tax Increment to the IRFD will be the date the ordinance forming the IRFD is adopted or a later date specified in the ordinance on which the tax increment allocation will begin.

Rider #1 Continued

FY 2050/51	\$4,421,000
FY 2051/52	\$4,509,000
FY 2052/53	\$4,599,000
FY 2053/54	\$4,691,000
FY 2054/55	\$4,785,000
FY 2055/56	\$4,881,000
FY 2056/57	\$4,978,000
FY 2057/58	\$5,078,000
FY 2058/59	\$5,179,000
FY 2059/60	\$5,283,000
FY 2060/61	\$5,389,000
FY 2061/62	\$5,496,000
FY 2062/63	\$5,606,000
FY 2063/64	\$5,718,000
Cumulative Total, Rounded	\$157,919,000

**Table 1  
Sources and Uses of Funds  
Infrastructure Financing Plan  
Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)  
Port of San Francisco**

	Total 2017/18 Dollars	Total Nominal Dollars	Base Year FY 17/18	Year 1 FY 18/19	Year 2 FY 19/20	Year 3 FY 20/21	Year 4 FY 21/22	Year 5 FY 22/23	Year 6 FY 23/24	Year 7 FY 24/25
<b>Available Property /Possessory Interest Tax Increment Revenue to IRFD</b>										
General Fund 100%	\$70,169,875	\$157,921,600	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,830,400
Annual Total	\$70,169,875	\$157,921,600	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,830,400
<b>IRFD Sources of Funds</b>										
Annual Tax Increment	\$70,169,875	\$157,921,600	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,830,400
Bond Proceeds	\$18,263,334	\$22,209,740	\$0	\$0	\$0	\$0	\$0	\$0	\$15,200,399	\$0
Total Sources of Funds	\$88,433,209	\$180,131,340	\$0	\$0	\$0	\$0	\$0	\$0	\$15,200,399	\$1,830,400
<b>IRFD Uses of Funds</b>										
Bond Debt Service	\$33,158,008	\$61,717,349	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$1,407,983
Affordable Housing	\$18,969,149	\$23,091,174	\$0	\$0	\$0	\$0	\$0	\$0	\$15,200,399	\$422,417
General Fund [1]	\$36,306,052	\$95,322,818	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Uses of Funds	\$88,433,209	\$180,131,340	\$0	\$0	\$0	\$0	\$0	\$0	\$15,200,399	\$1,830,400
Net IRFD Fund Balance	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

**Notes**

[1] Excess tax increment is allocated to the General Fund.

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**Table 1  
Sources and Uses of Funds  
Infrastructure Financing Plan  
Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)  
Port of San Francisco**

	Year 8 FY 25/26	Year 9 FY 26/27	Year 10 FY 27/28	Year 11 FY 28/29	Year 12 FY 29/30	Year 13 FY 30/31	Year 14 FY 31/32	Year 15 FY 32/33	Year 16 FY 33/34	Year 17 FY 34/35	
<b>Available Property /Possessory Interest Tax Increment Revenue to IRFD</b>											
General Fund	100%	\$1,867,000	\$2,748,400	\$2,803,300	\$2,859,400	\$2,916,600	\$2,974,900	\$3,034,400	\$3,095,100	\$3,157,000	\$3,220,100
Annual Total		\$1,867,000	\$2,748,400	\$2,803,300	\$2,859,400	\$2,916,600	\$2,974,900	\$3,034,400	\$3,095,100	\$3,157,000	\$3,220,100
<b>IRFD Sources of Funds</b>											
Annual Tax Increment		\$1,867,000	\$2,748,400	\$2,803,300	\$2,859,400	\$2,916,600	\$2,974,900	\$3,034,400	\$3,095,100	\$3,157,000	\$3,220,100
Bond Proceeds		\$7,009,342	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
<b>Total Sources of Funds</b>		<b>\$8,876,342</b>	<b>\$2,748,400</b>	<b>\$2,803,300</b>	<b>\$2,859,400</b>	<b>\$2,916,600</b>	<b>\$2,974,900</b>	<b>\$3,034,400</b>	<b>\$3,095,100</b>	<b>\$3,157,000</b>	<b>\$3,220,100</b>
<b>IRFD Uses of Funds</b>											
Bond Debt Service		\$1,407,983	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245
Affordable Housing		\$7,468,359	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
General Fund [1]		\$0	\$691,155	\$746,055	\$802,155	\$859,355	\$917,655	\$977,155	\$1,037,855	\$1,099,755	\$1,162,855
<b>Total Uses of Funds</b>		<b>\$8,876,342</b>	<b>\$2,748,400</b>	<b>\$2,803,300</b>	<b>\$2,859,400</b>	<b>\$2,916,600</b>	<b>\$2,974,900</b>	<b>\$3,034,400</b>	<b>\$3,095,100</b>	<b>\$3,157,000</b>	<b>\$3,220,100</b>
Net IRFD Fund Balance		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

**Notes**

[1] Excess tax increment is allocated to the General Fund.

**Table 1**  
**Sources and Uses of Funds**  
**Infrastructure Financing Plan**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

	Year 18 FY 35/36	Year 19 FY 36/37	Year 20 FY 37/38	Year 21 FY 38/39	Year 22 FY 39/40	Year 23 FY 40/41	Year 24 FY 41/42	Year 25 FY 42/43	Year 26 FY 43/44	Year 27 FY 44/45	
<b>Available Property / Possessory Interest Tax Increment Revenue to IRFD</b>											
General Fund	100%	\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400	\$3,925,300
Annual Total		\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400	\$3,925,300
<b>IRFD Sources of Funds</b>											
Annual Tax Increment		\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400	\$3,925,300
Bond Proceeds		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Sources of Funds		\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400	\$3,925,300
<b>IRFD Uses of Funds</b>											
Bond Debt Service		\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245
Affordable Housing		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
General Fund [1]		\$1,227,355	\$1,292,955	\$1,359,955	\$1,428,355	\$1,498,055	\$1,569,155	\$1,641,655	\$1,715,655	\$1,791,155	\$1,868,055
Total Uses of Funds		\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400	\$3,925,300
Net IRFD Fund Balance		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

**Notes**

[1] Excess tax increment is allocated to the General Fund.

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**Table 1**  
**Sources and Uses of Funds**  
**Infrastructure Financing Plan**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

	Year 28 FY 45/46	Year 29 FY 46/47	Year 30 FY 47/48	Year 31 FY 48/49	Year 32 FY 49/50	Year 33 FY 50/51	Year 34 FY 51/52	Year 35 FY 52/53	Year 36 FY 53/54	Year 37 FY 54/55	
<b>Available Property /Possessory Interest Tax Increment Revenue to IRFD</b>											
General Fund	100%	\$4,003,800	\$4,083,900	\$4,165,600	\$4,248,900	\$4,333,900	\$4,420,600	\$4,509,000	\$4,599,200	\$4,691,100	\$4,785,000
Annual Total		\$4,003,800	\$4,083,900	\$4,165,600	\$4,248,900	\$4,333,900	\$4,420,600	\$4,509,000	\$4,599,200	\$4,691,100	\$4,785,000
<b>IRFD Sources of Funds</b>											
Annual Tax Increment		\$4,003,800	\$4,083,900	\$4,165,600	\$4,248,900	\$4,333,900	\$4,420,600	\$4,509,000	\$4,599,200	\$4,691,100	\$4,785,000
Bond Proceeds		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
<b>Total Sources of Funds</b>		<b>\$4,003,800</b>	<b>\$4,083,900</b>	<b>\$4,165,600</b>	<b>\$4,248,900</b>	<b>\$4,333,900</b>	<b>\$4,420,600</b>	<b>\$4,509,000</b>	<b>\$4,599,200</b>	<b>\$4,691,100</b>	<b>\$4,785,000</b>
<b>IRFD Uses of Funds</b>											
Bond Debt Service		\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$2,057,245	\$649,262
Affordable Housing		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
General Fund [1]		\$1,946,555	\$2,026,655	\$2,108,355	\$2,191,655	\$2,276,655	\$2,363,355	\$2,451,755	\$2,541,955	\$2,633,855	\$4,135,738
<b>Total Uses of Funds</b>		<b>\$4,003,800</b>	<b>\$4,083,900</b>	<b>\$4,165,600</b>	<b>\$4,248,900</b>	<b>\$4,333,900</b>	<b>\$4,420,600</b>	<b>\$4,509,000</b>	<b>\$4,599,200</b>	<b>\$4,691,100</b>	<b>\$4,785,000</b>
<b>Net IRFD Fund Balance</b>		<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

**Notes**

[1] Excess tax increment is allocated to the General Fund.

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**Table 1**  
**Sources and Uses of Funds**  
**Infrastructure Financing Plan**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

	Year 38 FY 55/56	Year 39 FY 56/57	Year 40 FY 57/58	Year 41 FY 58/59	Year 42 FY 59/60	Year 43 FY 60/61	Year 44 FY 61/62	Year 45 FY 62/63	Year 46 FY 63/64
<b>Available Property /Possessory Interest Tax Increment Revenue to IRFD</b>									
General Fund 100%	\$4,880,700	\$4,978,300	\$5,077,800	\$5,179,400	\$5,283,000	\$5,388,700	\$5,496,400	\$5,606,400	\$5,718,500
Annual Total	\$4,880,700	\$4,978,300	\$5,077,800	\$5,179,400	\$5,283,000	\$5,388,700	\$5,496,400	\$5,606,400	\$5,718,500
<b>IRFD Sources of Funds</b>									
Annual Tax Increment	\$4,880,700	\$4,978,300	\$5,077,800	\$5,179,400	\$5,283,000	\$5,388,700	\$5,496,400	\$5,606,400	\$5,718,500
Bond Proceeds	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
<b>Total Sources of Funds</b>	<b>\$4,880,700</b>	<b>\$4,978,300</b>	<b>\$5,077,800</b>	<b>\$5,179,400</b>	<b>\$5,283,000</b>	<b>\$5,388,700</b>	<b>\$5,496,400</b>	<b>\$5,606,400</b>	<b>\$5,718,500</b>
<b>IRFD Uses of Funds</b>									
Bond Debt Service	\$649,262	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Affordable Housing	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
General Fund [1]	\$4,231,438	\$4,978,300	\$5,077,800	\$5,179,400	\$5,283,000	\$5,388,700	\$5,496,400	\$5,606,400	\$5,718,500
<b>Total Uses of Funds</b>	<b>\$4,880,700</b>	<b>\$4,978,300</b>	<b>\$5,077,800</b>	<b>\$5,179,400</b>	<b>\$5,283,000</b>	<b>\$5,388,700</b>	<b>\$5,496,400</b>	<b>\$5,606,400</b>	<b>\$5,718,500</b>
<b>Net IRFD Fund Balance</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>

**Notes**

[1] Excess tax increment is allocated to the General Fund.

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**Table 2**  
**Assessed Value and Property Tax Projection**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

Property Tax Projection		NPV	FY 24/25	FY 25/26	FY 26/27	FY 27/28	FY 28/29	FY 29/30	FY 30/31	FY 31/32	FY 32/33	FY 33/34
Incremental AV on Tax Roll (\$1,000s)			\$283,388	\$289,054	\$425,515	\$434,015	\$442,700	\$451,556	\$460,582	\$469,794	\$479,192	\$488,775
Property Tax Increment at 1%	1.0%	\$108,638,914	\$2,833,875	\$2,890,540	\$4,255,148	\$4,340,146	\$4,427,001	\$4,515,560	\$4,605,821	\$4,697,941	\$4,791,918	\$4,887,754
Property Tax Distributed to IRFD												
General Fund	64.59%	\$70,169,875	\$1,830,400	\$1,867,000	\$2,748,400	\$2,803,300	\$2,859,400	\$2,916,600	\$2,974,900	\$3,034,400	\$3,095,100	\$3,157,000
Total	64.59%	\$70,169,875	\$1,830,400	\$1,867,000	\$2,748,400	\$2,803,300	\$2,859,400	\$2,916,600	\$2,974,900	\$3,034,400	\$3,095,100	\$3,157,000

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**Table 2**  
**Assessed Value and Property Tax Projection**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

Property Tax Projection	NPV	FY 34/35	FY 35/36	FY 36/37	FY 37/38	FY 38/39	FY 39/40	FY 40/41	FY 41/42	FY 42/43	FY 43/44	
Incremental AV on Tax Roll (\$1,000s)		\$498,545	\$508,531	\$518,687	\$529,060	\$539,650	\$550,441	\$561,449	\$572,674	\$584,131	\$595,820	
Property Tax Increment at 1%	1.0%	\$108,638,914	\$4,985,447	\$5,085,307	\$5,186,871	\$5,290,602	\$5,396,501	\$5,504,412	\$5,614,491	\$5,726,738	\$5,841,307	\$5,958,198
Property Tax Distributed to IRFD												
General Fund	64.59%	\$70,169,875	\$3,220,100	\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400
Total	64.59%	\$70,169,875	\$3,220,100	\$3,284,600	\$3,350,200	\$3,417,200	\$3,485,600	\$3,555,300	\$3,626,400	\$3,698,900	\$3,772,900	\$3,848,400

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**Table 2**  
**Assessed Value and Property Tax Projection**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

Property Tax Projection		NPV	FY 44/45	FY 45/46	FY 46/47	FY 47/48	FY 48/49	FY 49/50	FY 50/51	FY 51/52	FY 52/53	FY 53/54
Incremental AV on Tax Roll (\$1,000s)			\$607,726	\$619,879	\$632,281	\$644,930	\$657,826	\$670,986	\$684,409	\$698,096	\$712,061	\$726,289
Property Tax Increment at 1%	1.0%	\$108,638,914	\$6,077,257	\$6,198,792	\$6,322,805	\$6,449,296	\$6,578,263	\$6,709,862	\$6,844,094	\$6,980,957	\$7,120,607	\$7,262,889
Property Tax Distributed to IRFD												
General Fund	64.59%	\$70,169,875	\$3,925,300	\$4,003,800	\$4,083,900	\$4,165,600	\$4,248,900	\$4,333,900	\$4,420,600	\$4,509,000	\$4,599,200	\$4,691,100
Total	64.59%	\$70,169,875	\$3,925,300	\$4,003,800	\$4,083,900	\$4,165,600	\$4,248,900	\$4,333,900	\$4,420,600	\$4,509,000	\$4,599,200	\$4,691,100

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**Table 2**  
**Assessed Value and Property Tax Projection**  
**Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard)**  
**Port of San Francisco**

Property Tax Projection	NPV	FY 54/55	FY 55/56	FY 56/57	FY 57/58	FY 58/59	FY 59/60	FY 60/61	FY 61/62	FY 62/63	FY 63/64	
Incremental AV on Tax Roll (\$1,000s)		\$740,827	\$755,643	\$770,754	\$786,159	\$801,889	\$817,928	\$834,293	\$850,968	\$867,998	\$885,354	
Property Tax Increment at 1%	1.0%	\$108,638,914	\$7,408,268	\$7,556,433	\$7,707,540	\$7,861,588	\$8,018,888	\$8,179,285	\$8,342,932	\$8,509,676	\$8,679,981	\$8,853,538
Property Tax Distributed to IRFD												
General Fund	64.59%	\$70,169,875	\$4,785,000	\$4,880,700	\$4,978,300	\$5,077,800	\$5,179,400	\$5,283,000	\$5,388,700	\$5,496,400	\$5,606,400	\$5,718,500
Total	64.59%	\$70,169,875	\$4,785,000	\$4,880,700	\$4,978,300	\$5,077,800	\$5,179,400	\$5,283,000	\$5,388,700	\$5,496,400	\$5,606,400	\$5,718,500

2150



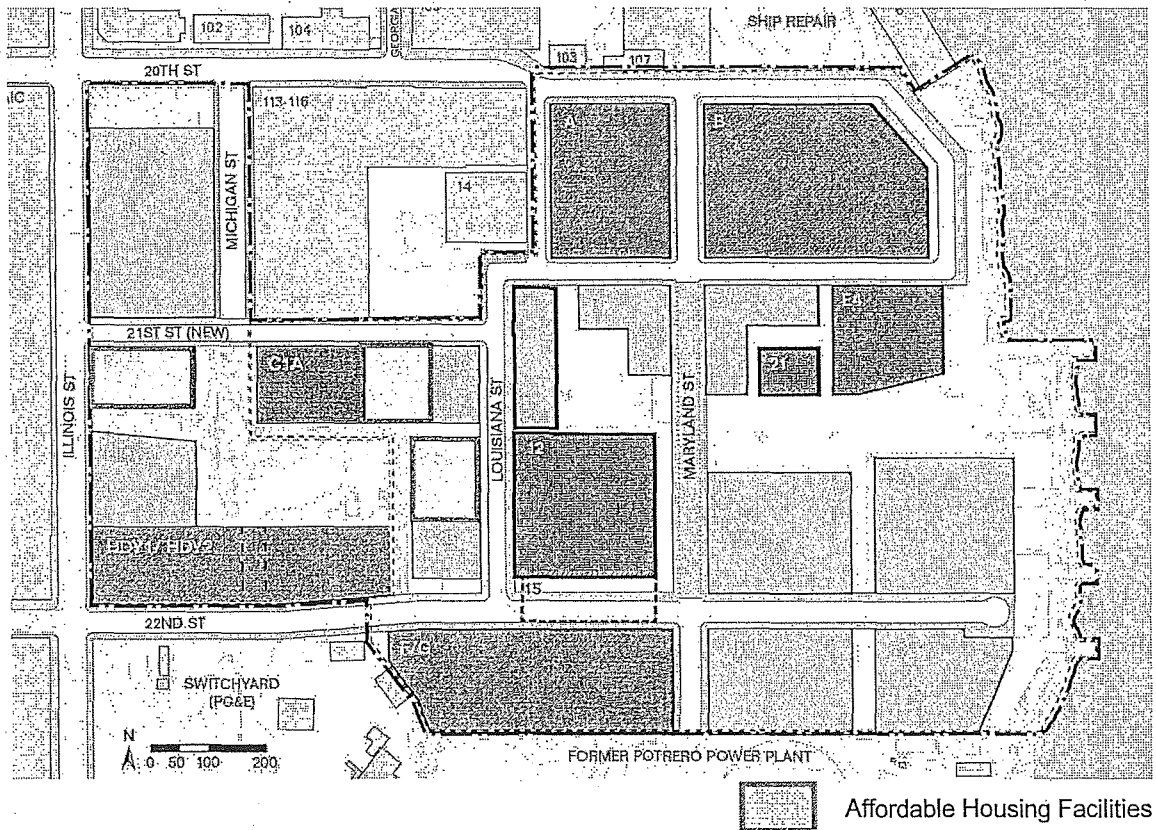
## Attachment 1:

### Facilities Map and Description

#### Facilities Map

Under the Disposition and Development Agreement between the City and County of San Francisco and FC Pier 70, LLC ("**Developer**"), the Developer must deliver three completed affordable housing parcels suitable to accommodate new residential buildings, and supporting infrastructure and amenities, that will accommodate not less than 321 below-market-rate ("**BMR**") residential units. The Developer has preliminarily selected, and the Port and the Mayor's Office of Housing and Community Development ("**MOHCD**") have approved Parcel C1B, Parcel C2A, and Parcel K South as the affordable housing parcels. If the Port and MOHCD subsequently approve other parcels as the affordable housing parcels, then Attachment 1 shall be deemed to have been amended to reflect such alternative parcels.

#### Pier 70 Parcelization Plan



#### Description of Facilities

##### Parcel C2A:

- New residential building with supporting infrastructure and amenities designed to accommodate 105 BMR residential units and to support typical affordable housing unit

sizes, an appropriate mix of bedrooms, and requirements for additional supportive space at the ground floor.

- Projected Affordability Level: Units will be affordable to households at 60% of area median income or below
- Delivery Term: Phase I of Pier 70 mixed-use project (estimated 2018-2019)
- Estimated Cost: \$32-\$33 million (in 2017 \$)

Parcel K South (PKS):

- New residential building with supporting infrastructure and amenities designed to accommodate 80 BMR residential units and to support typical affordable housing unit sizes, an appropriate mix of bedrooms, and requirements for additional supportive space at the ground floor.
- Projected Affordability Level: Units will be affordable to households at 60% of area median income or below
- Delivery Term: Phase II of Pier 70 mixed-use project (estimated 2022-2024)
- Estimated Cost: \$25 million (in 2017 \$)

Parcel C1B:

- New residential building with supporting infrastructure and amenities designed to accommodate 138 BMR residential units and to support typical affordable housing unit sizes, an appropriate mix of bedrooms, and requirements for additional supportive space at the ground floor.
- Projected Affordability Level: Units will be affordable to households at 60% of area median income or below
- Delivery Term: Phase III of Pier 70 mixed-use project (estimated 2026-2028)
- Estimated Cost: \$43 million (in 2017 \$)

The timing, affordability levels, costs, and unit counts described are preliminary and may change; no amendment of this IFP shall be required to reflect any such changes as long as the Facilities meet the requirements of Section 53369.3(c) of the IRFD Law.

**Attachment 2:**

**Infrastructure and Revitalization Financing District Boundary Map and Legal Description  
(See Attached)**

**Attachment 3:**

**Fiscal and Economic Impact Analysis Update – Pier 70 Mixed Use Development Project  
(See Attached)**



# SAN FRANCISCO PLANNING DEPARTMENT

## Planning Commission Motion No. 19976

HEARING DATE: AUGUST 24, 2017

**Case No.:** 2014-001272ENV  
**Project Title:** Pier 70 Mixed-Use District Project  
**Zoning:** M-2 (Heavy Industrial) and P (Public)  
40-X and 65-X Height and Bulk Districts  
**Block/Lot:** Assessor's Block 4052/Lot 001, Block 4111/Lot 004  
Block 4120/Lot 002, and Block 4110/Lots 001 and 008A  
**Project Sponsor:** David Beaupre/Port of San Francisco  
[david.beaupre@sport.com](mailto:david.beaupre@sport.com), (415) 274-0539  
Kelly Pretzer/Forest City Development California, Inc.  
[KellyPretzer@forestcity.net](mailto:KellyPretzer@forestcity.net), (415) 593-4227  
**Staff Contact:** Melinda Hue -- (415) 575-9041  
[melinda.hue@sfgov.org](mailto:melinda.hue@sfgov.org)

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### ADOPTING FINDINGS RELATED TO THE CERTIFICATION OF A FINAL ENVIRONMENTAL IMPACT REPORT FOR THE PROPOSED PIER 70 MIXED-USE DISTRICT PROJECT.

MOVED, that the San Francisco Planning Commission (hereinafter "Commission") hereby CERTIFIES the final Environmental Impact Report identified as Case No. 2014-001272ENV, the "Pier 70 Mixed-Use District Project" (hereinafter "Project"), based upon the following findings:

- I. The City and County of San Francisco, acting through the Planning Department (hereinafter "Department") fulfilled all procedural requirements of the California Environmental Quality Act (Cal. Pub. Res. Code Section 21000 *et seq.*, hereinafter "CEQA"), the State CEQA Guidelines (Cal. Admin. Code Title 14, Section 15000 *et seq.*, hereinafter "CEQA Guidelines") and Chapter 31 of the San Francisco Administrative Code (hereinafter "Chapter 31").
  - A. The Department determined that an Environmental Impact Report (hereinafter "EIR") was required and provided public notice of that determination by publication in a newspaper of general circulation on May 6, 2015.
  - B. The Department held a public scoping meeting on May 28, 2015 in order to solicit public comment on the scope of the Project's environmental review.
  - C. On December 21, 2016, the Department published the Draft Environmental Impact Report (hereinafter "DEIR") and provided public notice in a newspaper of general circulation of the availability of the DEIR for public review and comment and of the date and time of the Planning

- Commission public hearing on the DEIR; this notice was mailed to the Department's list of persons requesting such notice.
- D. Notices of availability of the DEIR and of the date and time of the public hearing were posted near the project site on December 21, 2016.
- E. On December 21, 2016, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it, to those noted on the distribution list in the DEIR, and to government agencies, the latter both directly and through the State Clearinghouse.
- F. A Notice of Completion was filed with the State Secretary of Resources via the State Clearinghouse on December 21, 2016.
2. The Commission held a duly advertised public hearing on said DEIR on February 9, 2017 at which opportunity for public comment was given, and public comment was received on the DEIR. The period for acceptance of written comments ended on February 21, 2017.
  3. The Department prepared responses to comments on environmental issues received at the public hearing and in writing during the 60-day public review period for the DEIR, prepared revisions to the text of the DEIR in response to comments received or based on additional information that became available during the public review period, and corrected errors in the DEIR. This material was presented in a Comments and Responses document, published on August 9, 2017, distributed to the Commission and all parties who commented on the DEIR, and made available to others upon request at the Department.
  4. A Final Environmental Impact Report (hereinafter "FEIR") has been prepared by the Department, consisting of the DEIR, any consultations and comments received during the review process, any additional information that became available, and the Comments and Responses document all as required by law.
  5. Project EIR files have been made available for review by the Commission and the public. These files are available for public review at the Department at 1650 Mission Street, Suite 400, and are part of the record before the Commission.
  6. On August 24, 2017, the Commission reviewed and considered the information contained in the FEIR and hereby does find that the contents of said report and the procedures through which the FEIR was prepared, publicized, and reviewed comply with the provisions of CEQA, the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code.
  7. The Planning Commission hereby does find that the FEIR concerning File No. 2014-001272ENV reflects the independent judgement and analysis of the City and County of San Francisco, is adequate, accurate and objective, and that the Comments and Responses document contains no significant revisions to the DEIR that would require recirculation of the document pursuant to CEQA Guideline Section 15088.5, and hereby does CERTIFY THE COMPLETION of said FEIR in compliance with CEQA, the CEQA Guidelines and Chapter 31 of the San Francisco Administrative Code.

8. The Commission, in certifying the completion of said FEIR, hereby does find that the project described in the EIR would have the following significant unavoidable environmental impacts, which cannot be mitigated to a level of insignificance:
- A. TR-5: The Proposed Project would cause the 48 Quintara/24<sup>th</sup> Street bus route to exceed 85 percent capacity utilization in the a.m. and p.m. peak hours in both the inbound and outbound directions.
  - B. TR-12: The Proposed Project's loading demand during the peak loading hour would not be adequately accommodated by proposed on-site or off-street loading supply or in proposed on-street loading zones, which may create hazardous conditions or significant delays for transit, bicycles or pedestrians.
  - C. C-TR-4: The Proposed Project would contribute considerably to significant cumulative transit impacts on the 48 Quintara/24<sup>th</sup> Street and 22 Fillmore bus routes.
  - D. NO-2: Construction of the Proposed Project would cause a substantial temporary or periodic increase in ambient noise levels in the project vicinity above levels existing without the project.
  - E. NO-5: Operation of the Proposed Project would cause substantial permanent increases in ambient noise levels along some roadway segments in the project site vicinity.
  - F. C-NO-2: Operation of the Proposed Project, in combination with other cumulative development, would cause a substantial permanent increase in ambient noise levels in the project vicinity.
  - G. AQ-1: Construction of the Proposed Project would generate fugitive dust and criteria air pollutants, which would violate an air quality standard, contribute substantially to an existing or projected air quality violation, and result in a cumulatively considerable net increase in criteria air pollutants.
  - H. AQ-2: At project build-out, the Proposed Project would result in emissions of criteria air pollutants at levels that would violate an air quality standard, contribute to an existing or projected air quality violation, and result in a cumulatively considerable net increase in criteria air pollutants.
  - I. C-AQ-1: The Proposed Project, in combination with past, present, and reasonably foreseeable future development in the project area, would contribute to cumulative regional air quality impacts.
9. The Commission reviewed and considered the information contained in the FEIR prior to approving the Project.

Motion No. 19976  
August 24, 2017

CASE NO. 2014-001272ENV  
Pier 70 Mixed-Use District Project

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting of August 24, 2017.



Jonas P. Ionin  
Commission Secretary

AYES: Hillis, Richards, Johnson, Koppel, Melgar, Moore  
NOES: None  
ABSENT: Fong  
ADOPTED: August 24, 2017





**SAN FRANCISCO  
PLANNING DEPARTMENT**

**Planning Commission Resolution No. 19978**

HEARING DATE: AUGUST 24, 2017

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*Case No.:* 2014-001272GPA  
*Project Name:* Pier 70 Mixed-Use Project  
*Existing Zoning:* M-2 (Heavy Industrial) Zoning District  
P (Public) Zoning District  
40-X and 65-X Height and Bulk Districts  
*Block/Lot:* 4052/001, 4110/001 and 008A, 4111/004, 4120/002,  
*Proposed Zoning:* Pier 70 Mixed-Use Zoning District  
65-X and 90-X Height and Bulk Districts  
*Project Sponsor:* Port of San Francisco and Forest City Development California Inc.  
*Staff Contact:* Richard Sucre - (415) 575-9108  
[richard.sucre@sfgov.org](mailto:richard.sucre@sfgov.org)

RESOLUTION RECOMMENDING THAT THE BOARD OF SUPERVISORS APPROVE AMENDMENTS TO MAP NO. 04 AND MAP NO. 05 OF THE URBAN DESIGN ELEMENT OF GENERAL PLAN AND THE LAND USE INDEX OF THE GENERAL PLAN TO PROVIDE REFERENCE TO THE PIER 70 MIXED-USE PROJECT SPECIAL USE DISTRICT, AND MAKING FINDINGS OF CONSISTENCY WITH THE GENERAL PLAN AND PLANNING CODE SECTION 101.1, AND FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

WHEREAS, Section 4.105 of the Charter of the City and County of San Francisco provides to the Planning Commission the opportunity to periodically recommend General Plan Amendments to the Board of Supervisors; and

WHEREAS, pursuant to Planning Code Section 340(C), the Planning Commission ("Commission") initiated a General Plan Amendment for the Pier 70 Mixed-Use Project ("Project"), per Planning Commission Resolution No. 19949 on June 22, 2017;

WHEREAS, these General Plan Amendments would enable the Project. The Project includes new market-rate and affordable residential uses, commercial use, retail-arts-light industrial uses, parking, shoreline improvements, infrastructure development and street improvements, and public open space. Depending on the uses proposed, the Project would include between 1,645 to 3,025 residential units, a maximum of 1,102,250 to 2,262,350 gross square feet (gsf) of commercial-office use, and a maximum of 494,100 to 518,700 gsf of retail-light industrial-arts use. The Project also includes construction of transportation and circulation improvements, new and upgraded utilities and infrastructure, geotechnical and shoreline improvements, between 3,215 to 3,345 off-street parking spaces in proposed buildings and district parking structures, and nine acres of publicly-owned open space.

WHEREAS, the Project would construct new buildings that would range in height from 50 to 90 feet, as is consistent with Proposition F which was passed by the voters of San Francisco in November 2014.

WHEREAS, these General Plan Amendments would amend Map No. 04 "Urban Design Guidelines for Heights of Buildings" and Map No. 5 "Urban Design Guidelines for Bulk of Buildings" in the Urban Design Element to reference the Pier 70 Mixed-Use Project Special Use District, as well as update and amend the Land Use Index of the General Plan accordingly.

WHEREAS, this Resolution approving these General Plan Amendments is a companion to other legislative approvals relating to the Pier 70 Mixed-Use Project, including recommendation of approval of Planning Code Text Amendments and Zoning Map Amendments, approval of the Pier 70 SUD Design for Development and recommendation for approval of the Development Agreement.

WHEREAS, on August 24, 2017, the Planning Commission reviewed and considered the Final EIR for the Pier 70 Mixed Project (FEIR) and found the FEIR to be adequate, accurate and objective, thus reflecting the independent analysis and judgment of the Department and the Commission, and that the summary of comments and responses contained no significant revisions to the Draft EIR, and approved the FEIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

WHEREAS, on August 24, 2017, by Motion No. 19976, the Commission certified the Final Environmental Impact Report for the Pier 70 Mixed-Use Project as accurate, complete and in compliance with the California Environmental Quality Act ("CEQA").

WHEREAS, on August 24, 2017, the Commission by Motion No. 19977 approved California Environmental Quality Act (CEQA) Findings, including adoption of a Mitigation Monitoring and Reporting Program (MMRP), under Case No. 2014-001272ENV, for approval of the Project, which findings are incorporated by reference as though fully set forth herein.

WHEREAS, the CEQA Findings included adoption of a Mitigation Monitoring and Reporting Program (MMRP) as Attachment B, which MMRP is hereby incorporated by reference as though fully set forth herein and which requirements are made conditions of this approval.

WHEREAS, on July 20, 2017, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on General Plan Amendment Application Case No. 2014-001272GPA. At the public hearing on July 20, 2017, the Commission continued the adoption of the General Plan Amendment Application to the public hearing on August 24, 2017.

WHEREAS, a draft ordinance, substantially in the form attached hereto as Exhibit A, approved as to form, would amend Map No. 04 "Urban Design Guidelines for Heights of Buildings" and Map No. 05 "Urban Design Guidelines for Bulk of Buildings" in the Urban Design Element, and the Land Use Index of the General Plan.

**NOW THEREFORE BE IT RESOLVED**, that the Planning Commission hereby finds that the General Plan Amendments promote the public welfare, convenience and necessity for the following reasons:

1. The General Plan Amendments would help implement the Pier 70 Mixed-Use Project development, thereby evolving currently under-utilized industrial land for needed housing, commercial space, and parks and open space.
2. The General Plan Amendments would help implement the Pier 70 Mixed-Use Project, which in turn will provide employment opportunities for local residents during construction and post-occupancy, as well as community facilities and parks for new and existing residents.

3. The General Plan Amendments would help implement the Pier 70 Mixed-Use Project by enabling the creation of a mixed-use and sustainable neighborhood, with fully rebuilt infrastructure. The new neighborhood would improve the site's multi-modal connectivity to and integration with the surrounding City fabric, and connect existing neighborhoods to the City's central waterfront.
4. The General Plan Amendments would enable the construction of a new vibrant, safe, and connected neighborhood, including new parks and open spaces. The General Plan Amendments would help ensure a vibrant neighborhood with active streets and open spaces, high quality and well-designed buildings, and thoughtful relationships between buildings and the public realm, including the waterfront.
5. The General Plan Amendments would enable construction of new housing, including new on-site affordable housing, and new arts, retail and manufacturing uses. These new uses would create a new mixed-use neighborhood that would strengthen and complement nearby neighborhoods.
6. The General Plan Amendments would facilitate the preservation and rehabilitation of portions of the Union Iron Works Historic District—an important historic resource listed in the National Register of Historic Places.

AND BE IT FURTHER RESOLVED, that the Planning Commission finds these General Plan Amendments are in general conformity with the General Plan, and the Project and its approvals associated therein, all as more particularly described in Exhibit A to the Development Agreement on file with the Planning Department in Case No. 2014-001272DVA, are each on balance, consistent with the following Objectives and Policies of the General Plan, as it is proposed to be amended as described herein, and as follows:

### HOUSING ELEMENT

#### OBJECTIVE 1

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

#### POLICY 1.1

*Plan for the full range of housing needs in the City and County of San Francisco, especially affordable housing.*

#### POLICY 1.8

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

#### POLICY 1.10

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

The Project is a mixed-use development with between 1,645 and 3,025 dwelling units at full project build-out, which provides a wide range of housing options. As detailed in the Development Agreement, the Project exceeds the inclusionary affordable housing requirements.

of the Planning Code, through a partnership between the developer and the City to reach a 30% affordable level.

**OBJECTIVE 11.**

**SUPPORT AND RESPECT THE DIVERSE AND DISTINCT CHARACTER OF SAN FRANCISCO'S NEIGHBORHOODS.**

**POLICY 11.1**

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

**POLICY 11.2**

*Ensure implementation of accepted design standards in project approvals.*

**POLICY 11.7**

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

The Project, as described in the Development Agreement and controlled in the Design for Development (D4D), includes a program of substantial community benefits designed to revitalize a former industrial shipyard and complement the surrounding neighborhood. Through the standards and guidelines in the D4D, the Project would respect the character of existing historic resources while providing for a distinctly new and unique design. The Project retains three historic resources (Buildings 2, 12 and 21) and preserves the character of the Union Iron Works Historic District by providing for compatible new construction.

**OBJECTIVE 12.**

**BALANCE HOUSING GROWTH WITH ADEQUATE INFRASTRUCTURE THAT SERVES THE CITY'S GROWING POPULATION.**

**POLICY 12.1**

*Encourage new housing that relies on transit use and environmentally sustainable patterns of movement.*

**POLICY 12.2**

*Consider the proximity of quality of life elements, such as open space, child care, and neighborhood services, when developing new housing units.*

The Project appropriately balances housing with new and improved infrastructure and related public benefits.

The project site is located adjacent to a transit corridor, and is within proximity to major regional and local public transit. The Project includes incentives for the use of transit, walking and bicycling through its TDM program. In addition, the Project's streetscape design would enhance vehicular, bicycle and pedestrian access and connectivity through the site. The Project will establish a new bus line through the project site, and will provide an open-to-the-public shuttle.

Therefore, new residential and commercial buildings constructed as part of the Project would rely on transit use and environmentally sustainable patterns of movement.

The Project will provide over nine acres of new open space for a variety of activities, including an Irish Hill playground, a market square, a central commons, a minimum ½ acre active recreation on the rooftop of buildings, and waterfront parks along 1,380 feet of shoreline.

The Project includes substantial contributions related to quality of life elements such as open space, affordable housing, transportation improvements, childcare, schools, arts and cultural facilities and activities, workforce development, youth development, and historic preservation.

### COMMERCE AND INDUSTRY ELEMENT

#### **OBJECTIVE 1**

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

#### **POLICY 1.1**

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

The Project is intended to provide a distinct mixed-use development with residential, office, retail, cultural, and open space uses. The Project would leverage the Project site's location on the Central Waterfront and close proximity to major regional and local public transit by building a dense mixed-use development that allows people to work and live close to transit. The Project's buildings would be developed in a manner that reflects the Project's unique location in a former industrial shipyard. The Project would incorporate varying heights, massing and scale, maintaining a strong streetwall along streets, and focused attention around public open spaces. The Project would create a balanced commercial center with a continuum of floorplate sizes for a range of users, substantial new on-site open space, and sufficient density to support and activate the new active ground floor uses and open space in the Project.

The Project would help meet the job creation goals established in the City's Economic Development Strategy by generating new employment opportunities and stimulating job creation across all sectors. The Project would also construct high-quality housing with sufficient density to contribute to 24-hour activity on the Project site, while offering a mix of unit types, sizes, and levels of affordability to accommodate a range of potential residents. The Project would facilitate a vibrant, interactive ground plane for Project and neighborhood residents, commercial users, and the public, with public spaces that could accommodate a variety of events and programs, and adjacent ground floor building spaces that include elements such as transparent building frontages and large, direct access points to maximize circulation between, and cross-activation of, interior and exterior spaces.

#### **OBJECTIVE 2**

**MAINTAIN AND ENHANCE A SOUND AND DIVERSE ECONOMIC BASE AND FISCAL STRUCTURE FOR THE CITY.**

**POLICY 2.1**

*Seek to retain existing commercial and industrial activity, and to attract new such activity to the city.*

See above (Commerce and Industry Element Objective 1 and Policy 1.1) which explain the Project's contribution to the City's overall economic vitality.

**OBJECTIVE 3**

**PROVIDE EXPANDED EMPLOYMENT OPPORTUNITIES FOR CITY RESIDENTS, PARTICULARLY THE UNEMPLOYED AND ECONOMICALLY DISADVANTAGED.**

**POLICY 3.2**

*Promote measures designed to increase the number of San Francisco jobs held by San Francisco residents.*

The Project would help meet the job creation goals established in the City's Economic Development Strategy by generating new employment opportunities and stimulating job creation across all sectors. The Project will provide expanded employment opportunities for City residents at all employment levels, both during and after construction. The Development Agreement, as part of the extensive community benefit programs, includes focused workforce first source hiring – both construction and end-user – as well as a local business enterprise component.

**TRANSPORTATION ELEMENT**

**OBJECTIVE 2**

**USE THE TRANSPORTATION SYSTEM AS A MEANS FOR GUIDING DEVELOPMENT AND IMPROVING THE ENVIRONMENT.**

**POLICY 2.1**

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

**POLICY 2.5**

*Provide incentives for the use of transit, carpools, vanpools, walking and bicycling and reduce the need for new or expanded automobile and automobile parking facilities.*

The Project is located within a former industrial shipyard, and will provide new local, regional, and statewide transportation services. The Project is located in close proximity to the Caltrain Station on 22<sup>nd</sup> Street, and the Muni T-Line along 3<sup>rd</sup> Street. The Project includes a detailed TDM program, including various performance measures, physical improvements and monitoring and enforcement measures designed to create incentives for transit and other alternative to the single occupancy vehicle for both residential and commercial buildings. In addition, the Project's design, including its streetscape elements, is intended to promote and enhance walking and bicycling.

**OBJECTIVE 23**

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

**POLICY 23.1**

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

**POLICY 23.2**

*Widen sidewalks where intensive commercial, recreational, or institutional activity is present, sidewalks are congested, where sidewalks are less than adequately wide to provide appropriate pedestrian amenities, or where residential densities are high.*

**POLICY 23.6**

*Ensure convenient and safe pedestrian crossings by minimizing the distance pedestrians must walk to cross a street.*

The Project will re-establish a street network on the project site, and will provide pedestrian improvements and streetscape enhancement measures, as described in the D4D and reflected in the mitigation measures and Transportation Plan in the Development Agreement. The Project would establish 21<sup>st</sup> Street (between the existing 20<sup>th</sup> and 22<sup>nd</sup> Streets) and Maryland Street, which would function as a main north-south thoroughfare through the project site. Each of the new streets would have sidewalks and streetscape improvements as is consistent with the Better Streets Plan.

URBAN DESIGN ELEMENT

**OBJECTIVE 1**

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

**POLICY 1.1**

*Recognize and protect major views in the city, with particular attention to those of open space and water.*

As explained in the D4D, the Project uses a mix of scales and interior and exterior spaces, with this basic massing further articulated through carving and shaping the buildings to create views and variety on the project site, as well as pedestrian-friendly, engaging spaces on the ground. The Project maintains and opens view corridors to the waterfront.

**POLICY 1.2**

*Recognize, protect and reinforce the existing street pattern, especially as it is related to topography.*

**POLICY 1.3**

*Recognize that buildings, when seen together, produce a total effect that characterizes the city and its districts.*

The Project would re-establish the City's street pattern on the project site, and would construct new buildings, which would range in height from 50 and 90 feet. These new buildings would be viewed in conjunction with the three existing historic resources (Buildings 2, 12 and 21) on the project site, and the larger Union Iron Works Historic District. The Project would include new construction, which is sensitive to the existing historic context, and would be compatible, yet differentiated, from the historic district's character-defining features. The Project is envisioned as an extension of the Central Waterfront and Dogpatch neighborhoods.

**OBJECTIVE 2**

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

**POLICY 2.4**

*Preserve notable landmarks and areas of historic, architectural or aesthetic value, and promote the preservation of other buildings and features that provide continuity with past development.*

**POLICY 2.5**

*Use care in remodeling of older buildings, in order to enhance rather than weaken the original character of such buildings.*

The Project would revitalize a portion of a former industrial shipyard, and would preserve and rehabilitate important historic resources, including Buildings 2, 12 and 21, which contribute to the Union Iron Works Historic District, which is listed in the National Register of Historic Places. New construction would be designed to be compatible, yet differentiated, with the existing historic context.

**RECREATION AND OPEN SPACE ELEMENT**

**OBJECTIVE 1**

**ENSURE A WELL-MAINTAINED, HIGHLY UTILIZED, AND INTEGRATED OPEN SPACE SYSTEM.**

**POLICY 1.1**

*Encourage the dynamic and flexible use of existing open spaces and promote a variety of recreation and open space uses, where appropriate.*

**POLICY 1.7**

*Support public art as an essential component of open space design.*

The Project would build a network of waterfront parks, playgrounds and recreational facilities on the 28-Acre Site that, with development of the Illinois Street Parcels, will more than triple the amount of parks in the neighborhood. The Project will provide over nine acres of new open space for a variety of activities, including an Irish Hill playground, a market square, a central commons, a minimum ½ acre active recreation on the rooftop of buildings, and waterfront parks along 1,380 feet of shoreline. In addition, the Project would provide new private open space for each of the new dwelling units.



**POLICY 1.1.2**

*Preserve historic and culturally significant landscapes, sites, structures, buildings and objects.*

See Discussion in Urban Element Objective 2; Policy 2.4 and 2.5.

**OBJECTIVE 3**

**IMPROVE ACCESS AND CONNECTIVITY TO OPEN SPACE.**

**POLICY 3.1**

*Creatively develop existing publicly-owned right-of-ways and streets into open space.*

The Project provides nine acres of new public open space and opens up new connections to the shoreline in the Central Waterfront neighborhood. The Project would encourage non-automobile transportation to and from open spaces, and would ensure physical accessibility these open spaces to the extent feasible.

**CENTRAL WATERFRONT AREA PLAN**

**Objectives and Policies.**

**Land Use**

**OBJECTIVE 1.1**

**ENCOURAGE THE TRANSITION OF PORTIONS OF THE CENTRAL WATERFRONT TO A MORE MIXED-USE CHARACTER, WHILE PROTECTING THE NEIGHBORHOOD'S CORE OF PDR USES AS WELL AS THE HISTORIC DOGPATCH NEIGHBORHOOD.**

**POLICY 1.1.2**

*Revises land use controls in formerly industrial areas outside the core Central Waterfront industrial area, to create new mixed use areas, allowing mixed-income housing as a principal use, as well as limited amounts of retail, office, and research and development, while protecting against the wholesale displacement of PDR uses.*

**POLICY 1.1.7**

*Ensure that future development of the Port's Pier 70 Mixed Use Opportunity Site supports the Port's revenue-raising goals while remaining complementary to the maritime and industrial nature of the area.*

**POLICY 1.1.10**

*While continuing to protect traditional PDR functions that need large, inexpensive spaces to operate, also recognize that the nature of PDR businesses is evolving gradually, so that their production and distribution activities are becoming more integrated physically with their research, design and administrative functions.*

**OBJECTIVE 1.2**

IN AREAS OF THE CENTRAL WATERFRONT WHERE HOUSING AND MIXED-USE IS ENCOURAGED, MAXIMIZE DEVELOPMENT POTENTIAL IN KEEPING WITH NEIGHBORHOOD CHARACTER.

**POLICY 1.2.1**

Ensure that infill housing development is compatible with its surroundings.

**POLICY 1.2.2**

For new construction, and as part of major expansion of existing buildings in neighborhood commercial districts, require housing development over commercial. In other mixed-use districts encourage housing over commercial or PDR where appropriate.

**POLICY 1.2.3**

In general, where residential development is permitted, control residential density through building height and bulk guidelines and bedroom mix requirements.

**POLICY 1.2.4**

Identify portions of Central Waterfront where it would be appropriate to increase maximum heights for residential development.

**OBJECTIVE 1.4**

SUPPORT A ROLE FOR "KNOWLEDGE SECTOR" BUSINESSES IN APPROPRIATE PORTIONS OF THE CENTRAL WATERFRONT.

**POLICY 1.4.1**

Continue to permit manufacturing uses that support the Knowledge Sector in the Mixed Use and PDR districts of the Central Waterfront.

**POLICY 1.4.3**

Allow other Knowledge Sector office uses in portions of the Central Waterfront where it is appropriate.

**OBJECTIVE 1.7**

RETAIN THE CENTRAL WATERFRONT'S ROLE AS AN IMPORTANT LOCATION FOR PRODUCTION, DISTRIBUTION, AND REPAIR (PDR) ACTIVITIES.

**POLICY 1.7.3**

Require development of flexible buildings with generous floor-to-ceiling heights, large floor plates, and other features that will allow the structure to support various businesses.

**Housing**

**OBJECTIVE 2.1**

ENSURE THAT A SIGNIFICANT PERCENTAGE OF NEW HOUSING CREATED IN THE CENTRAL WATERFRONT IS AFFORDABLE TO PEOPLE WITH A WIDE RANGE OF INCOMES.

**POLICY 2.1.1**

*Require developers in some formally industrial areas to contribute towards the City's very low, low, moderate and middle income needs as identified in the Housing Element of the General Plan.*

**OBJECTIVE 2.3**

**REQUIRE THAT A SIGNIFICANT NUMBER OF UNITS IN NEW DEVELOPMENTS HAVE TWO OR MORE BEDROOMS EXCEPT SENIOR HOUSING AND SRO DEVELOPMENTS UNLESS ALL BELOW MARKET RATE UNITS ARE TWO OR MORE BEDROOM UNITS.**

**POLICY 2.3.1**

*Target the provision of affordable units for families.*

**POLICY 2.3.2**

*Prioritize the development of affordable family housing, both rental and ownership, particularly along transit corridors and adjacent to community amenities.*

**POLICY 2.3.3**

*Require that a significant number of units in new developments have two or more bedrooms, except Senior Housing and SRO developments.*

**POLICY 2.3.4**

*Encourage the creation of family supportive services, such as child care facilities, parks and recreation, or other facilities, in affordable housing or mixed-use developments.*

**Built Form**

**OBJECTIVE 3.1**

**PROMOTE AN URBAN FORM THAT REINFORCES THE CENTRAL WATERFRONT'S DISTINCTIVE PLACE IN THE CITY'S LARGER FORM AND STRENGTHENS ITS PHYSICAL FABRIC AND CHARACTER.**

**POLICY 3.1.1**

*Adopt heights that are appropriate for the Central Waterfront's location in the city, the prevailing street and block pattern, and the anticipated land uses, while producing buildings compatible with the neighborhood's character.*

**POLICY 3.1.2**

*Development should step down in height as it approaches the Bay to reinforce the city's natural topography and to encourage an active and public waterfront.*

**POLICY 3.1.6**

*New buildings should epitomize the best in contemporary architecture, but should do so with full awareness of, and respect for, the height, mass, articulation and materials of the best of the older buildings that surrounds them.*

**POLICY 3.1.9**

*Preserve notable landmarks and areas of historic, architectural or aesthetic value, and promote the preservation of other buildings and features that provide continuity with past development.*

**OBJECTIVE 3.2**

**PROMOTE AN URBAN FORM AND ARCHITECTURAL CHARACTER THAT SUPPORTS WALKING AND SUSTAINS A DIVERSE, ACTIVE AND SAFE PUBLIC REALM.**

**POLICY 3.2.1**

*Require high quality design of street-facing building exteriors.*

**POLICY 3.2.2**

*Make ground floor retail and PDR uses as tall, roomy and permeable as possible.*

**POLICY 3.2.5**

*Building form should celebrate corner locations.*

**OBJECTIVE 3.3**

**PROMOTE THE ENVIRONMENTAL SUSTAINABILITY, ECOLOGICAL FUNCTIONING AND THE OVERALL QUALITY OF THE NATURAL ENVIRONMENT IN THE PLAN AREA.**

**POLICY 3.3.1**

*Require new development to adhere to a new performance-based ecological evaluation tool to improve the amount and quality of green landscaping.*

**POLICY 3.3.3**

*Enhance the connection between building form and ecological sustainability by promoting use of renewable energy, energy-efficient building envelopes, passive heating and cooling, and sustainable materials.*

**Transportation**

**OBJECTIVE 4.1**

**IMPROVE PUBLIC TRANSIT TO BETTER SERVE EXISTING AND NEW DEVELOPMENT IN CENTRAL WATERFRONT.**

**POLICY 4.1.4**

*Reduce existing curb cuts where possible and restrict new curb cuts to prevent vehicular conflicts with transit on important transit and neighborhood commercial streets.*

**POLICY 4.1.6**

*Improve public transit in the Central Waterfront including cross-town routes and connections the 22nd Street Caltrain Station and Third Street Light Rail.*

**OBJECTIVE 4.3**

ESTABLISH PARKING POLICIES THAT IMPROVE THE QUALITY OF NEIGHBORHOODS AND REDUCE CONGESTION AND PRIVATE VEHICLE TRIPS BY ENCOURAGING TRAVEL BY NON-AUTO MODES

**POLICY 4.3.1**

For new residential development, provide flexibility by eliminating minimum off-street parking requirements and establishing reasonable parking caps.

**POLICY 4.3.2**

For new non-residential development, provide flexibility by eliminating minimum off-street parking requirements and establishing caps generally equal to the previous minimum requirements. For office uses, limit parking relative to transit accessibility.

**OBJECTIVE 4.4**

SUPPORT THE CIRCULATION NEEDS OF EXISTING AND NEW PDR AND MARITIME USES IN THE CENTRAL WATERFRONT

**POLICY 4.4.3**

In areas with a significant number of PDR establishments and particularly along Illinois Street, design streets to serve the needs and access requirements of trucks while maintaining a safe pedestrian and bicycle environment.

**OBJECTIVE 4.5**

CONSIDER THE STREET NETWORK IN CENTRAL WATERFRONT AS A CITY RESOURCE ESSENTIAL TO MULTI-MODAL MOVEMENT AND PUBLIC OPEN SPACE

**POLICY 4.5.2**

As part of a development project's open space requirement, require publicly-accessible alleys that break up the scale of large developments and allow additional access to buildings in the project.

**POLICY 4.5.4**

Extend and rebuild the street grid, especially in the direction of the Bay.

**OBJECTIVE 4.7**

IMPROVE AND EXPAND INFRASTRUCTURE FOR BICYCLING AS AN IMPORTANT MODE OF TRANSPORTATION

**POLICY 4.7.1**

Provide a continuous network of safe, convenient and attractive bicycle facilities connecting Central Waterfront to the citywide bicycle network and conforming to the San Francisco Bicycle Plan.

**POLICY 4.7.2**

Provide secure, accessible and abundant bicycle parking, particularly at transit stations, within shopping areas and at concentrations of employment.

**POLICY 4.7.3**

Support the establishment of the Blue-Greenway by including safe, quality pedestrian and bicycle connections from Central Waterfront.

Streets & Open Space

**OBJECTIVE 5.1**

PROVIDE PUBLIC PARKS AND OPEN SPACES THAT MEET THE NEEDS OF RESIDENTS, WORKERS AND VISITORS.

**POLICY 5.1.1**

Identify opportunities to create new public open spaces and provide at least one new public open space serving the Central Waterfront.

**POLICY 5.1.2**

Require new residential and commercial development to provide, or contribute to the creation of public open space.

**OBJECTIVE 5.4**

THE OPEN SPACE SYSTEM SHOULD BOTH BEAUTIFY THE NEIGHBORHOOD AND STRENGTHEN THE ENVIRONMENT

**POLICY 5.4.1**

Increase the environmental sustainability of Central Waterfront's system of public and private open spaces by improving the ecological functioning of all open space.

**POLICY 5.4.3**

Encourage public art in existing and proposed open spaces.

Historic Preservation

**OBJECTIVE 8.2**

PROTECT, PRESERVE, AND REUSE HISTORIC RESOURCES WITHIN THE CENTRAL WATERFRONT AREA PLAN

**POLICY 8.2.2**

*Apply the Secretary of the Interior's Standards for the Treatment of Historic Properties in conjunction with the Central Waterfront area plan and objectives for all projects involving historic or cultural resources.*

**OBJECTIVE 8.3**

**ENSURE THAT HISTORIC PRESERVATION CONCERNS CONTINUE TO BE AN INTEGRAL PART OF THE ONGOING PLANNING PROCESSES FOR THE CENTRAL WATERFRONT AREA PLAN**

**POLICY 8.3.1**

*Pursue and encourage opportunities, consistent with the objectives of historic preservation, to increase the supply of affordable housing within the Central Waterfront plan area.*

The Central Waterfront Area Plan anticipated a new mixed-use development at Pier 70. The Project is consistent with the objectives and policies of the Central Waterfront Plan, since the Project adaptively reuses a portion of a former industrial shipyard and provides a new mixed-use development with substantial community benefits, including nine acres of public open space, new streets and streetscape improvements, on-site affordable housing, rehabilitation of three historic buildings, and new arts, retail and light manufacturing uses. New construction will be appropriately designed to fit within the context of the Union Iron Works Historic District. In addition, the Project includes substantial transit and infrastructure improvements, including new on-site TDM program, facilities for a new public line through the project site, and a new open-to-the public shuttle service.

**AND BE IT FURTHER RESOLVED**, that the Planning Commission finds these General Plan Amendments are in general conformity with the Planning Code Section 101.1, and the Project and its approvals associated therein, all as more particularly described in Exhibit B to the Development Agreement on file with the Planning Department in Case No. 2014-001272DVA, are each on balance consistent with the following Objectives and Policies of the General Plan, as it is proposed to be amended as described herein, and as follows:

- 1) *That existing neighbor-serving retail uses will be preserved and enhanced, and future opportunities for resident employment in and ownership of such businesses enhanced;*

No neighborhood-serving retail uses are present on the Project site. Once constructed, the Project will contain major new retail, arts and light industrial uses that will provide opportunities for employment and ownership of retail businesses in the community. These new uses will serve nearby residents and the surrounding community. In addition, building tenants will patronize existing retail uses in the community (along 3<sup>rd</sup> Street and in nearby Dogpatch), thus enhancing the local retail economy. The Development Agreement includes commitments related to local hiring.

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

No existing housing will be removed for the construction of the Project, which will provide at full build-out between 1,645 and 3,025 new residential units. The Project is designed to revitalize a former industrial site and provide a varied land use program that is consistent with the surrounding Central Waterfront and Dogpatch neighborhoods, and the historic context of the Union Iron Works Historic District, which is listed in the National Register of Historic Places. The Project provides a new neighborhood complete with residential, office, retail, arts, and light manufacturing uses, along with new transit and street infrastructure, and public open space. The Project design is consistent with the historic context and provides a desirable, pedestrian-friendly experience with interactive and engaged ground floors. Thus, the Project would preserve and contribute to housing within the surrounding neighborhood and the larger City, and would otherwise preserve and be consistent with the neighborhood's industrial context.

*3) That the City's supply of affordable housing be preserved and enhanced;*

The construction of the Project will not remove any residential uses, since none exist on the project site. The Project will enhance the City's supply of affordable housing through its affordable housing commitments in the Development Agreement, which will result in total of 30% on-site affordable housing units.

*4) That commuter traffic not impede Muni transit service or overburden our streets or neighborhood parking;*

The Project would not impede transit service or overburden streets and neighborhood parking. The Project includes a robust transportation program with an on-site Transportation Demand Management (TDM) program, facilities to support a new bus line through the project site, an open-to-the-public shuttle service, and funding for new neighborhood-supporting transportation infrastructure.

The Project is also well served by public transit. The Project is located within close proximity to the MUNI T-Line Station along 3<sup>rd</sup> Street and the bus routes, which pick-up/drop-off at 20<sup>th</sup> and 3<sup>rd</sup>, and 23<sup>rd</sup> and 3<sup>rd</sup> Streets. In addition, the Project is located within walking distance to the 22nd Street Caltrain Station. Future residents would be afforded close proximity to bus or rail transit.

Lastly, the Project contains new space for vehicle parking to serve new parking demand. This will ensure that sufficient parking capacity is available so that the Project would not overburden neighborhood parking, while still implementing a rigorous TDM Plan to be consistent with the City's "transit first" policy for promoting transit over personal vehicle trips.

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

Although the Project would displace portions of an industrial use historically associated with the Bethlehem Steel and/or Union Iron Works, the Project provides a strong and diverse economic base by the varied land use program, which includes new commercial office, retail, arts, and light industrial uses. The Project balances between residential, non-residential and PDR (Production, Distribution and Repair) uses. Across the larger site at Pier 70 (outside of the project site), the Port of San Francisco has maintained the industrial shipyard operations (currently under lease by BAE). On the 28-Acre site, the Project includes light manufacturing and arts uses, in order to diversify the mix of goods and services within the



project site. The Project also includes a large workforce development program and protections for existing tenants/artists within the Noonan Building. All of these new uses will provide future opportunities for service-sector employment.

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

The Project will comply with all current structural and seismic requirements under the San Francisco Building Code and the Port of San Francisco.

- 7) *That landmarks and historic buildings be preserved;*

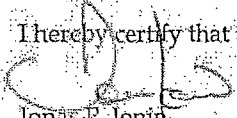
The Project would preserve and rehabilitate a portion of the Union Iron Works Historic District and three of its contributing resources: Buildings 2, 12 and 21. In addition, the Project includes standards and guidelines for new construction adjacent to and within the Union Iron Works Historic District, which is listed in the National Register of Historic Places. These standards and guidelines ensure compatibility of new construction with the character-defining features of the Union Iron Works Historic District, as guided by the Secretary of the Interior's Standards for the Treatment of Historic Properties. In addition, the Project preserves and provides access to an important cultural relic, Irish Hill, which has been identified as an important resource to the surrounding community.

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

The Project will improve access to the shoreline within the Central Waterfront neighborhood, and will provide 9-acres of new public open space. The Project will not affect any of the City's existing parks or open space or their access to sunlight and vistas. A shadow study was completed and concluded that the Project will not cast shadows on any property under the jurisdiction of, or designated for acquisition by, the Recreation and Park Commission.

**AND BE IT FURTHER RESOLVED**, that pursuant to Planning Code Section 340, the Commission recommends to the Board of Supervisors **APPROVAL** of the aforementioned General Plan Amendments. This approval is contingent on, and will be of no further force and effect until the date that the San Francisco Board of Supervisor has approved by resolution approving the Zoning Map Amendment, Planning Code Text Amendment, and Development Agreement.

I hereby certify that the Planning Commission **ADOPTED** the foregoing Resolution on August 24, 2017.

  
Jonas P. Ionin  
Commission Secretary

AYES: Hillis, Johnson, Koppel, Melgar, Moore and Richards

NAYES: None

ABSENT: Fong

ADOPTED: August 24, 2017

1 [Resolution Authorizing Executive Director of the Port of San Francisco to Prepare an  
2 Infrastructure Financing Plan - Infrastructure and Revitalization Financing District No.2  
(Hoedown Yard, Pier 70)]

3 **Resolution authorizing and directing the Executive Director of the Port of San**  
4 **Francisco, or designee thereof, to prepare an infrastructure financing plan for City and**  
5 **County of San Francisco Infrastructure and Revitalization Financing District No. 2**  
6 **(Hoedown Yard, Pier 70); determining other matters in connection therewith; and**  
7 **affirming the Planning Department's determination, and making findings under the**  
8 **California Environmental Quality Act.**

9  
10 NOTE: Additions are *single-underline italics Times New Roman*;  
11 deletions are *strike-through italics Times New Roman*.  
12 Board amendment additions are double-underlined;  
Board amendment deletions are ~~strikethrough-normal~~.

13 WHEREAS, Forest City Development California, Inc. (Forest City) and the City and  
14 County of San Francisco (the City), acting by and through the San Francisco Port  
15 Commission (the Port Commission), anticipate entering into a Disposition and Development  
16 Agreement (the DDA), which will govern the disposition and development of approximately 28  
17 acres of land in the waterfront area of the City known as Pier 70 (the Project Site); and

18 WHEREAS, In the general election held on November 4, 2014, an initiative entitled, the  
19 "Union Iron Works Historic District Housing, Waterfront Parks, Jobs and Preservation  
20 Initiative" (Proposition F), was approved by the voters in the City; and

21 WHEREAS, Pursuant to Proposition F, the voters in the City approved a policy of the  
22 City, that the City encourage the timely development of the Project Site with a development  
23 project that includes certain major uses, including without limitation, new below market-rate  
24 homes affordable to middle- and low-income families and individuals, representing 30 percent  
25 of all new housing units (Affordable Housing); and

1           WHEREAS, Forest City and the City anticipate that Forest City will undertake pursuant  
2 to the DDA an obligation to construct Affordable Housing on the Project Site and an area of  
3 land in the vicinity of the Project Site and within Pier 70 commonly known as Parcel K South  
4 (Parcel K South) to satisfy the requirements for Affordable Housing under Proposition F; and

5           WHEREAS, Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California  
6 Government Code, commencing with Section 53369 (the IRFD Law), this Board of  
7 Supervisors is authorized to establish an infrastructure and revitalization financing district and  
8 to act as the legislative body for an infrastructure and revitalization financing district; and

9           WHEREAS, Section 53369.14(d)(5) of the IRFD Law provides that the legislative body  
10 of a proposed infrastructure and revitalization financing district may specify, by ordinance, the  
11 date on which the allocation of tax increment will begin, and the Board of Supervisors  
12 accordingly wishes to specify the date on which the allocation of tax increment will begin for  
13 the proposed infrastructure district; and

14           WHEREAS, On the date hereof, pursuant to the IRFD Law and a resolution entitled  
15 "Resolution of intention to establish City and County of San Francisco Infrastructure and  
16 Revitalization Financing District No. 2 (Hoedown Yard) on land within the City and County of  
17 San Francisco commonly known as the Hoedown Yard to finance the construction of  
18 affordable housing within Pier 70 and Parcel K South; to call a public hearing on September  
19 11, 2018 on the formation of the district and to provide public notice thereof; determining other  
20 matters in connection therewith; and affirming the Planning Department's determination, and  
21 making findings under the California Environmental Quality Act" (the Resolution of Intention),  
22 this Board of Supervisors declared its intention to conduct proceedings to establish the "City  
23 and County of San Francisco Infrastructure and Revitalization Financing District No. 2  
24 (Hoedown Yard)" (the IRFD), pursuant to the IRFD Law; and  
25

1           WHEREAS, The IRFD Law requires this Board of Supervisors, after adopting the  
2 Resolution of Intention, to designate and direct the City engineer or other appropriate official  
3 to prepare an infrastructure plan; now, therefore, be it

4           RESOLVED, That the Executive Director of the Port of San Francisco (Executive  
5 Director), or the designee of the Executive Director, is hereby authorized and directed to  
6 prepare, or cause to be prepared, a report in writing for the IRFD (the Infrastructure Financing  
7 Plan), which is consistent with the general plan of the City and includes all of the following:

8           (a)    A map and legal description of the proposed IRFD.

9           (b)    A description of the Affordable Housing and related facilities required to serve  
10 the development proposed in the area of the IRFD including those to be provided by the  
11 private sector, the Affordable Housing and related facilities to be provided by governmental  
12 entities without assistance under the IRFD Law, the Affordable Housing and related facilities  
13 to be financed with assistance from the proposed IRFD, and the Affordable Housing and  
14 related facilities to be provided jointly (the Facilities). The description shall include the  
15 proposed location, timing, and costs of the Facilities.

16           (c)    A finding that the Facilities are of communitywide significance, are consistent  
17 with the authority reuse plan and will be approved by the military base reuse authority, if  
18 applicable, will not supplant facilities already available within the boundaries of the IRFD  
19 (except for those that are essentially nonfunctional, obsolete, hazardous, or in need of  
20 upgrading or rehabilitation) and will supplement existing facilities as needed to serve new  
21 developments.

22           (d)    A financing section, which shall contain all of the following information:

23           (1)    A specification of the maximum portion of the incremental tax revenue of the  
24 City and of each affected taxing entity (as defined in the IRFD Law) proposed to be committed  
25 to the IRFD for each year during which the IRFD will receive incremental tax revenue;

1 provided however such portion of incremental tax revenue need not be the same for all  
2 affected taxing entities, and such portion may change over time.

3 (2) A projection of the amount of tax revenues expected to be received by the IRFD  
4 in each year during which the IRFD will receive tax revenues, including an estimate of the  
5 amount of tax revenues attributable to each affected taxing entity proposed to be committed to  
6 the IRFD for each year. If applicable, the plan shall also include a specification of the  
7 maximum portion of the net available revenue of the City proposed to be committed to the  
8 IRFD for each year during which the IRFD will receive revenue, which portion may vary over  
9 time.

10 (3) A plan for financing the Facilities, including a detailed description of any  
11 intention to incur debt.

12 (4) A limit on the total number of dollars of taxes that may be allocated to the IRFD  
13 pursuant to the plan.

14 (5) A date on which the IRFD will cease to exist, by which time all tax allocation to  
15 the IRFD will end. The date shall not be more than 40 years from the date on which the  
16 ordinance forming the IRFD is adopted; or a later date, if specified by the ordinance, on which  
17 the allocation of tax increment will begin.

18 (6) An analysis of the costs to the City of providing facilities and services to the  
19 IRFD while the area within the IRFD is being developed and after the area within the IRFD is  
20 developed. The plan shall also include an analysis of the tax, fee, charge, and other revenues  
21 expected to be received by the City as a result of expected development in the area of the  
22 IRFD.

23 (7) An analysis of the projected fiscal impact of the IRFD and the associated  
24 development upon each affected taxing entity that is proposed to participate in financing the  
25 IRFD.

1 (8) A plan for financing any potential costs that may be incurred by reimbursing a  
2 developer of a project that is both located entirely within the boundaries of the IRFD and  
3 qualifies for the Transit Priority Project Program, pursuant to Government Code Section  
4 65470, including any permit and affordable housing expenses related to the project.

5 (9) If any dwelling units occupied by persons or families of low or moderate income  
6 are proposed to be removed or destroyed in the course of private development or facilities  
7 construction within the area of the IRFD, a plan providing for replacement of those units and  
8 relocation of those persons or families consistent with the requirements of Section 53369.6 of  
9 the IRFD Law.

10 This Board of Supervisors reserves the right to approve supplements or amendments  
11 to the Infrastructure Financing Plan in accordance with the IRFD Law; and, be it

12 FURTHER RESOLVED, That the Executive Director, or the designee of the Executive  
13 Director, shall send the Infrastructure Financing Plan to (i) the planning commission of the  
14 City, (ii) this Board of Supervisors, (iii) each owner of land within the proposed IRFD and (iv)  
15 each affected taxing entity (if any). The Executive Director, or the designee of the Executive  
16 Director, shall also send to the owners of land within the proposed IRFD and the affected  
17 taxing entities (if any) any report required by the California Environmental Quality Act (Division  
18 13 (commencing with Section 21000) of the Public Resources Code) that pertains to the  
19 proposed Facilities or the proposed development project for which the Facilities are needed.

20 The Clerk of the Board of Supervisors shall make the Infrastructure Financing Plan  
21 available for public inspection; and, be it

22 FURTHER RESOLVED, That the Executive Director, or the designee of the Executive  
23 Director, shall consult with each affected taxing entity, and, at the request of any affected  
24 taxing entity, shall meet with representatives of the affected taxing entity; and, be it  
25

1 FURTHER RESOLVED, That the Board of Supervisors has reviewed and considered  
2 the FEIR and finds that the FEIR is adequate for its use for the actions taken by this resolution  
3 and incorporates the FEIR and the CEQA findings contained in Resolution No. 234-18  
4 of this Board of Supervisors; and, be it

5 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or  
6 word of this resolution, or any application thereof to any person or circumstance, is held to be  
7 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision  
8 shall not affect the validity of the remaining portions or applications of this resolution, this  
9 Board of Supervisors hereby declaring that it would have passed this resolution and each and  
10 every section, subsection, sentence, clause, phrase, and word not declared invalid or  
11 unconstitutional without regard to whether any other portion of this resolution or application  
12 thereof would be subsequently declared invalid or unconstitutional; and, be it

13 FURTHER RESOLVED, That the Mayor, the Controller, the Director of the Office of  
14 Public Finance, the Clerk of the Board of Supervisors, the Executive Director and any and all  
15 other officers of the City are hereby authorized, for and in the name of and on behalf of the  
16 City, to do any and all things and take any and all actions, including execution and delivery of  
17 any and all documents, assignments, certificates, requisitions, agreements, notices, consents,  
18 instruments of conveyance, warrants and documents, which they, or any of them, may deem  
19 necessary or advisable in order to effectuate the purposes of this Resolution; provided  
20 however that any such actions be solely intended to further the purposes of this Resolution,  
21 and are subject in all respects to the terms of the Resolution and provided that no such  
22 actions shall increase the risk to the City or require the City to spend any resources not  
23 otherwise granted herein; and, be it

1 FURTHER RESOLVED, That all actions authorized and directed by this Resolution,  
2 consistent with any documents presented herein, and heretofore taken are hereby ratified,  
3 approved and confirmed by this Board of Supervisors; and, be it  
4

5 FURTHER RESOLVED, That this Resolution shall take effect upon its adoption.  
6

7  
8 APPROVED AS TO FORM:  
9 DENNIS J. HERRERA  
10 City Attorney

11 By:

12   
13 MARK D. BLAKE  
14 Deputy City Attorney

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**City and County of San Francisco**  
**Tails**  
**Resolution**

City Hall  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

**File Number:** 170881

**Date Passed:** July 24, 2018

Resolution authorizing and directing the Executive Director of the Port of San Francisco, or designee thereof, to prepare an infrastructure financing plan for City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); determining other matters in connection therewith; and affirming the Planning Department's determination, and making findings under the California Environmental Quality Act.

November 09, 2017 Budget and Finance Committee - RECOMMENDED

November 28, 2017 Board of Supervisors - CONTINUED

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

December 05, 2017 Board of Supervisors - AMENDED, AN AMENDMENT OF THE WHOLE BEARING NEW TITLE

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

December 05, 2017 Board of Supervisors - RE-REFERRED AS AMENDED

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

July 12, 2018 Budget and Finance Sub-Committee - AMENDED

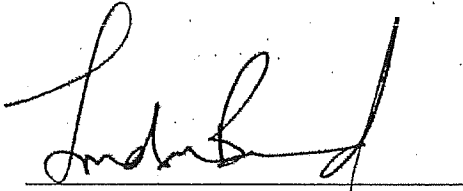
July 12, 2018 Budget and Finance Sub-Committee - RECOMMENDED AS AMENDED

July 24, 2018 Board of Supervisors - ADOPTED

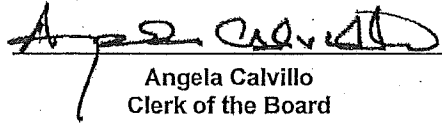
Ayes: 9 - Cohen, Brown, Kim, Mandelman, Peskin, Ronen, Safai, Stefani and Yee  
Excused: 2 - Fewer and Tang

File No. 170881

I hereby certify that the foregoing  
Resolution was ADOPTED on 7/24/2018 by  
the Board of Supervisors of the City and  
County of San Francisco.



London N. Breed  
Mayor



Angela Calvillo  
Clerk of the Board

7/26/18

Date Approved

1 [Resolution of Intention to Establish Infrastructure and Revitalization Financing District No. 2  
2 (Hoedown Yard, Pier 70)]

3 **Resolution of Intention to establish City and County of San Francisco Infrastructure**  
4 **and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) on land within the**  
5 **City and County of San Francisco commonly known as the Hoedown Yard to finance**  
6 **the construction of affordable housing within Pier 70 and Parcel K South; to provide for**  
7 **future annexation; to call a public hearing on September 11, 2018, on the formation of**  
8 **the district and to provide public notice thereof; determining other matters in**  
9 **connection therewith; and affirming the Planning Department's determination, and**  
10 **making findings under the California Environmental Quality Act.**

11  
12 NOTE: Additions are single-underline italics Times New Roman;  
13 deletions are ~~strike-through italics Times New Roman~~.  
14 Board amendment additions are double-underlined;  
15 Board amendment deletions are ~~strikethrough normal~~.

16 WHEREAS, FC Pier 70, LLC (Forest City) and the City and County of San Francisco  
17 (the City), acting by and through the San Francisco Port Commission, anticipate entering into  
18 a Disposition and Development Agreement (the DDA), which will govern the disposition and  
19 development of approximately 28 acres of land in the waterfront area of the City known as  
20 Pier 70 (the Project Site); and

21 WHEREAS, In the general election held on November 4, 2014, an initiative entitled, the  
22 "Union Iron Works Historic District Housing, Waterfront Parks, Jobs and Preservation  
23 Initiative" (Proposition F), was approved by the voters in the City; and

24 WHEREAS, Pursuant to Proposition F, the voters in the City approved a policy of the  
25 City, that the City encourage the timely development of the Project Site with a development  
project that includes certain major uses, including without limitation, new below market-rate

1 homes affordable to middle- and low-income families and individuals, representing 30 percent  
2 of all new housing units (Affordable Housing); and

3 WHEREAS, Forest City and the City anticipate that Forest City will undertake pursuant  
4 to the DDA an obligation to construct Affordable Housing on the Project Site and an area of  
5 land in the vicinity of the Project Site and within Pier 70 commonly known as Parcel K South  
6 (Parcel K South) to satisfy the requirements for Affordable Housing under Proposition F; and

7 WHEREAS, At its hearing on August 24, 2017, and prior to recommending the  
8 proposed Planning Code amendments for approval, by Motion No. 19976, the Planning  
9 Commission certified a Final Environmental Impact Report (FEIR) for the Pier 70 Mixed-Use  
10 District Project (Project) pursuant to the California Environmental Quality Act (CEQA)  
11 (California Public Resources Code Section 21000 et seq.), the CEQA Guidelines (14 Cal.  
12 Code Reg. Section 15000 et seq.), and Chapter 31 of the Administrative Code. A copy of said  
13 Motion is on file with the Clerk of the Board of Supervisors in File No. 170930, and, is  
14 incorporated herein by reference. In accordance with the actions contemplated herein, this  
15 Board of Supervisors has reviewed the FEIR, concurs with its conclusions, affirms the  
16 Planning Commission's certification of the FEIR, and finds that the actions contemplated  
17 herein are within the scope of the Project described and analyzed in the FEIR; and

18 WHEREAS, In recommending the proposed Planning Code Amendments for approval  
19 by this Board of Supervisors at its hearing on August 24, 2017, by Motion No. 19977, the  
20 Planning Commission also adopted findings under CEQA, including a statement of overriding  
21 consideration, and a Mitigation Monitoring and Reporting Program (MMRP). A copy of said  
22 Motion and MMRP are on file with the Clerk of the Board of Supervisors in File No. 170930,  
23 and is incorporated herein by reference. This Board of Supervisors hereby adopts and  
24 incorporates by reference as though fully set forth herein the Planning Commission's CEQA  
25 approval findings, including the statement of overriding considerations. This Board of

1 Supervisors also adopts and incorporates by reference as though fully set forth herein the  
2 Project's MMRP; and

3 WHEREAS, Under Chapter 2.6 of Part 1 of Division 2 of Title 5 of the California  
4 Government Code, commencing with Section 53369 (the IRFD Law), this Board of  
5 Supervisors is authorized to establish an infrastructure and revitalization financing district and  
6 to act as the legislative body for an infrastructure and revitalization financing district; and

7 WHEREAS, Pursuant to the Financing Plan and the IRFD Law, the Board of  
8 Supervisors wishes to establish an infrastructure and revitalization financing district on a  
9 portion of land within the City commonly known as the Hoedown Yard to finance the  
10 construction of Affordable Housing on the Project Site and Parcel K South to satisfy the  
11 requirements for Affordable Housing under Proposition F; and

12 WHEREAS, The IRFD Law provides that the legislative body of an infrastructure and  
13 revitalization financing district may, at any time, add territory to a district or amend the  
14 infrastructure financing plan for the district by conducting the same procedures for the  
15 formation of a district or approval of bonds as provided in the IRFD Law, and the Board of  
16 Supervisors wishes to establish the procedure for future annexation of certain additional land  
17 within the City, specifically certain land that is currently owned by the City that is used as a  
18 public; and

19 WHEREAS, IRFD Law Section 53369.14(d)(5) provides that the legislative body of a  
20 proposed infrastructure and revitalization financing district may specify, by ordinance, the date  
21 on which the allocation of tax increment will begin, and the Board of Supervisors accordingly  
22 wishes to specify the date on which the allocation of tax increment will begin for the proposed  
23 infrastructure district; now, therefore, be it  
24  
25

1           RESOLVED, That this Board of Supervisors proposes to conduct proceedings to  
2 establish an infrastructure and revitalization financing district pursuant to the IRFD Law; and,  
3 be it

4           FURTHER RESOLVED, That the name proposed for the infrastructure and  
5 revitalization financing district is "City and County of San Francisco Infrastructure and  
6 Revitalization Financing District No. 2 (Hoedown Yard)" (the IRFD); and, be it

7           FURTHER RESOLVED, That the proposed boundaries of the IRFD are as shown on  
8 the map of the IRFD on file with the Clerk of the Board of Supervisors in File No. 170880,  
9 which boundaries are hereby preliminarily approved and to which map reference is hereby  
10 made for further particulars; and, be it

11           FURTHER RESOLVED, That the type of facilities proposed to be financed by the IRFD  
12 pursuant to the IRFD Law shall consist of Affordable Housing and related facilities to be  
13 located within the Project Site and Parcel K South, as more particularly described on Exhibit A  
14 hereto and hereby incorporated herein (the Facilities), and the Facilities are authorized to be  
15 financed by the IRFD by IRFD Law Sections 53369.2 and 53369.3, and the Board of  
16 Supervisors hereby finds each of the following: that the Facilities (i) are of communitywide  
17 significance, (ii) will not supplant facilities already available within the proposed boundaries of  
18 the IRFD, except for those that are essentially nonfunctional, obsolete, hazardous, or in need  
19 of upgrading or rehabilitation, and (iii) will supplement existing facilities as needed to serve  
20 new developments; and, be it

21           FURTHER RESOLVED, That the Board of Supervisors hereby declares that, pursuant  
22 to the IRFD Law, incremental property tax revenue from the City to finance the Facilities, but  
23 no tax increment revenues from the other affected taxing entities (as defined in the IRFD Law)  
24 within the IRFD, if any, will be used by the IRFD to finance the Facilities, and the incremental  
25

1 property tax financing will be described in an infrastructure financing plan (the Infrastructure  
2 Financing Plan) to be prepared for this Board of Supervisors under the IRFD Law; and, be it

3 FURTHER RESOLVED, That in accordance with IRFD Law Sections 53369.5(b) and  
4 53369.14(d)(5), the Board of Supervisors shall establish, by ordinance, the date on which the  
5 allocation of tax increment shall begin for the IRFD (the Commencement Date), with the  
6 Commencement Date being the first day of the fiscal year following the fiscal year in which the  
7 IRFD has generated and the City has received at least \$100,000 of tax increment; and, be it

8 FURTHER RESOLVED, That future annexations of property into the IRFD may occur  
9 at any time after formation of the IRFD, but only if the Board of Supervisors has completed the  
10 procedures set forth in the Infrastructure Financing Plan, which shall be based on the  
11 following: (i) this Board of Supervisors adopts a resolution of intention to annex property (the  
12 "annexation territory") into the IRFD and describes the annexation territory to be included in  
13 the IRFD, (ii) the resolution of intention is mailed to each owner of land in the annexation  
14 territory and each affected taxing entity in the annexation territory, if any, in substantial  
15 compliance with Sections 53369.11 and 53369.12 of the IRFD Law, (iii) this Board of  
16 Supervisors directs the Executive Director of the Port to prepare an amendment to the  
17 Infrastructure Financing Plan, if necessary, and the Executive Director of the Port prepares  
18 any such amendment, in substantial compliance with Sections 53369.13 and 53369.14 of the  
19 IRFD Law, (iv) any amendment to the Infrastructure Financing Plan is sent to each owner of  
20 land and each affected taxing entity (if any) within the annexation territory, in substantial  
21 compliance with Sections 53369.15 and 53369.16 of the IRFD Law, (v) this Board of  
22 Supervisors notices and holds a public hearing on the proposed annexation, in substantial  
23 compliance with Sections 53369.17 and 53369.18 of the IRFD Law, (vi) this Board of  
24 Supervisors adopts a resolution proposing the adoption of any amendment to the  
25 Infrastructure Financing Plan and annexation of the annexation territory to the IRFD, and

1 submits the proposed annexation to the qualified electors in the annexation territory, in  
2 substantial compliance with Sections 53369.20-53369.22 of the IRFD Law, with the ballot  
3 measure to include the questions of the proposed annexation of the annexation territory into  
4 the IRFD, approval of the appropriations limit for the annexation territory and approval of the  
5 issuance of bonds for the annexation territory, and (vii) after canvass of returns of any  
6 election, and if two-thirds of the votes cast upon the question are in favor of the ballot  
7 measure, this Board may, by ordinance, adopt the amendment to the Infrastructure Financing  
8 Plan, if any, and approve the annexation of the annexation territory to the IRFD, in substantial  
9 compliance with Section 53369.23 of the IRFD Law; and, be it

10 FURTHER RESOLVED, That Tuesday, September 11, 2018 at 3:00 p.m. or as soon as  
11 possible thereafter, in the Board of Supervisors Chamber, 1 Dr. Carlton B. Goodlett Place,  
12 City Hall, San Francisco, California, be, and the same are hereby appointed and fixed as the  
13 time and place when and where this Board of Supervisors, as legislative body for the IRFD,  
14 will conduct a public hearing on the proposed establishment of the IRFD and the proposed  
15 future annexation of territory to the IRFD; and, be it

16 FURTHER RESOLVED, That the Clerk of the Board of Supervisors is hereby directed  
17 to mail a copy of this Resolution to each owner of land (as defined in the IRFD Law) within the  
18 IRFD (but not to any affected taxing entities because there are none as of the date of this  
19 Resolution), and in addition, in accordance with IRFD Law Section 53369.17, the Clerk of the  
20 Board of Supervisors is hereby directed to cause notice of the public hearing to be published  
21 not less than once a week for four successive weeks in a newspaper of general circulation  
22 published in the City, and the notice shall state that the IRFD will be used to finance  
23 affordable housing within in the City, briefly describe such affordable housing and the other  
24 Facilities, briefly describe the proposed financial arrangements, including the proposed  
25 commitment of incremental tax revenue, describe the boundaries of the proposed IRFD,



1 reference the process for future annexation and state the day, hour, and place when and  
2 where any persons having any objections to the proposed Infrastructure Financing Plan, or  
3 the regularity of any of the prior proceedings, may appear before this Board of Supervisors  
4 and object to the adoption of the proposed Infrastructure Financing Plan for the IRFD or  
5 process for future annexation to the IRFD by the Board of Supervisors; and, be it

6 FURTHER RESOLVED, That this Resolution shall in no way obligate the Board of  
7 Supervisors to establish the IRFD, and the establishment of the IRFD shall be subject to the  
8 approval of this Board of Supervisors by resolution following the holding of the public hearing  
9 referred to above and a vote of the qualified electors in the IRFD; and, be it

10 FURTHER RESOLVED, That if any section, subsection, sentence, clause, phrase, or  
11 word of this resolution, or any application thereof to any person or circumstance, is held to be  
12 invalid or unconstitutional by a decision of a court of competent jurisdiction, such decision  
13 shall not affect the validity of the remaining portions or applications of this resolution, this  
14 Board of Supervisors hereby declaring that it would have passed this resolution and each and  
15 every section, subsection, sentence, clause, phrase, and word not declared invalid or  
16 unconstitutional without regard to whether any other portion of this resolution or application  
17 thereof would be subsequently declared invalid or unconstitutional; and, be it

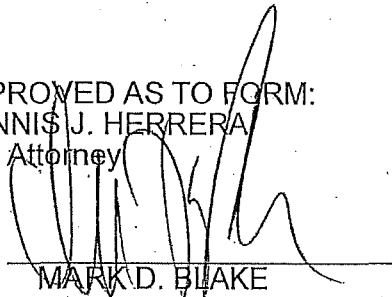
18 FURTHER RESOLVED, That the Mayor, the Controller, the Director of the Office of  
19 Public Finance, the Clerk of the Board of Supervisors, the Executive Director of the Port of  
20 San Francisco and any and all other officers of the City are hereby authorized, for and in the  
21 name of and on behalf of the City, to do any and all things and take any and all actions,  
22 including execution and delivery of any and all documents, assignments, certificates,  
23 requisitions, agreements, notices, consents, instruments of conveyance, warrants and  
24 documents, which they, or any of them, may deem necessary or advisable in order to  
25 effectuate the purposes of this Resolution; provided however that any such actions be solely

1 intended to further the purposes of this Resolution, and are subject in all respects to the terms  
2 of the Resolution; and, be it

3 FURTHER RESOLVED, That all actions authorized and directed by this Resolution,  
4 consistent with any documents presented herein, and heretofore taken are hereby ratified,  
5 approved and confirmed by this Board of Supervisors; and, be it

6 FURTHER RESOLVED, That this Resolution shall take effect upon its enactment.  
7 Enactment occurs when the Mayor signs the resolution, the Mayor returns the resolution  
8 unsigned or does not sign the resolution within ten days of receiving it, or the Board of  
9 Supervisors overrides the Mayor's veto of the resolution.

10  
11 APPROVED AS TO FORM:  
12 DENNIS J. HERRERA  
City Attorney

13  
14 By:   
15 MARK D. BLAKE  
Deputy City Attorney

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EXHIBIT A

DESCRIPTION OF FACILITIES

It is intended that the IRFD (including any annexation territory annexed therein by future annexations) will be authorized to finance all or a portion of the costs of the acquisition, construction and improvement of any facilities authorized by Section 53369.3 of the IRFD Law, including, but not limited to, affordable housing projects and supporting infrastructure and amenities.

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**City and County of San Francisco**  
**Tails**  
**Resolution**

City Hall  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4689

**File Number:** 170880

**Date Passed:** July 24, 2018

Resolution of Intention to establish City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) on land within the City and County of San Francisco commonly known as the Hoedown Yard to finance the construction of affordable housing within Pier 70 and Parcel K South; to provide for future annexation; to call a public hearing on September 11, 2018, on the formation of the district and to provide public notice thereof; determining other matters in connection therewith; and affirming the Planning Department's determination, and making findings under the California Environmental Quality Act.

November 09, 2017 Budget and Finance Committee - AMENDED, AN AMENDMENT OF THE WHOLE BEARING NEW TITLE

November 09, 2017 Budget and Finance Committee - RECOMMENDED AS AMENDED

November 28, 2017 Board of Supervisors - CONTINUED

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

December 05, 2017 Board of Supervisors - AMENDED, AN AMENDMENT OF THE WHOLE BEARING NEW TITLE

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

December 05, 2017 Board of Supervisors - RE-REFERRED AS AMENDED

Ayes: 11 - Breed, Cohen, Farrell, Fewer, Kim, Peskin, Ronen, Safai, Sheehy, Tang and Yee

July 12, 2018 Budget and Finance Sub-Committee - AMENDED


July 12, 2018 Budget and Finance Sub-Committee - RECOMMENDED AS AMENDED

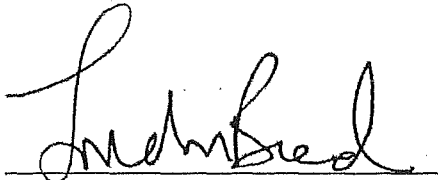
July 24, 2018 Board of Supervisors - ADOPTED

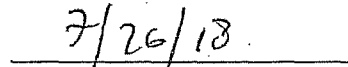
Ayes: 9 - Cohen, Brown, Kim, Mandelman, Peskin, Ronen, Safai, Stefani and Yee  
Excused: 2 - Fewer and Tang

File No. 170880

I hereby certify that the foregoing  
Resolution was ADOPTED on 7/24/2018 by  
the Board of Supervisors of the City and  
County of San Francisco.

  
\_\_\_\_\_  
Angela Calvillo  
Clerk of the Board

  
\_\_\_\_\_  
London N. Breed  
Mayor

  
\_\_\_\_\_  
Date Approved

OFFICE OF THE MAYOR  
SAN FRANCISCO



LONDON N. BREED  
MAYOR

TO: Angela Calvillo, Clerk of the Board of Supervisors  
FROM: Mayor London Breed *LNB*  
RE: Substitute (File No. 180772) Ordinance Creating Infrastructure and  
Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) and  
Adopting an Infrastructure Financing Plan  
DATE: September 4, 2018

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**Ordinance creating City and County of San Francisco Infrastructure and  
Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); affirming the  
Planning Department's determination and making findings under the California  
Environmental Quality Act; and approving other matters in connection therewith.**


Should you have any questions, please contact Kanishka Karunaratne Cheng 415-269-1819.

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BY \_\_\_\_\_

OFFICE OF THE MAYOR  
SAN FRANCISCO



LONDON N. BREED  
MAYOR

TO: Angela Calvillo, Clerk of the Board of Supervisors  
FROM:  Mayor London Breed  
RE: Ordinance Creating Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70) and Adopting an Infrastructure Financing Plan  
DATE: July 24, 2018

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**Ordinance creating City and County of San Francisco Infrastructure and Revitalization Financing District No. 2 (Hoedown Yard, Pier 70); affirming the Planning Department's determination and making findings under the California Environmental Quality Act; and approving other matters in connection therewith.**

Should you have any questions, please contact Andres Power 554-6467.

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