



**Edwin M. Lee, Mayor**  
**Mohammed Nuru, Director**

**DPW Order No: 181147**

March 26, 2013

Re: Recommendation for formal acceptance of the Mission Bay South Public Infrastructure Improvements located on Mission Bay Drive, Mission Bay Circle and a portion of Owens Street and acceptance of additional property for right-of-way and roadway purposes on a portion of Owens Street; declaring the additional property and City property as open public right-of-way; designating City Property, additional property and improvements for street and roadway purposes; establishing street grades and sidewalk widths, acceptance and maintenance and liability for said facilities, subject to specified limitations.

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

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

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

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

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

WHEREAS, In a letter (attached as Exhibit A) dated December 15, 2011 the San Francisco Planning Department determined that the acceptance of the Mission Bay Drive and Circle Public Improvements and other actions are consistent with the General Plan consistency findings of Case No. 2011.1139R, the Eight Priority Policies of Planning Code Section 101.1 and the



contemplated actions do not trigger the need for subsequent environmental review pursuant to the California Environmental Quality Act (CEQA) (California Public Resources Code Sections 21000 et seq.); and

WHEREAS, On March 9, 2010, the City and County of San Francisco Department of Public Works issued Street Improvement Permit No. 10IE-016 to construct the “Mission Bay Drive Extension Improvements Project”; and

WHEREAS, On January 23, 2012, FOCIL irrevocably offered to the City the public infrastructure improvements and facilities as constructed or installed pursuant to the Improvement Plans for Mission Bay Drive Extension approved by the Department of Public Works on March 9, 2010, and any authorized revisions or contract change orders thereto, but excluding there from those portions of the Improvements which are identified on the As-Built drawings as "Pacific Gas and Electric (PG&E), AT&T, Comcast and RCN Cable service conduits" facilities (Focil Irrevocable Offer); and together with an assignment of all guaranties and warranties related to the construction of all the improvements; and

WHEREAS, In a letter (attached as Exhibit B) dated January 30 , 2012 the Redevelopment Agency found the acceptance of the Mission Bay Drive and Circle Public Improvements and other actions are “consistent with the Mission Bay South Redevelopment Plan and Plan Documents, described therein, and recommends Board of Supervisors approval”; and

WHEREAS, On March 26, 2013, the Department of Public Works (DPW) issued a notice determining that the work for “Mission Bay Drive Extension Project” is substantially complete as of March 26, 2013 pursuant to Improvement Permit No. 10IE-016 and is ready for its intended use; and

WHEREAS, On, March 26, 2013 the Director of Public Works signed and accepted the Conditional Assignment of Warranties and Guaranties with regard to the project; and

WHEREAS, The City Engineer and Director of Public Works hereby certify the following:

- a. All inspections have been performed, test results have been obtained, permit conditions and mitigation measures have been complied with, punch list items have been resolved, and improvement plan As-Built drawings have been received for the Mission Bay Drive and Circle Public Infrastructure Improvements, but excluding therefrom said improvements are the sanitary sewer, low pressure water and auxiliary water supply system facilities located east of the Mission Bay Circle surface improvements, which are under construction and are recommended for delayed acceptance as further described in item (e).
- b. The construction for a part of this Project was for joint trench underground utilities, in addition to the construction and sale of some public utility conduits, vaults, and boxes. Certain conduits, vaults, and boxes were: 1) designated for City utility purposes, 2) intentionally unassigned or 3) the public utilities identified as participants in the trench may have cancelled their contract of purchase, or otherwise declined to use or occupy the



facilities, and these unassigned or otherwise unused facilities are available for future lease or sale under the Mission Bay South Acquisition Agreement.

- c. Mission Bay Development Group, LLC on behalf of FOCIL, has submitted a copy of record Notice of Completion, Assignments of Warranties and Guaranties, Assignments of Reimbursements to the Agency from third parties, if applicable, and evidence of acceptability of the facilities from all applicable public entities and/or non-City utilities.
- d. By the letter dated March 26, 2013, DPW has determined that as of March 26, 2013 the work is ready for its intended use and has been completed substantially in conformance with the Plans and Specifications for Mission Bay Drive and Circle Public Improvements Project approved by the Department of Public Works on March 9, 2010 in Permit No. 10IE-016, or any authorized revision thereto, and has been constructed in accordance with all City codes, regulations, standards and the Mission Bay South Plan and Plan Documents governing this Project with the noted exceptions mentioned in item (a).
- e. A letter of determination completeness will be issued for the sanitary sewer, low pressure water, storm drain and auxiliary water supply system facilities after the facilities have been inspected and determined that they are ready for their intended use.

**NOW THEREFORE BE IT ORDERED THAT,**

***With respect to facilities and right-of-way acceptance:***

I hereby recommend the Board of Supervisors accept the FOCIL Irrevocable Offer of Improvements.

I further hereby recommend that the Board of Supervisors accept the FOCIL Irrevocable Offer of Dedication of additional property for right-of-way and roadway purposes, including the acceptance of the Grant Deed.

I further recommend the Board of Supervisors approve Map No. A-17-172, dated March 26, 2013 and dedicate the area shown hatched as open public right-of-way and designate said areas for street and roadway purposes, subject to the following limitations: (1) the portions of streets being accepted for street and roadway purposes are constructed from back of sidewalk to back of median curb, unless specified otherwise or as shown on Project Improvement Plans, (2) a portion of Owens Street to be accepted for street and roadway purposes shall be constructed from back of sidewalk to back of sidewalk, unless specified otherwise or shown on Project Improvement Plans (3) encroachments that are permitted, not permitted, or both are excluded from acceptance, and (4) the acceptance of the streets does not obviate, amend, alter, or in any way after existing maintenance agreements between the City and parties to such agreements.

I further recommend the Board of Supervisors direct the Department of Public Works to revise the Official City Street Right-of-Way Maps to reflect the above mentioned actions.



I recommend that the Board of Supervisors acknowledge FOCIL's Conditional Assignment of Warranties and Guaranties to the City and County of San Francisco with regard to the Mission Bay Drive and Circle Infrastructure Improvements.

As set forth above, some of the facilities have been delayed in construction and said improvements are not recommended for acceptance at this time. However, I recommend that the Board of Supervisors authorize the Director of Public Works to act on its behalf with the respect to future acceptance of Focil's Irrevocable Offer of Improvements and future acceptance of the sanitary sewer, low pressure water, storm drain and auxiliary water supply system facilities together with the Public Improvements for Mission Bay Drive and Mission Bay Boulevard South as depicted on those certain Public Improvement Plans entitled "The Infrastructure Plans for Block 11 and Block 12 at Mission Bay" dated February 11, 2013 and will be constructed under Street Improvement Permit No. 13IE-0198 ("Blocks 11 and 12 Infrastructure Plans"), located east of the Mission Bay Circle and acknowledgement of the Conditional Assignment of Warranties and Guaranties as set forth above in accordance with the Mission Bay South Acquisition Agreement.

I further recommend that the Board of Supervisors authorize the Director of Public Works to act on its behalf with the respect to future approval of a DPW A-17 Map, depicting Mission Bay Drive and Mission Bay Boulevard South pursuant to the Blocks 11 and 12 Infrastructure Plans, and dedicate the area to be shown hatched as open public right-of-way and designate said areas for street and roadway purposes, subject to the following limitations: (1) the portion of Mission Bay Drive to be accepted for street and roadway purposes are constructed from back of sidewalk to back of median curb, unless specified otherwise or as shown on Project Improvement Plans, (2) the portion of Mission Bay Boulevard South to be accepted for street and roadway purposes shall be constructed from back of sidewalk to back of median curb, unless specified otherwise or shown on Project Improvement Plans, (3) encroachments that are permitted, not permitted, or both are excluded from acceptance, and (4) the acceptance of the streets does not obviate, amend, alter, or in any way after existing maintenance agreements between the City and parties to such agreements.

I further recommend the Board of Supervisors authorize the Director of Public Works to direct the Department of Public Works to revise the Official City Street Right-of-Way Maps to reflect the actions by this action.

***With Respect to the Street Grades:***

I hereby recommend the Board of Supervisors, relying on its own procedures pursuant to Administrative Code Section 1.51 et seq., and notwithstanding California Streets and Highways Code Sections 8000 et seq., establish the street grades for those portions of Mission Bay Drive, Mission Bay Circle and Owens Street as shown on the Department of Public Works Drawing No. Q-20-715, dated March 26, 2013.

I further recommend the Board of Supervisors direct the Department of Public Works to revise the Official City Street Grade Maps to reflect the aforementioned action.



I further recommend that the Board of Supervisors authorize the Director of Public Works to act on its behalf to establish the street grades for those portions of Mission Bay Drive and Mission Bay Boulevard South, pursuant to the Block 11 and 12 Infrastructure Plan, as shown on a future Department of Public Works' Q-20 drawing and direct the Department of Public Works to revise the Official City Street Grade Maps to reflect this action.

***With Respect to the Sidewalk Widths:***

I hereby recommend the Board of Supervisors amend Ordinance No. 1061 entitled "Regulating the Width of Sidewalks" by adding thereto a new section to read as follows:

*Section 15-1568 The widths of sidewalks on those portions of Mission Bay Drive, Mission Bay Circle and Owens Street shall be modified as shown on Department of Public Works Drawing No. Q-20-715, dated March 26, 2013;*

The establishment of sidewalk widths does not obviate, amend, alter, or in any other way affect existing maintenance obligations of the adjacent property owners.

I further recommend the Board of Supervisors direct the Department of Public Works to revise the Official City Sidewalk Width Maps to reflect the aforementioned action.

***With Respect to Street Maintenance and Liability:***

Pursuant to California Streets and Highways Code Section 1806 and San Francisco Administrative Code Sections 1.51 et seq., I hereby recommend that the Board of Supervisors accept the facilities for maintenance and liability purposes, subject to the limitations specified herein and below.

The acceptance is subject to the following: (1) acceptance of project facilities for City maintenance and liability purposes is from back of curb to back of curb, unless specified otherwise.

I recommend that the Board of Supervisors authorize the Director of Public Works to act on its behalf for the future acceptance of the sanitary sewer, low pressure water, storm drain and auxiliary water supply system facilities together with the Public Improvements for Mission Bay Drive and Mission Bay Boulevard South as depicted on those certain Public Improvement Plans entitled "The Infrastructure Plans for Block 11 and Block 12 at Mission Bay" dated February 11, 2013 and will be constructed under Street Improvement Permit No. 13IE-0198 ("Blocks 11 and 12 Infrastructure Plans") facilities, located east of the Mission Bay Circle for maintenance and liability purposes, subject to the limitations specified herein and below.

The acceptance is subject to the following: (1) acceptance of project facilities for City maintenance and liability purposes is from back of curb to back of curb, unless specified otherwise.



3/26/2013

3/27/2013

X *Fuad*

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Sweiss, Fuad  
Approver 2

X Mohammed Nuru

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Nuru, Mohammed  
Approver 3

