

Carroll, John (BOS)

From: Julie Larson <JLarson@fbm.com>
Sent: Friday, January 20, 2017 11:14 AM
To: BOS Legislation, (BOS)
Cc: Jalipa, Brent (BOS); joy@groupi.com; victormarquezsq@aol.com; Hue, Melinda (CPC); Steven Vettel
Subject: Board File 161365 - 950 Market Street CEQA Appeal
Attachments: Board File 161365 - 950 Market Street CEQA Appeal.pdf
Categories: 161365

Attached is the brief regarding the 950 Market Street CEQA Appeal, submitted to the Board of Supervisors on behalf of Mid Market Center, LLC, an affiliate of Group i, the project sponsor of the 950 Market Street project.

Respectfully submitted,

Julie Larson

Legal Secretary to Christopher Locke / Phil Peters / Steve Vettel

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F A R E L L A B R A U N + M A R T E L L L P

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Farella Braun + Martel LLP

January 20, 2017

Hon. London Breed, President
San Francisco Board of Supervisors
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94103

Re: 950 Market Street CEQA Appeal
Board File 161365
Hearing Date: January 31, 2017

Dear President Breed and Supervisors:

I am writing on behalf of Mid Market Center, LLC, an affiliate of Group i, the project sponsor of the 950 Market Street project (the "Project") to oppose the appeal of the Project's Final Mitigated Negative Declaration ("MND") filed by the Q Foundation¹ and scheduled to be heard by the Board on January 31.

The appellant believes the demolition of four vacant buildings on the Project site would have a significant impact on historic resources associated with LGBTQ history because post-Prohibition gay bars had occupied some of the property's storefronts in the past (the last one closed 37 years ago in 1980), because the sidewalk adjacent to the property was once a gay hustling and cruising area and because the property is in some way associated with transgender history and the 1966 Compton's Cafeteria riot that occurred on the block of Turk Street to the west of the Project site. The appellant did not provide any evidence in support of its appeal and does not seek preparation of an EIR, rather than a negative declaration. Instead, the Q Foundation is demanding that additional "mitigation" be imposed in the form of a \$2 million payment from Group i to the "Compton's Committee" for some unspecified purpose, as stated in the email from the Q Foundation's attorney to me, dated December 15, 2016, attached hereto as Exhibit A.

The Q Foundation filed a similar appeal of the Preliminary MND to the Planning Commission. On November 17, 2016, the Planning Commission rejected that appeal and approved the Project's conditional use and downtown project (Section 309) applications. No party filed an appeal of the Project approvals and they are now final. Only the sufficiency of the MND as an informational document is before the Board of Supervisors.

¹ The appeal letter states that the Transgender Intersex Justice Project and the Saint James Infirmary are also appellants; however, since those organizations did not appeal the Preliminary MND to the Planning Commission, they do not have standing to appeal the Final MND to the Board of Supervisors, pursuant to Administrative Code Section 31.16(d)(1).

Russ Building • 235 Montgomery Street • San Francisco, CA 94104 • T 415.954.4400 • F 415.954.4480

The MND Meets the Requirements of CEQA and Should be Upheld. The MND contains a detailed discussion of the potential historic significance of the subject buildings, based on an Historic Resources Evaluation prepared by Page & Turnbull. The HRE was initially completed in 2015 prior to the adoption by the Historic Preservation Commission of the Citywide LGBTQ Historic Context Statement, and then both the HRE and MND were revised to incorporate the analysis of the Context Statement and re-issued in July 2016. Both documents concluded that, because of a lack of integrity, the Project site does not contain any significant historic resources, such that their demolition would not be a significant impact on the environment under CEQA or require the imposition of mitigation measures.

The appeal contains no evidence disputing this conclusion, and the Planning Department is preparing a thorough response to the appeal. It will conclude, as the MND did, that although three of the four existing buildings have association with past LGBTQ businesses, those buildings have been so heavily altered since the period of significance that they are unable to communicate that association. They thus lack historic “integrity” and are not considered historic resources. Exhibit B is photographs of the current state of these storefronts.

The Department has also determined that the buildings have no significant association with transgender history in the Tenderloin², and that activities on the adjacent sidewalks do not confer historic significance on these buildings. The Department’s research indicates transgender women were not welcomed in the former bars the occupied some of the site’s storefronts, nor did transgender women use the cruising area adjacent to the site. The Department has also determined that there is no network of tunnels beneath the buildings used by bar patrons during police raids, as was alleged during the Planning Commission hearing. Finally, the Department determined that demolition of the four buildings would not prevent the creation of an LGBTQ cultural heritage district in the Tenderloin or have a significant adverse impact on such a district.

We support the Department’s position, and this letter will not repeat the Department’s response. Instead, the letter focuses on the benefits of the 950 Market project and the community support the Project enjoys. We request that the Board uphold the MND, reject this appeal, and allow this beneficial project to move forward.

Project Description. The Project site comprises most of the triangular block bound by Market, Turk and Taylor Streets in the Mid-Market/Tenderloin neighborhood. The Warfield Theater and office building share the block. The site is in a blighted condition and is currently occupied by four vacant two-story buildings and a parking structure. The site is in the C-3-G zoning district, the 120-X height and bulk district and is within the Downtown Plan area.

Group i consulted with community stakeholders, Supervisor Kim and the Planning Department over the last three years to arrive at a consensus Project program and design. The Project proposes to demolish the existing buildings and construct a 120-foot tall mixed-use building containing 242 dwelling units, a 232-room hotel and 16,100 square feet of retail and performing arts space along the Market, Turk and Taylor Street frontages. The Project also

²At the Planning Commission hearing, there was testimony suggesting that the Project would be displacing Aunt Charlie’s Lounge, a popular transgender performance space. That testimony was inaccurate. Aunt Charlie’s is located at 133 Turk Street, on the block west of the Project site, and has no plans to close.

includes a public open space plaza on Turk Street, and the hotel lobby serves as a 24/7 publicly accessible pedestrian passage through the building. The hotel's main entrance is on Turk Street, where the vehicle drop-off zone is located. The residential lobby also fronts both Market Street and Turk Street. Below grade parking is provided for 80 residential spaces (a 0.33:1 ratio) and two car share spaces. The Project also provides 156 Class 1 and 42 Class 2 bike parking spaces. Open space is provided in the Turk Street plaza, roof decks, and a solarium. Attached as Exhibit C are a few images of the Project and the ground floor roof plans.

Group I's Support for an LGBTQ Interpretative Program, a Tenderloin LGBTQ Cultural Heritage District, and Rent Assistance to the Q Foundation. In recognition of the property's prior association with post-prohibition gay bars, the MND includes an Improvement Measure that Group i will implement to create an interpretive program to commemorate the site's prior association with the LGBTQ community in the Tenderloin. Group i is working with Shayne Watson, the author of the adopted Citywide LGBTQ Historic Context Statement, to engage community members and develop an appropriate interpretative program. Group i has also pledged to financially support efforts to create an LGBTQ cultural heritage district in the Tenderloin. Group I also previously offered to provide an opportunity for the Q Foundation to partner with Magic Theater in the Project's rent-free performing arts space or to provide rent assistance to the Q Foundation to lease and operate a storefront at 111 Taylor Street, the historic location of Compton's Cafeteria. Both offers were rejected.

Affordable Housing at 180 Jones Street. At the request of community organizations led by Tenderloin Neighborhood Development Corporation and the Tenderloin Housing Clinic, Group i will dedicate the property at 180 Jones Street (located one block away and with a value of \$4 million) to MOHCD and provide \$14.1 million in additional funding to enable MOHCD to develop an approximately 68-unit 100% affordable development there. Supervisor Kim introduced legislation on October 4 to facilitate this consensus affordable housing strategy, and the Planning Commission recommended its approval in November. The ordinance waives the otherwise applicable on-site inclusionary housing requirement (which would have resulted in 31 on-site for-sale BMR units) and the hotel's Jobs-Housing Linkage Fee in exchange for the Group i's dedication of the 180 Jones site and a \$14.1 million contribution to MOHCD. That contribution is \$2.7 million more than the waived fees and represents a \$2.7 million gift from Group i to the City and the community.

Community Benefits and Support. The Project provides an unprecedented level of other community benefits. These community benefits, at a total cost to Group i of over \$5 million (over and above City impacts fees for transportation and child care and the \$2.7 million affordable housing gift), include:

- Rent Free Performing Arts Space at Turk and Taylor. Group i has agreed to lease the 2,000 square foot ground floor retail space at the corner of Turk and Taylor Streets to Magic Theater for a community serving performing arts center with a base rent of \$0.
- Rent Assistance for Local Retail Store. Group i offered to provide \$73,000 of rental assistance to the Q Foundation to lease the ground floor retail space at 111 Taylor Street (the site of the historic Compton's Cafeteria) to provide job training and celebrate the

LGBTQ history in the Tenderloin. Q Foundation rejected that offer, but Group I remains willing to offer that assistance to another community-serving retailer that can demonstrate community-mindedness and economic viability.

- Local Hiring and Workforce Development. Group i will provide \$300,000 in funding to provide Tenderloin-specific hospitality job training and skills development prior to the opening of the hotel.
- Card Check Neutrality for Hotel. Group i has signed a card check neutrality agreement with Unite HERE Local 2.
- Management of Turk Street Plaza. Group i has agreed to design the Turk Street plaza in a manner that is safe, accessible and comfortable to all Tenderloin residents and provide de-escalation, cultural and mental health sensitivity, and conflict resolution training to hotel, retail and condominium personnel.
- Construction Period Noise Attenuation, Relocation and Accommodation. Group i will implement extraordinary noise attenuation measures during construction and provide up to \$100,000 in relocation assistance and accommodation during disruptive construction activities to TNDC residents located across Turk Street.

On the basis of these community benefits and the universal belief that this blighted site needs to be redeveloped, community support is wide-spread. Attached as Exhibit D are 46 letters from community organizations and Tenderloin neighbors that were presented to the Planning Commission expressing their support for the Project.

We look forward to the January 31 hearing. Please contact me or Jessica Berg (788-1000) prior to the hearing if we can provide any additional information.

Sincerely,



Steven L. Vettel

cc: Joy Ou, Group i
Victor Marquez, attorney for Q Foundation

EXHIBIT A

Vettel, Steven (25) x4902

From: Victor M. Marquez <victormarquezesq@aol.com>
Sent: Thursday, December 15, 2016 9:36 AM
To: Vettel, Steven (25) x4902
Subject: Re: 950 Market Street

Dear Steve,

The Compton's Committee ("Committee") position is that the demolition of historic sites eligible for the California Historic registry and located within the boundaries of the future Compton's Historic District must be mitigated to be in compliance with CEQA.

The Committee asks the project sponsor to partner with the TLGB community to **voluntarily** mitigate the loss of its historic asset, rather than essentially forcing this sector of the community to pursue further appeals, and, potential litigation to preserve its protected historic resources.

While the site of the 950 Market St. Project contains numerous historic sites that will cause substantial adverse change in the significance of a historical resource if demolished, the Compton's Committee, in the spirit of moving forward, is willing to focus on the loss of a net loss of 4,000 square feet of historic spaces. Mitigations that allow for one for one replacement of these sites within the Compton's Historic district will lessen the adverse effects of the project to the Compton's District.

It is estimated based on that to replace these 4,000 net square feet will require upwards of \$500 per square foot for the acquisition and redevelopment of replacement resources. In fact, the group understands that \$500 per square foot will probably not suffice but is prepared to take a Capital Campaign to make up the financing gap, and to raise monies to operate the prospective site.

Any mitigation funds Mitigations will be received by the Compton's Committee, or a trust or fund created for that purpose while the TLGB community and stakeholders develop a process that will allow for RFPs and the distribution of funds to promote, preserve and protect the Compton's District, its historic resources, and the TLGB people who live in it. Another possible scenario could be to have the funds received by a 501c3 non-profit corporation on behalf of the Committee.

In spite of the letter that was unexpectedly circulated by your client, the Committee remains open to further conversation within the above parameters.

In the event that you would like to speak, I am available throughout today except for a couple of set conference calls at Noon and 2 p.m., each which will take about an hour.

Regards,

Victor

Victor M. Marquez, Esq.
The Marquez Law Group
649 Mission Street, 5th Floor
San Francisco, 94102
(415) 848-8971 office
(415) 314-7831 cell

-----Original Message-----

From: Steven Vettel <SVettel@fbm.com>
To: Victor M. Marquez (victormarquezesq@aol.com) <victormarquezesq@aol.com>
Sent: Mon, Dec 12, 2016 10:13 am
Subject: 950 Market Street

Hi Victor, it would be helpful if you could put in writing for us the proposal that the Q Foundation presented on Friday in Supervisor Kim's office, including more detail on the recipient of the proposed payment and the proposed use of the payment.

Thanks.

Steven L. Vettel
Partner
svettel@fbm.com
415.954.4902

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EXHIBIT B



**Figure 2. View of primary façade, looking north from Market Street
(Page & Turnbull, July 2013)**



**Figure 5. Detail of storefront of 962 Market Street,
former location of the Crow Bar.
(Page & Turnbull, July 2013)**



Figure 23. 972 Market Street, primary (southeast) facade.

(Tim Kelley Consulting, March 2011)



Figure 25. 972 Market Street, north facade on Turk Street.

(Tim Kelley Consulting, March 2011)



**Figure 26. 974 Market Street Southeast Facade
(Tim Kelley Consulting, March 2011)**

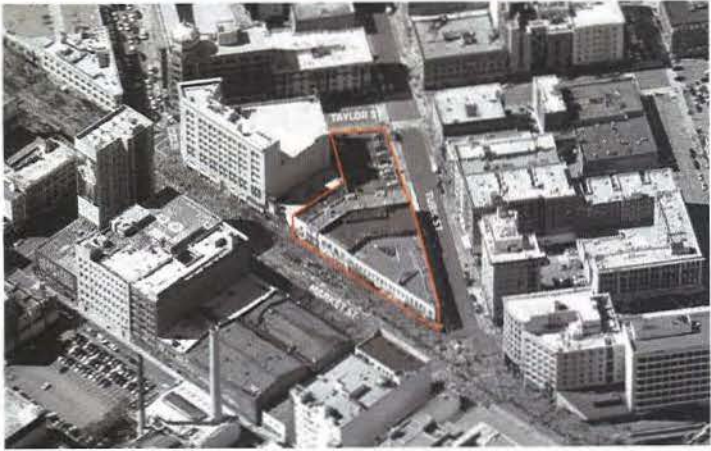


**Figure 28. 974 Market Street, North portion removed.
(Tim Kelley Consulting, March 2011)**

EXHIBIT C

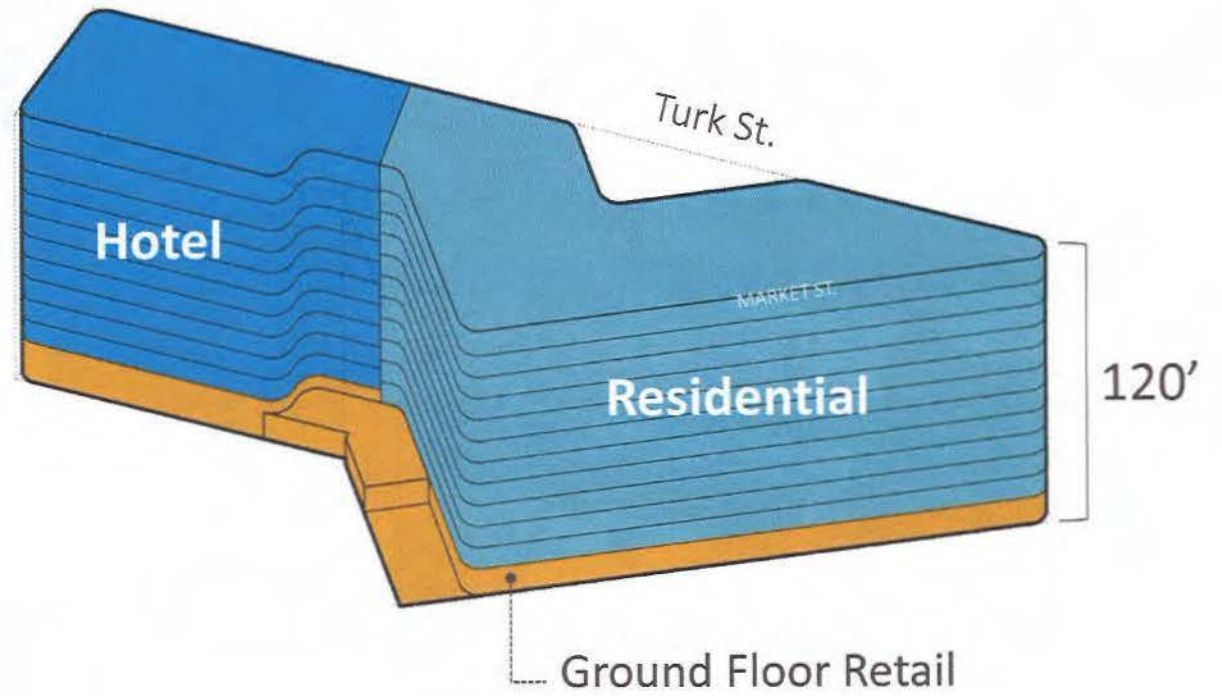


Project Design



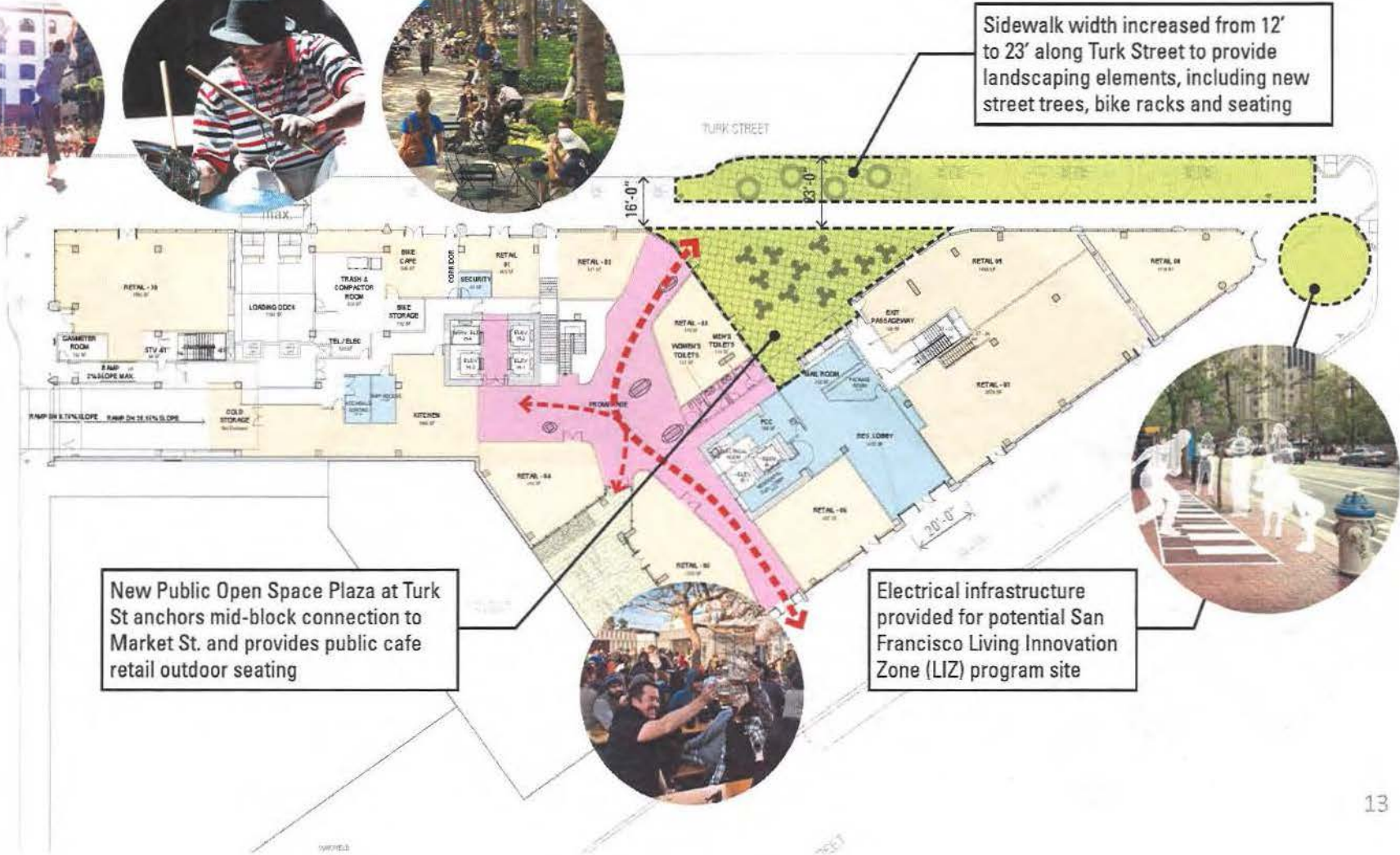
Zoning
C-3-G

Height & Bulk
120-X





Sidewalk width increased from 12' to 23' along Turk Street to provide landscaping elements, including new street trees, bike racks and seating



New Public Open Space Plaza at Turk St anchors mid-block connection to Market St. and provides public cafe retail outdoor seating

Electrical infrastructure provided for potential San Francisco Living Innovation Zone (LIZ) program site



MARKET STREET

**MARKET / TURK / MASON
CORNER**





VIEW ALONG MARKET STREET



VIEW ALONG TURK STREET - JUNE 2016



TURK / TAYLOR



EXHIBIT D

950-974 MARKET STREET COMMUNITY BENEFITS AGREEMENT

THIS 950-974 MARKET STREET COMMUNITY BENEFITS AGREEMENT (this "Agreement") is made and entered into as of November 11, 2016 (the "Effective Date") by and between MID MARKET CENTER, LLC, a California limited liability company ("Sponsor"), and Tenderloin Neighborhood Development Corporation, and Tenderloin Housing Clinic (collectively "Neighbors"). Sponsor and Neighbors are referred to collectively as the "Parties".

RECITALS

A. Sponsor has proposed a development project at 950-974 Market Street in the City and County of San Francisco, California ("City"), which would include the demolition of four commercial buildings and a parking structure. The Project would include approximately 242 dwelling units, a 232-room hotel, 16,100 gross square feet of ground floor commercial retail uses and a below-grade parking garage for approximately 82 cars (the "Project"). Sponsor is seeking approval by City of a Section 309 Downtown Project authorization, a conditional use authorization, demolition permits, site and building permits, and other permits necessary to complete construction of the Project (the "City Permits").

B. A preliminary mitigated negative declaration ("PMND") for the Project was issued by the City's Planning Department on July 6, 2016, determining that the Project will have no unmitigated significant environmental impacts and imposing mitigation measures to avoid potential impacts during construction. An appeal of the PMND was filed by the Q Foundation. City's Planning Commission will review the Project at a public hearing on November 17, 2016 and consider the PMND appeal and approval of various entitlements for the Project (the "Hearing") in reliance on a final mitigated negative declaration ("MND").

C. City's Planning Commission and Board of Supervisors will review an ordinance exempting the Project from various affordable housing, Jobs-Housing Linkage fees, TDR and graywater requirements in exchange for dedication of land at 180 Jones Street to the Mayor's Office of Housing and Community Development at no cost to the City and payments by the Sponsor to the City's 180 Jones Street Affordable Housing Fund to support development of an approximately 68 studio unit affordable housing development, as introduced at the Board of Supervisors by Supervisor Kim on October 4, 2016, in File No. 161066 (the "180 Jones Ordinance").

D. The Project site is located in the Tenderloin/Mid-Market neighborhood. Neighbors provide a broad range of community services to residents of the Tenderloin and Mid-Market neighborhood and are advocates for the residents of the neighborhood.

E. Neighbors agree to support and not to oppose the PMND, the MND, the City Permits and the 180 Jones Ordinance in exchange for Sponsor providing the additional community benefits and the construction and operations measures described in this Agreement, at an estimated value of \$5,000,000.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as of the Effective Date as follows.

AGREEMENT

The above recitals are incorporated into this Agreement by this reference.

1. Sponsor's obligations. Provided (i) Neighbors abide by the obligations set forth in Section 2 below, (ii) City rejects the appeal of the PMND and any appeal of the MND prior to December 31, 2016, (iii) City approves the Section 309 permit and conditional use permit for Project and any appeal of such permits are rejected prior to January 17, 2017, (iv) City approves the 180 Jones Ordinance, and (v) the Sponsor proceeds with construction of the Project, the Parties agree to the following.

A. Rent Free Community Space at Turk and Taylor

Sponsor shall lease the approximately 2,000 square foot ground floor retail space at the corner of Turk and Taylor Streets (the "Community Space") to community serving non-profit(s) organization on the following terms:

- The Community Space building shell shall be built out free of charge.
- No base rent shall be charged to a non-profit tenant if the below conditions are met.
- Tenant shall be responsible for its pro rata share of building expenses, including maintenance, management, master condominium association fees, property taxes, utilities and services (a "triple net" lease), plus utility charges (including electric, water, gas, janitorial, trash, etc.) for its own premises.
- Tenant shall be responsible for the cost of its tenant improvements.
- Lease term is 10-year + indefinite 10-year renewal as long as all of the following conditions are met:
 1. Use requires day and night hours that activates street and enhances the neighborhood's vibrancy and safety;
 2. Tenant has not defaulted on lease terms during the course of the lease; default includes monetary defaults such as non-payment of utilities and services;
 3. Space cannot be dark for more than 3 months at any time during lease terms; and
 4. A lease must be executed at least one year prior to project opening (estimated in Spring 2019) to budget 12 months for tenant improvement work. Space opening is to be simultaneous with project opening.

Sponsor reserves the right to terminate the lease and take possession of the Community Space if any of the four above conditions are not met. In such an event, in order to offset the premises' carrying costs estimated at \$161,000 per year, Sponsor has the right to lease the Community Space at market rate on a short-term basis until a suitable substitute non-profit tenant has signed a new lease. In the event that the space has been rented out at market rate for 6 months and a suitable non-profit tenant still cannot be identified, the net profit gained from the rent collected from the market-rate tenant will be granted to TLCBD (Tenderloin Community Benefit District), where a committee of tenants, business owners, non-profit staff and landlords will distribute the

funds to non-profits in the neighborhood for community improvement efforts. Sponsor and Neighbors shall each be offered a seat on the committee managing these funds.

The non-profit(s) to be occupying this space must demonstrate both a high level of community-mindedness and economic viability, and provide opportunities for daytime and evening programming which is accessible to a variety of users. Sponsor has reached an agreement with the Magic Theater to develop a new entity, Magic Lab, which shall be offered the Community Space on the above terms. Magic Lab has established that it has the capacity and willingness to offer a wide range of community-serving programs, with particular attention given to providing youth-focused arts and education opportunities. Should the agreement with Magic fail to advance, an alternative non-profit will be selected in partnership with the community which meets all of the terms outlined above.

B. Reduced Rent for Local Retail Store

Sponsor shall offer to contribute \$73,000 of rental assistance over a 7-year period for the Q Foundation to lease the ground floor retail space at 111 Taylor Street to provide job training and celebrate the LGBTQ history in the Tenderloin, provided Q Foundation does not appeal the MND or any City Permit. In the event Q Foundation does not accept this offer or files an appeal of the MND or any City Permit, the assistance shall be made available for another community-serving retailer, to be identified by Sponsor and Neighbors, to lease a ground floor retail space within the Tenderloin district boundary, as defined by Planning Department. The retailer receiving the assistance shall be a locally owned and non-formula retail business with a preference for businesses with LGBTQ ownership and which serves the LGBTQ community. It shall also demonstrate a high level of community-mindedness and economic viability. In the event no appropriate community-serving retailer and/or retail space has been identified prior to issuance of the Project's first temporary certificate of occupancy, the fund shall be granted to TLCBD, where a committee of tenants, business owners, non-profit staff and landlords shall distribute the fund to small businesses in the neighborhood with a preference for those with LGBTQ ownership and which serves the LGBTQ community. Sponsor and Neighbors shall each be offered a seat on the committee managing these funds.

C. Management of Public Open Spaces, De-Escalation Training and Annual Meeting

Sponsor shall make a good faith effort to design its publicly accessible open space along Turk Street in a manner that is safe, accessible and comfortable to all who wish to use it and to create a space that improves the health, social life and civic engagement of the Tenderloin and Mid-Market communities. These efforts include:

- Sponsor shall work with a culturally sensitive landscape architect, Coalition on Homelessness, SFPD and Public Works to design the Turk Street public open space in a manner that is inviting to local residents, including those with disabilities and those with service animals, and consider amenities such as comfortable seating, extensive bike parking, appropriate garbage and recycling receptacles, pedestrian level lighting, greenery, and external maintenance and security.
- Frontline staffs (those that commonly interact with the public) for the hotel and residential portion of the Project shall receive verbal de-escalation, cultural and mental

health sensitivity, and conflict resolution training within 12 months of their date of employment. The training shall be facilitated by one of the following community mental health provider or another local organization or individual providing mental health services to San Francisco residents.

- Coalition on Homelessness
 - Idriss Stelley Action & Resource Center
 - Community Boards
 - Mission Neighborhood Resource Center
 - Richmond Area Multi-Services
 - Mary Kate Connor
 - Mental Health Board
-
- Representatives of the Project's Master Association, which includes representatives from hotel, retail, and residential condos, shall meet with community stakeholders, organized by Neighbors, on an annual basis.

D. Good Neighbor Agreements and Community Resource Information

Sponsor shall offer to enter into a Good Neighbor Agreement with any nearby non-profit community service provider in the form attached hereto as Exhibit A.

Sponsor shall include information regarding community resources as part of the welcome packets for all tenants and owners.

E. Construction Impacts Agreement with TNDC.

See Exhibit B hereto.

F. Local Hiring and Workforce Development

See Exhibit C hereto.

G. Card Check Neutrality

Sponsor has signed an agreement with Unite HERE Local 2 regarding card check neutrality for future qualified hotel employees.

2. **Neighbors' Support of and No Appeal of the PMND, the MND, the City Permits and the 180 Jones Ordinance.** In consideration for Sponsor's commitments in Paragraph 1, Subparagraphs A through G above, Neighbors, individually and collectively, shall not appeal or comment on the PMND to the Planning Commission; shall publicly support issuance of the City Permits and approval of the 180 Jones Ordinance by the Planning Commission at or prior to the Hearing; and following the Hearing, the Neighbor shall support and not appeal the MND or the Planning Commission's approvals (and shall publicly support the Project through any appeal). Neighbors shall support approval of the 180 Jones Ordinance to the Board of Supervisors, including testimony at a Board committee hearing. Neighbors shall not engage in any activities

to, or encourage or directly assist others to, challenge, appeal, oppose, object to, interfere with or otherwise hinder the PMND, MND, the City Permits or the 180 Jones Ordinance, either administratively, judicially or legislatively, including but not limited to filing a lawsuit under CEQA or other laws or in any other way seeking invalidation or modification in any way of the MND, or invalidation of any Permits or any and all other permits, licenses, authorizations, or actions that are necessary for the Project, including without limitation demolition, building, encroachment or occupancy permits. In the event of any appeal of the PMND, MND, any of the Permits or 180 Jones Ordinance or a judicial or legislative challenge thereto by any third party, Neighbors, individually and collectively, shall not support any such appeal or challenge.

3. Miscellaneous.

A. This Agreement shall be binding upon and shall inure to the benefit of the Parties and their successors and assigns.

B. If any term, covenant, condition or other provision of this Agreement is unlawful, invalid or unenforceable for any reason whatsoever, then such term, covenant, condition or provision shall be enforced to the fullest extent permitted under the law, and all such remaining parts hereof shall be valid and enforceable and have full force and effect as though the invalid or unenforceable portions of such term, covenant, condition or provision had not been included herein.

C. This Agreement contains all of the agreements and understandings of the Parties pertaining to the subject matter contained herein and supersedes all prior or contemporaneous agreements, representations and understandings of the Parties. No part of this Agreement can be amended or modified except by written agreement of the Parties.


D. This Agreement shall be construed and enforced pursuant to the laws of the State of California.

E. This Agreement may be executed in any number of duplicate originals, each of which shall constitute an original copy of this Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

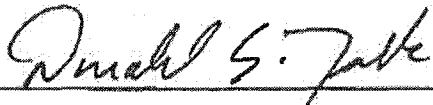
SPONSOR:

MID-MARKET CENTER, LLC, a California limited liability company

By: 
Name: JAY OU, GROUP I
Its: MANAGER.

NEIGHBORS:

TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION, a California nonprofit public benefit corporation:

By: 
Name: Donald S. Falk
Its: Chief Executive Officer

TENDERLOIN HOUSING CLINIC, a California nonprofit public benefit corporation:


By: 
Name: Randy SHAW
Its: Executive Director

EXHIBIT A

FORM OF GOOD NEIGHBOR AGREEMENT

(Neighbor's Name) / MID MARKET CENTER LLC GOOD NEIGHBOR AGREEMENT

THIS MID MARKET CENTER LLC / _____ GOOD NEIGHBOR AGREEMENT (this "Agreement") is made and entered into as of _____ (the "Effective Date") by and between _____ ("Neighbor") and MID MARKET CENTER LLC, a California limited liability company ("Sponsor") (collectively, the "Parties").

RECITALS

A. Sponsor has proposed a development project at 950-974 Market Street (the "Project Site") in the City and County of San Francisco, California (the "City"), which would include the demolition of an existing parking structure and four 2-story buildings that are either vacant or partially occupied with retail and office uses. The Project would include approximately 242 dwelling units, a 232 key hotel, 16,100 gsf of retail uses, and a below-grade parking garage for approximately 82 cars (the "Project").

B. The City Planning Commission intends to review the Project at a public hearing (the "Hearing") following issuance by the Planning Department of a preliminary mitigated negative declaration ("PMND") on July 5, 2016. The Hearing is currently scheduled for November 17, 2016, however, the Hearing date is subject to change.

C. Neighbor provides a broad range of community services at its locations at _____ ("Neighbor's Facilities"), which are located _____ from the Project Site.

D. Neighbor will not oppose or appeal the Project in exchange for Sponsor disclosing Neighbor's operations to its future buyers and lessees as described in this Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as of the Effective Date as follows.

AGREEMENT

The above recitals are incorporated into this Agreement by this reference.

1. Written Confirmation to Future Tenants of the Nature of Neighbor's Operations.

Sponsor shall disclose in writing to potential residential and commercial buyers and tenants of the Project, subject to review by Neighbor, the nature and scope of services provided by Neighbor's Facilities. Such disclosure may take the form of an exhibit to proposed leases and purchase and sale agreements or be referenced in the body of the lease or purchase and sale agreement.

2. Sponsor's Non-Interference with Neighbor's Operations.

Sponsor's operations shall not interfere with or disrupt access to or use of Neighbor's Facilities.

3. No Opposition and No Appeal of the Project.

Neighbor shall not oppose or appeal the Section 309 Downtown Project authorization or conditional use authorization by the San Francisco Planning Commission at or prior to the Hearing. Following the Hearing, the Neighbor shall not oppose and not appeal the Planning Commission's approvals provided that no material changes regarding the Project are made from the version of the Project plans that Neighbor has approved and have been submitted to the Planning Commission, and which are included as Exhibit A to this Agreement, and the Planning Commission has approved the Project plans.

4. Miscellaneous.

(a) This Agreement shall be binding upon and shall inure to the benefit of the Parties and their successors and assigns.

(b) If any term, covenant, condition or other provision of this Agreement is unlawful, invalid or unenforceable for any reason whatsoever, then such term, covenant, condition or provision shall be enforced to the fullest extent permitted under the law, and all such remaining parts hereof shall be valid and enforceable and have full force and effect as though the invalid or unenforceable portions of such term, covenant, condition or provision had not been included herein.

(c) This Agreement contains all of the agreements and understandings of the Parties pertaining to the subject matter contained herein and supersedes all prior or contemporaneous agreements, representations and understandings of the Parties. No part of this Agreement can be amended or modified except by written agreement of the Parties.

(d) This Agreement shall be construed and enforced pursuant to the laws of the State of California.

(e) This Agreement may be executed in any number of duplicate originals, each of which shall constitute an original copy of this Agreement.

IN WITNESS WHEREOF the parties hereto have executed this Agreement as of the date first above written

Neighbor:

_____, a California
nonprofit corporation

By: _____
Name:
Its:

SPONSOR

Mid Market Center LLC, a California limited
liability company

By: Ou Interests, Inc. dba Group I
Its Manager

Joy Ou, President

EXHIBIT B

**CONSTRUCTION IMPACTS AGREEMENT BETWEEN MID MARKET CENTER
AND TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION**

This Construction Impacts Agreement (this "Agreement") is made and entered into as of _____ (the "Effective Date") by and between the TENDERLOIN NEIGHBORHOOD DEVELOPMENT CORPORATION, a California nonprofit public benefit corporation ("TNDC"), and MID MARKET CENTER, LLC ("Sponsor") regarding construction of Sponsor's proposed project at 950-974 Market Street in San Francisco. TNDC and Sponsor are collectively referred to as the "Parties".

a. **Periodic Project Meetings.**

During the Project's "Construction Period," which shall mean the period of time beginning with Sponsor's receipt of building permits for the Project and ending with Sponsor's receipt of a Certificate of Occupancy for the Project, representatives from Sponsor, Sponsor's General Contractor, and Tenderloin Neighborhood Development Corporation ("TNDC") (the "Construction Liaisons") shall meet to discuss the impact of Project construction on residents of the Dalt Hotel located at 34 Turk Street (the "Construction Period Meetings"). Construction Period Meetings shall occur on a bi-weekly (every two weeks) basis, or as mutually agreed by the parties, at a time and location mutually acceptable to the Construction Liaisons, pursuant to any additional requirements discussed in this Agreement.

Following the Construction Period, the Project's Master Association will appoint a staff liaison (the "Project Liaison") to meet with TNDC to discuss ongoing issues related to operation of the Project (the "Project Operations Meetings"). Project Operations Meetings shall occur monthly at a time and location mutually acceptable to the Project Liaison and TNDC.

b. **Construction Management.**

During the Construction Period (as defined below), construction activities that require the use of heavy trucks, excavating and grading equipment, material loaders, concrete breakers, and pile drivers producing noise in excess of 80 dBA measured at a distance of 100 feet from such equipment, or an equivalent sound level at some other convenient distance, shall be considered "Disruptive Activities" for the purposes of this Agreement. No Disruptive Activities shall be permitted on the Project Site between the hours of 8:00 p.m. and 9:00 a.m., unless a special "Night Noise" permit consistent with the requirements of Section 2908 of the City's Noise Ordinance therefor has been applied for and granted by the Director of Public Works or the Director of Building Inspection. However, other construction activities, such as worker transport, acceptance of deliveries not requiring heavy trucks, framing, or other staging work shall be permitted during such hours consistent with the requirements of Section 2907 of the City's Noise Ordinance. General Contractor shall also implement additional "Construction Noise Management Measures," which shall include, without limitation:

- i. Ensure construction equipment is properly muffled according to industry standards.
- ii. Implement additional noise attenuation measures including temporary noise barriers or noise blankets around stationary construction noise sources that result in temporary or periodic increases in ambient noise levels above 80dBA.
- iii. Construction-related equipment, including heavy-duty equipment, motor vehicles, and portable equipment, shall be turned off when not in use for more than 30 minutes.
- iv. Vehicles in loading and unloading queues shall have their engines turned off after 5 minutes when not in use. Construction hours, allowable workdays, and the phone number of the job superintendent shall be clearly posted at all construction entrances to allow for TNDC and residents and staff of the Dalt Hotel to contact the job superintendent. If the job superintendent receives a complaint, the job superintendent shall notify the Sponsor and TNDC, investigate, take appropriate corrective action if warranted, and report the corrective action taken to the reporting party and to the Sponsor and TNDC within 48 hours of receiving a complaint. If the issue is such that it cannot be corrected within 48 hours, the job superintendent will explain what steps are being taken and establish a timeline for resolution, subject to TNDC's reasonable approval, within 48 hours of receiving a complaint.

Sponsor shall incorporate the terms of the City's Noise Ordinance, the limited hours for Disruptive Activities, and the preceding Construction Noise Management Measures into its contract with its General Contractor and all other construction contractors. At least thirty (30) days prior to commencement of the Construction Period, Sponsor shall provide proof satisfactory to TNDC that all construction contractors have been required in writing to comply with the City's Noise Ordinance, limited hours for Disruptive Activities, and the Construction Noise Management Measures identified in this Agreement.

Sponsor anticipates that construction will commence in Jan. 2017 and is expected to continue for a period of twenty-five (25) months ("Anticipated Construction Period"). TNDC acknowledges that the Anticipated Construction Period is for informational purposes only and subject to modification. Sponsor shall provide TNDC notice of any substantial deviation from this projected timeline as soon as reasonably practicable. In addition, Sponsor shall provide one month's advance notice to TNDC and Dalt Hotel residents and staff prior to the commencement of construction.

c. Temporary Relocation and Air Filters.

Sponsor shall provide a maximum of \$100,000 in relocation assistance and accommodation and air filters during the "Disruptive Activities" Period. Sponsor shall reimburse TNDC for the following expenses within 60 days upon receipt of invoices.

Temporary Relocation. Any resident of the Dalt Hotel that presents a letter to TNDC from a licensed health care professional stating that the resident suffers from a disability or medical condition that requires special accommodation from impacts associated with Disruptive Activities – such as issues arising from noise, vibration, or air quality – shall be eligible for temporary relocation to alternative housing ("Temporary Relocation") or other reasonable accommodations ("Reasonable Accommodations") during the portion of the Construction Period in which Disruptive Activities occur on the Project Site. Reasonable Accommodations may include air filters, white noise machines, or other measures that reduce impacts to residents without requiring relocation. The portion of the Construction Period in which Disruptive Activities occur on the Project Site is expected to be not longer than 24 weeks; however, residents shall be eligible for a Temporary Relocation or Reasonable Accommodation for the entire portion of the Construction Period in which Disruptive Activities occur regardless of its duration subject to the limitations of this Section.

At the Construction Period Meetings that occur while the Construction Period involves Disruptive Activities, TNDC shall bring all Temporary Relocation and Reasonable Accommodation requests received over the preceding two weeks and review the requests with Sponsor. Sponsor shall have the ability to review the claims and provide input as to what would be the most cost effective reasonable response. TNDC shall consider Sponsor's input and make a good faith effort to implement the most cost effective reasonable response. If the parties do not agree on the response, Sponsor shall, at its sole cost and expense, consult with a third party property management company with experience working with populations comparable to the residents of the Dalt Hotel for input on the response; however, TNDC shall retain discretion to determine if a Temporary Relocation or Reasonable Accommodation is required and the timing of when such Temporary Relocation or Reasonable Accommodation shall be implemented.

Air Filters. At any point during the Construction Period, Sponsor shall provide ionizing air filters, or a similar freestanding fan-powered air filter selected by TNDC to any resident of the Dalt Hotel whose room faces Turk Street and who so requests.

d. Security.

At least 10 business days prior to commencement of any construction on the Project Site (including without limitation grading, building, utility installation, paving, or any other construction), Sponsor and its General Contractor will present to TNDC their plans for ensuring the security of the Project Site and the surrounding area, during and after construction (the "Security Plan"). The Security Plan shall include fencing, security cameras, and security guards during non-work hours. The Parties agree to meet in good faith to address TNDC's concerns as part of the Security Plan prior to the start of construction. Sponsor will provide or cause to be provided a security service on site during non-work hours.

At the Construction Period Meetings, the Construction Liaisons will discuss and resolve any concerns regarding security that arise during construction. TNDC shall be provided with mobile telephone and e-mail contact information for the Construction Liaisons, and the Construction Liaisons or designees shall respond to TNDC and Dalt Hotel staff within 48 hours of receiving a complaint.

e. Employment.

Sponsor shall provide proof satisfactory to TNDC that the General Contractor has been required in writing to comply with the City's First Source Hiring Program for Private Construction Projects, attached as Exhibit A to this Agreement. Sponsor further agrees that its contract with its General Contractor will provide that priority will be given to Tenderloin residents who are eligible to be hired through the First Source Hiring Program, and will provide proof of such an agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

SPONSOR

Mid Market Center LLC, a California limited liability company

By: Ou Interests, Inc. dba Group I
Its Manager

Joy Ou, President

TNDC:

Tenderloin Neighborhood Development Corporation, a California nonprofit public benefit corporation:

By: _____
Name: Donald S. Falk
Its: Chief Executive Officer

EXHIBIT A TO CONSTRUCTION IMPACTS AGREEMENT

First Source Hiring Program for Private Construction Projects



MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding ("MOU") is entered into as of 4/29/2016, by and between the City and County of San Francisco (the "City") through its First Source Hiring Administration ("FSHA") and Mid Market Center LLC ("Project Sponsor").

WHEREAS, Project Sponsor, as developer, proposes to construct 242 new dwelling units, with up to 16,800 square feet of commercial space and 82 accessory, off-street parking spaces ("Project") at 950-974 Market St., Lots 001,002,004,014, in Assessor's Block 0342, San Francisco California ("Site"); and

WHEREAS, the Administrative Code of the City provides at Chapter 83 for a "First Source Hiring Program" which has as its purpose the creation of employment opportunities for qualified Economically Disadvantaged Individuals (as defined in Exhibit A); and

WHEREAS, the Project requires a building permit for a commercial activity of greater than 25,000 square feet and/or is a residential project greater than ten (10) units and therefore falls within the scope of the Chapter 83 of the Administrative Code; and

WHEREAS, Project Sponsor wishes to make a good faith effort to comply with the City's First Source Hiring Program.

Therefore, the parties to this Memorandum of Understanding agree as follows:

- A. Project Sponsor, upon entering into a contract for the construction of the Project with Prime Contractor after the date of this MOU, will include in that contract a provision in the form attached hereto as Exhibit A and Exhibit A-1. It is the Project Sponsor's responsibility to provide a signed copy of Exhibit A to First Source Hiring program and CityBuild within 10 business days of execution.
- B. Project Sponsor, as the developer of the Project, will comply with the requirements of Chapter 83 and upon entering into leases for the commercial space at the Project that are subject to Chapter 83, will include in that contract a provision in the form attached hereto as Exhibit B and Exhibit B-1. Project Sponsor will inform the FSHA when leases or occupancy contracts have been negotiated and provide a signed copy of Exhibit B and Exhibit B-1.
- C. Any lessee(s) or operator(s) of commercial space within the Project shall have the same obligations under this MOU as the Project Sponsor.
- D. CityBuild shall represent the First Source Hiring Administration and will provide referrals of Qualified economically disadvantaged individuals for employment on the

construction phase of the Project as required under Chapter 83. The First Source Hiring Program will provide referrals of Qualified economically disadvantaged individuals for the permanent jobs located within the commercial space of the Project.

- E. The owners or residents of the residential units within the Project shall have no obligations under this MOU, or the attached First Source Hiring Agreement.
- F. FSHA shall advise Project Sponsor, in writing, of any alleged breach on the part of the Project's contractor and/or tenant(s) with regard to participation in the First Source Hiring Program at the Project prior to seeking an assessment of liquidated damages pursuant to Section 83.12 of the Administrative Code.
- G. As stated in Section 83.10(d) of the Administrative Code, if Project Sponsor fulfills its obligations as set forth in Chapter 83, it shall not be held responsible for the failure of a contractor or commercial tenant to comply with the requirements of Chapter 83.
- H. This MOU is an approved "First Source Hiring Agreement" as referenced in Section 83.11 of the Administrative Code. The parties agree that this MOU shall be recorded and that it may be executed in counterparts, each of which shall be considered an original and all of which taken together shall constitute one and the same instrument.
- I. Except as set forth in Section E, above: (1) this MOU shall be binding on and inure to the benefit of all successors and assigns of Project Sponsor having an interest in the Project and (2) Project Sponsor shall require that its obligations under this MOU shall be assumed in writing by its successors and assigns. Upon Project Sponsor's sale, assignment or transfer of title to the Project, it shall be relieved of all further obligations or liabilities under this MOU.

Signature: _____

Date: 20160429

Name of Authorized Signer: Michelle Lin

Email: Michelle@groupi.com

Company: Group i

Phone: 415-394-9018

Address: 500 Sansome St., Suite 750, San Francisco, CA 94111

Project Sponsor: Mid Market Center LLC

Contact: Michelle Lin

Phone: 415-394-9018

Address: 500 Sansome St., Suite 750, San Francisco, CA 94111

Email: michelle@groupi.com

for Ken Nim

Date: 4/29/2016

First Source Hiring Administration

OEWD, 1 South Van Ness 5th Fl. San Francisco, CA 94103

Attn: Ken Nim, Compliance Manager, ken.nim@sfgov.org

EXHIBIT C

WORKFORCE DEVELOPMENT AGREEMENT BETWEEN MID MARKET CENTER AND TENDERLOIN HOUSING CLINIC

- a. Purpose. To facilitate the training and employment of local applicants in permanent hospitality positions at the Project's Hotel.
- b. Permanent Jobs Funding. Sponsor shall pay \$300,000 to Tenderloin Housing Clinic (THC) no later than one year prior to hotel opening to fund worker identification, barrier removal and referral services, as well as for THC to fund Equality and Inclusion in Hospitality, Inc. (EIHI) to facilitate participant selection, job development/placement, relevant trainings, participant stipends, retention services, related supplies and materials, as well as indirect administrative costs.
 - i. THC will begin programming one year prior to hotel opening. Hotel Opening is estimated to be June 1st, 2019. During the one (1) year of programming, THC will refer no less than forty (40) Central City Area residents to the Jobs Program funded by Sponsor and facilitated by EIHI. THC will also place no less than fifty (50) residents of the Central City Area into local job training and/or placement programs other than EIHI. These programs may include, but are not limited to, Hospitality House, Community Housing Partnership's Solutions SF, CodeTL, Mission Hiring Hall and San Francisco Office of Economic and Workforce Development Hospitality Initiative.
 - ii. THC's outreach shall reach at least 500 residents prior to hotel opening, of which a minimum of 150 residents shall be Asian Pacific Islanders (API). This effort shall be documented through sign-in sheets and written communications. During this period, THC shall be responsible for presenting at no less than 15 community organizations and 30 residential buildings in the neighborhood. THC commits to discussing the Jobs Program with a designated staff member at the Vietnamese Youth Development Center (VYDC) no less than once per month, and to regularly soliciting program referrals to fill the above mentioned 150 API slots. All presentations and outreach flyers shall be made available in languages that are identified as necessary for outreach purpose by VYDC. All of these deliverables shall be tracked and sent to Sponsor on a monthly basis by the last day of each month.
 - iii. THC shall work with Sponsor and EIHI to schedule EIHI's Jobs Program such that its completion falls no more than sixty (60) days prior to the Hotel opening. THC shall work with EIHI to schedule their Jobs Program according to the construction completion estimates provided by Sponsor. THC shall provide funding to designate at least twenty (20) seats in EIHI's Jobs Program, of which minimum of 6 seats shall give priority to

API through coordination with VYDC. EIHI retains sole discretion to select participants for the Jobs Program.

- iv. THC shall grant rent-reduction stipends to two resident outreach workers to support the worker identification, barrier removal and referral services that THC will coordinate. One of these resident outreach workers will be chosen through open advertisement and hiring throughout the Tenderloin. A second resident outreach worker position will be offered first to VYDC, who will have four-weeks to send applicants to THC. THC will hire at least one resident outreach worker from VYDC as long as at least one applicant applies who meets all outlined eligibility qualifications.
 - v. THC shall work with VYDC for API outreach effort and training support, described in Section b. ii and Section b. iii. and THC shall compensate VYDC for the services rendered.
 - vi. THC shall work with Rashaida Nirobe on the Jobs Program, described in Section b. iii. and THC shall compensate Rashaida Nirobe for the services rendered.
- c. Change in Payment Schedule. If by October 1st, 2017, all Parties agree that the Hotel opening will likely happen later than June 1st, 2019, the Parties shall hold a meet-and-confer process to determine later dates for payment of the funding mandated by Section 1.b and for commencement of Permanent Jobs outreach and training as mandated by Section 1.b.
- d. Hiring Process.
- i. Notification of Job Opportunities. Eight months prior to the Hotel's opening, the Hotel Operator shall meet with THC and EIHI to give descriptions of the jobs that will be available when the Hotel opens, including job responsibilities and qualifications, job expectations, salary, work schedule, duration of employment, required standard of appearance, and any special requirements (e.g. language skills, drivers' license, etc.). By June 1st, 2018, the Sponsor shall give THC an estimated schedule for the completion of construction. Based on that timeline, the Parties shall establish a date likely to be eight months prior to hotel opening. That date shall be set for the meeting for Notification of Job Opportunities. Job qualifications shall be limited to skills directly related to performance of job duties, in the reasonable discretion of the Hotel Operator.
 - ii. Interview Process. The Hotel Operator shall grant interviews to all program participants that complete the EIHI's Jobs Program designed for the Project, described in Section b. iii. The Hotel Operator shall make commercially reasonable effort to provide feedback about the applicant, including why they did or did not choose to hire the applicant to EIHI, within 7 days but no later than 20 days after the interview.

- iii. Retention. EIHI shall continue to provide all participants who are placed in the Hotel after completing their program with job retention related supportive services for up to one year. The Hotel Operator shall make a good faith effort to communicate with EIHI if challenges arise with employees hired through the Jobs Program.
- iv. Reporting and Recordkeeping. THC shall provide reports to Sponsor outlining the number of residents reached, the extent of barrier removal provided, the number of potential applicants referred to jobs services and the number of participants placed in EIHI's Jobs Program. This reporting shall be provided to Sponsor monthly beginning on the date of the Notification of Job Opportunities meeting or on the date of Hotel Opening, whichever date comes earlier.

e. Enforcement and Right to Injunctive Relief.

It is agreed that (i) the rights and benefits of each of the parties pursuant to this Agreement are unique, (ii) that no adequate remedy will exist at law if any of the parties shall fail to perform, or breaches, any of its obligations under this Agreement, (iii) that it would be difficult, if not impossible, to determine the amount of damages resulting from such a failure to perform or breach, and (iv) that such failure to perform or breach will cause irreparable injury to the non-breaching party. Therefore, the parties acknowledge and agree that the non-breaching party shall be entitled to injunctive relief to prevent or restrain any failure to perform or breach of this Agreement, including the right of THC to seek a preliminary injunction against Sponsor prohibiting the hiring of employees for the Hotel until the default is remedied



UNITE HERE!

March 22, 2016

San Francisco Planning Commissioners
c/o Claudine Asb^{gh}
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Re: 2013.1049C (950-974 Market Street)

Dear Commissioners:

We write in support of Group i's proposed hotel development at 950 Market Street. The project sponsors have distinguished themselves by entering into an organizing agreement that guarantees hotel employees at that site will have the opportunity to join a union easily and without risk of retaliation. As a result, the hotel jobs created there will almost certainly be the kind we need more of in San Francisco: service jobs that provide living wages, family health care, and retirement benefits.

As our union has often testified, the Commission has a responsibility to exercise its Conditional Use discretion to weigh the quality of jobs at major projects, particularly (per Section 303(g)) hotels. In that light, we urge you to approve the development of this hotel.

Sincerely,

A handwritten signature in black ink, appearing to read 'Anand Singh'.

Anand Singh
President

opeiu-3-afl-cio(51)mds

Anand Singh
President

Chito Cuéllar
Vice-President

Tina Chen
Secretary-Treasurer



May 11, 2015

Leigh Chang
Director of Acquisitions and Development
Group i
500 Sansome Street, Suite 750
San Francisco, CA 94111

RE: Support for Project at 950-970 Market Street

Dear Ms. Chang,

I write on behalf of the Hotel Council of San Francisco and our Board of Directors to express our support for the proposed mixed-use 212-room hotel, 250 - unit housing and 16,000 square feet of ground floor retail space at 950-970 Market Street.

The Council believes the project will generate significant economic activity and contribute positively to the hospitality industry in San Francisco. The addition of this project is not only projected to bring 2000 jobs into the neighborhood and tax revenue to support the city but also economic impact for surrounding businesses. Hotel guests spend more money outside of hotels than inside which will benefit other businesses in the neighborhood.

The Project is expected to revitalize Mid-Market's roots as a thriving theater district by activating Market Street with lively pedestrian activity throughout day and night and establishing a vibrant environment for both local residents and visitors.

The Hotel Council supports this commercial and residential development of the Mid-Market area and believes the mixed use project being developed by Group i will bring much needed support for the neighborhood and city.

Sincerely,

A handwritten signature in black ink that reads "Kevin Carroll". The signature is written in a cursive, flowing style.

Kevin Carroll
Executive Director



United Brotherhood of Carpenters
and Joiners of America
LOCAL UNION NO. 22

July 19, 2016

Rodney Fong, President
Planning Commission
1650 Mission Street, Suite 400
San Francisco, CA 94103

Dear President Fong,

On behalf of more than 3000 members, Carpenters Local Union 22 fully supports Group I's project at 950-974 Market Street. Group I has committed to use Union Signatory General Contractor Lendlease for the construction of its new Mid-Market project. This project will create hundreds of local union jobs with living wages, health and retirement benefits. In addition, Group I's project will be a gateway for local workers to enter into union apprenticeship and training programs for a sustainable career in the construction industry.

950-974 Market will provide approximately 242 units of middle income housing in the heart of the Market Street transit corridor, helping to relieve the current housing crisis in San Francisco. Complementing the residential development will be a boutique hotel and 13,500 square feet of ground floor retail space. This development will also be supplying non-profit space free of charge to Magic Lab, a community-focused off shoot of the renowned Magic Theater, which will be focused on providing arts education opportunities to Tenderloin youth.

We encourage you to support Group I's project to ease San Francisco's housing crisis and create a friendly and accessible environment between Mid-Market and the Tenderloin.

Respectfully,

Todd Williams
Senior Field Representative

cc: John Rahaim, Director of Planning

sko/opeciu-29-afl-cio (38)

2085 3RD STREET • SAN FRANCISCO, CA 94107
TELEPHONE: (415) 355-1322 • FAX: (415) 355-1422





TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

San Francisco Travel supports Group i's planned 950-974 Market Street development. The mixed-use hospitality, housing, and retail project will enhance the local economy and transform the block of Mid-Market between 5th and 6th streets into a premier destination for conventions, meetings, events, and leisure travel.

This will bring new residents, visitors, and shoppers to Tenderloin businesses, helping them grow and improving the overall safety of the neighborhood. It will also increase pedestrian activity along Market Street between the Powell and Union Square shopping areas to Civic Center, and vice versa.

Additionally, the planned development will bring multiple benefits to the Tenderloin and Market Street communities. It will enliven the neighborhood by providing room for a wide range of activities, which include a dedicated non-profit space at the corner of Turk and Taylor, an outdoor food and beverage garden, a publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

A handwritten signature in black ink, appearing to read "Joe D'Alessandro".

Joe D'Alessandro
President and CEO



**SAN
FRANCISCO
CHAMBER OF
COMMERCE**

May 8, 2015

Ms. Leigh Chang
Group I
500 Sansome St. Suite 750
San Francisco, CA 94111

RE: 950-974 Market Street Project

Dear Ms. Chang;

The San Francisco Chamber of Commerce, representing over 1,500 local businesses, is pleased to go on record in support of your mixed use residential/hotel project at 950-974 Market Street.

For decades the city has sought to revitalize the Mid-Market Street area. Once the entertainment and retail "spine" of the San Francisco, the area never really recovered from the disruption caused by the construction of the BART/MUNI Metro systems in the 1970's. However, in the last five or six years, residential construction and targeted tax reductions for businesses occupying formally vacant buildings has resulted in a significant economic turnaround. New apartments and condominiums, retail, theater and office uses are occurring on every block between 5th and 11th Streets.

Your project will be an anchor for the north side of Market Street just a block from the Powell Street cable car turntable and the BART/Muni Metro station. And the mix use nature of your project will add critically needed hotel rooms near Union Square and Moscone Convention Center while continuing to add residential units which are in high demand along the Market Street corridor. While San Francisco experiences some of the lowest unemployment rates in California, job creation in the Mid-Market area with moderate levels of unemployment would be well served by the jobs this project will create.

The Chamber congratulates you for undertaking this important project and we look forward to working with you to see it to fruition.

Sincerely,

JIM LAZARUS
Sr. Vice President, Public Policy



Empowering Youth. Transforming Lives.

Joy Ou, President
Group i
500 Sansome Street, Suite 750
San Francisco, CA 94111

Dear Joy:

We are pleased to support Group i's selection of Magic Theatre as its partner for the nonprofit space at the corner of Turk and Taylor as part of their 950-974 Market Street development. Here at the Vietnamese Youth Development Center we have a rich legacy in investing in our youth's development through the arts; we believe the arts are a powerful vehicle to effect healthy human development.

We are especially pleased to see the Magic has fully embraced educational/community engagement programming, and as part of the Tenderloin arts and education community's proud tradition of welcoming and collaborating with one another, we look forward to collaborating with the Magic Theatre in advance of and after it opens its doors on Turk Street.

Best regards,

Judy Young
Executive Director

San Francisco Arts Commission September 9, 2016

Edwin M. Lee
Mayor

Tom DeCaigny
Director of Cultural Affairs

401 Van Ness Avenue, Suite 325
San Francisco, CA 94102

SFAC Galleries
401 Van Ness Avenue, Suite 126
San Francisco, CA 94102

Street Artists Licensing
401 Van Ness Avenue, Suite 124B
San Francisco, CA 94102

tel 415-252-2100
fax 415-934-1022
sfartscommission.org
facebook.com/sfartscommission
twitter.com/SFAC



City and County of San Francisco

John Rahim
Director
San Francisco Planning Commission
1650 Mission Street
San Francisco, CA 94103

RE: Group i 950-974 Market Street Project

Dear John,

I am writing on behalf of the San Francisco Arts Commission to convey our support for Group i's decision to contribute a significant portion of the Public Art Fee for the 950-974 Market Street project to the Public Art Trust.

Group i is to be commended for being the first developer to propose using the Trust to support temporary public art programming to activate public space and to contribute to the operations of local nonprofit art spaces. Both of these are important objectives of the Public Art Trust which have not been realized until now. The contribution from 950-974 Market Street will be used in a variety of ways, one of which is to support temporary public art programming on site to mitigate the impact of construction for the neighborhood. Group i's project also includes a non-profit hub at the corner of Turk and Taylor that will be utilized free of charge by a local nonprofit theatrical organization. This new space will host rehearsals, educational and community-oriented programs, and theatrical productions, all of which shall be free to the public, providing a valuable new cultural amenity for the local community. Additionally, a portion of the 1% will be distributed through the Arts Commission's granting process to support art programming in the Tenderloin.

President and CEO at Group i, Ms. Joy Ou's civic-minded use of the Trust is consistent with her life-long commitment to the arts, demonstrated by her long-time advocacy for local artists through her support of organizations such as CounterPulse, EXIT Theater, Cutting Ball Theater, Women's Audio Mission, and the Community Arts Stabilization Trust (CAST). She serves on the board of directors of the San Francisco Art Institute and the Wildflowers Institute, and is a former Trustee for the Fine Arts Museums of San Francisco.

The Planning Commission's approval of Group i's 950-974 Market Street project will enable the project to significantly contribute to enduring vibrancy of San Francisco's arts community and will set a precedent for other developers to follow.

Sincerely,

Jill Manton
Director, Public Art Trust and Special Initiatives



1182 MARKET STREET SUITE 200 SAN FRANCISCO CA 94102
TELEPHONE 415 551 2075 FACSIMILE 415 431 5052

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a Tenderloin-based business located on Taylor street, we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The resulting new residents, hotel visitors, and retail shoppers will bring new customers to Tenderloin businesses, including the Golden Gate Theater, and will help improve the safety of neighborhood residents and visitors.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,



Greg Holland, CEO

SHN Golden Gate Theater
1 Taylor Street
San Francisco, CA 94102



509 Cultural Center

(415) 255-5971 • www.luggagestoregallery.org

1007 Market Street, San Francisco, CA 94103

Darryl Smith and Laurie Lazer, Co-Artistic Directors

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a Tenderloin-based art gallery, we strongly support Group i's planned 950-974 Market Street development. Group i has long been a supporter of the Tenderloin arts community. Joy Ou, Group i's President and CEO, has supported organizations such as CounterPulse, EXIT Theater, Cutting Ball Theater, Women's Audio Mission, and the Community Arts Stabilization Trust (CAST). She sits on the board of directors of the San Francisco Art Institute and the Wildflowers Institute, and is a former Trustee for the Fine Arts Museums of San Francisco. Joy has served in an advisory capacity for the Luggage Store Gallery – and also provided us with a temporary exhibit space – and the Global Heritage Fund.

In addition to this proven support of the arts community, the development will bring many positive impacts to the community. It will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

Darryl Smith

Co-founder, Luggage Store Gallery/509 Cultural Center

The luggage store
1007 market Street
SF CA 94103
Tel. 415 255 5971
www.luggagestoregallery.org

August 16, 2016

Joy Ou, President
Group i
500 Sansome Street
San Francisco, CA 94111

Re: 950 - 974 market Street project

Dear Ms. Ou;

I am writing on behalf of the luggage store/509 Cultural center/Tenderloin national Forest to express both our support of your project, and your choice of the magic Theater as your tenant and partner at the space at the corner of Turk and Taylor for the 950-974 market street development project.

We are moved, impressed and appreciative of your willingness and passion over these years to listen to and work thoughtfully with the needs of our very diverse (as well as diverse in its needs neighborhood... and to have chosen the magic as your partner. We value and respect your decision and this organization .

We are excited to welcome the magic Theater , and believe they will be an asset to the neighborhood. Their years of expertise and experience in the creative arts culture and non profit sector of San Francisco, speaks for itself and promises a high quality of programming as well as neighborhood relevance and inclusion in creative ways.

WE firmly believe that magic will work diligently to 'integrate' itself into the 'fabric' of the neighborhood to benefit both residents and the arts community in general. We are looking forward to working together and sharing .

Thank you on behalf of all the people who value art and creativity and for the work you are doing in the mid market Corridor.

If we can be of further assistance, please do not hesitate to contact us.

Sincerely,



Darryl Smith and Laurie Lazer
Co Directors/Founders



EXIT THEATRE • EXIT STAGE LEFT San Francisco Fringe Festival

156 EDDY STREET • SAN FRANCISCO, CA • 94102

Christina Augello • ARTISTIC DIRECTOR • 415 931-1094

Richard Livingston • MANAGING DIRECTOR • 415 673-5944

Box Office • 415 673-3844

Fax • 415 931-2699

Email • MAIL@SFFRINGE.ORG

December 16, 2016

To Whom It May Concern:

EXIT Theatre is writing to support the proposed project of Group I commonly referred to as 950 Market Street. We particularly want to commend the scale of the proposed project.

EXIT Theatre has been on Eddy Street in the Tenderloin for 33 years and we are located just one block north of the proposed project. In the 1980s we were intimately involved with the efforts to re-zone the Tenderloin and the creation of the North of Market Special User District. A major tenet of the NMSUD was the desire to protect the mid-size scale of the Tenderloin and the NMSUD drastically reduced the allowed building height to a maximum of 120 feet.

Although Group I's proposed project is not within the NMSUD it is contiguous to it and at a proposed height of 120 feet it respects the scale of the Tenderloin and does not create a barrier isolating the neighborhood from Market Street as a taller building would.

Thank you for your consideration.

Sincerely,

Richard Livingston
Managing Director
EXIT Theatre



870 Market Street Suite 452 San Francisco, CA 415-362-2500
Carolyn@marketstreetassociation.org

November 16, 2015

TO: San Francisco Planning Commission
RE: 950-974 Market Street Project

Dear Commissioners:

The Market Street Association is dedicated to the revitalization and redevelopment of Market Street. Our mission is to create and support projects and events that will improve the overall social and economic development of our main street.

We support Group I's proposed 950 -974 Market Street project. This development, located between 5th & 6th Streets, has long been a sleeping site on Market Street waiting for a re-awakening. This mid-Market gateway project of nearly 400,000 sf will include residential units with 12% below market rate units on site, 235 hotel rooms, parking, ground floor retail, a public plaza, a pocket garden and a rooftop garden.

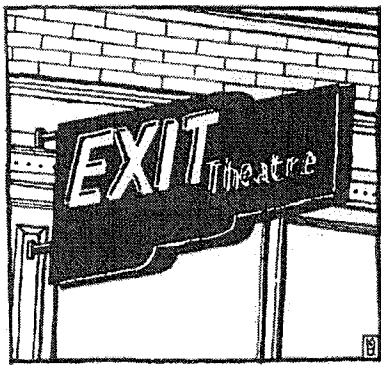
This development will anchor this block and begin the major revitalization of the mid-Market area. It brings much needed housing to our City, much needed retail to Market Street, and the hotel guests will bring much needed critical mass to our street. As an added benefit the plans include public spaces for all of the neighborhood to use and enjoy.

The mid-Market neighborhood has for too long been the orphaned section of Market Street. This development begins the revitalization Market Street deserves. We urge your support for this project.

Sincerely,

Carolyn Diamond

Carolyn Diamond
Executive Director



EXIT THEATRE • EXIT STAGE LEFT San Francisco Fringe Festival

156 EDDY STREET • SAN FRANCISCO, CA • 94102

Christina Augello • ARTISTIC DIRECTOR • 415 931-1094

Richard Livingston • MANAGING DIRECTOR • 415 673-5944

Box Office • 415 673-3844

Fax • 415 931-2699

Email • MAIL@SFFRINGE.ORG

August 9, 2016

To Whom It May Concern,

EXIT Theatre is writing to support the inclusion of cultural facilities in the 950 Market Street project.

In 1988, after years of community effort, EXIT Theatre produced the Tenderloin Performing Arts Plan. The plan had four major recommendations:

1. Support Existing and Emerging Tenderloin Arts Organizations
2. Protect and Increase Tenderloin and Downtown Performing Arts Spaces
3. Study What Other Communities Are Doing To Protect and Strengthen Performing Arts Districts
4. Nurture Audiences and Artists in the Tenderloin.

In the last three decades the Tenderloin cultural community has made tremendous strides. The addition of cultural facilities in the 950 Market project will further enhance that effort.

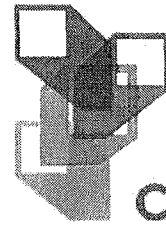
Sincerely,

A handwritten signature in cursive script that reads "Richard Livingston".

Richard Livingston
Managing Director
EXIT Theatre

September 29, 2016

Moy Eng
Executive Director
Community Arts Stabilization Trust
70 Otis Street
San Francisco, CA 94103



CAST
COMMUNITY ARTS
STABILIZATION TRUST

A Letter of Support for Magic Theatre: 950-974 Market Street Project

Community Arts Stabilization Trust is pleased to learn of Group i's selection of Magic Theatre to participate in the development of a nonprofit arts space at 950-974 Market Street. CAST is appreciative of the longstanding and impactful presence Magic Theatre has had in San Francisco, for nearly 50 years.

CAST is confident that Magic Theatre, as part of its strategic initiatives, is well poised to expand its facilities and programming. Furthermore, this opportunity for Magic Theatre's expansion will allow for a number of benefits to the Tenderloin neighborhood and its community members, including accessibility to a vibrant space, innovative performances, youth and adult educational programming, and opportunities for employment.

Best wishes on this exciting opportunity to expand your facilities and reach to the Tenderloin community and beyond.

With warm regards,

A handwritten signature in black ink, appearing to read 'Moy Eng', with a long, sweeping horizontal line extending to the right.

Moy Eng
Executive Director, Community Arts Stabilization Trust

THE CUTTING BALL THEATER

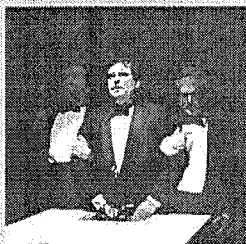
EXPLORE EXPERIMENTAL

Honorary Board
Oskar Eustis
Ken Melrose
Suzan-Lori Parks
Walter Wilkie
Robert Woodruff

Board of Directors
Erik Blachford
Mary Anne Cook
Amanda Felson
Darren Isom
Tom Lima
Daniel Lockwood
Laura Mason
Janet Maughan
Rob Melrose
Kate Robards
Dave Yrueta

Founding Artistic Director
Rob Melrose

Acting Artistic Director
Paige Rogers



TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a Tenderloin-based theater, we strongly support Group I's planned 950-974 Market Street development.

Group i has long been a supporter of the Tenderloin arts community. Joy Ou, Group i's President and CEO, has supported organizations such as CounterPulse, EXIT Theater, Cutting Ball Theater, Women's Audio Mission, and the Community Arts Stabilization Trust (CAST). She sits on the board of directors of the San Francisco Art Institute and the Wildflowers Institute, and is a former Trustee for the Fine Arts Museums of San Francisco. Joy has also served in an advisory capacity for the Luggage Store Gallery and the Global Heritage Fund.

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Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

Paige Rogers, Artistic Director of the Cutting Ball Theater, 277 Taylor Street

The Cutting Ball Theater
141 Taylor Street
San Francisco, CA 94102
www.cuttingball.com
info@cuttingball.com
(415) 292-4700



San Francisco
**HOUSING
ACTION
COALITION**

95 Brady Street
San Francisco, CA 94103
415 541 9001
info@sfhac.org
www.sfhac.org

October 27, 2015

Mr. Steve Kuklin
Group I
100 Bush Street, Suite 1650
San Francisco, CA 94104

Ref: 950-974 Market Street – Mixed-Use Development

Dear Mr. Kuklin,

Thank you for bringing your proposed project at 950-974 Market Street to the San Francisco Housing Action Coalition (SFHAC) Project Review Committee on July 9, 2014 and July 22, 2015. Upon review and discussion, we believe your project has many merits and will contribute to the SFHAC's mission of increasing the supply of well-designed, well-located housing at all levels of affordability in San Francisco. Please review our letter, which explains how your project meets our guidelines and areas where improvements are suggested. We have attached a copy of our guidelines to the end of this letter for your reference. Also see our report card, which grades your project according to each guideline.

Project Description: Your project proposes the demolition of several underutilized commercial and vacant retail spaces and the construction of a large, mixed-use development that includes 262 homes, hotel and retail space, and a Community Hub dedicated for a kitchen incubator program. Parking would be provided underground.

Land Use: Your proposed development will transform this neighborhood in a highly beneficial way. It would not only enliven the neighborhood, but also connect the lively downtown district with the evolving Mid-Market area. The SFHAC commends you for pursuing this ambitious project, which would provide a significant amount of badly needed housing in a transit-rich location. It's unfortunate that your earlier plan to provide an art-oriented project, which our members really liked, did not come to fruition. However, we commend you for pursuing this alternative that dedicates a portion of ground floor space for a kitchen incubator program.

Density: The proposal calls for 262 new condos, 12 units short of the allowed density. The units are relatively small, averaging about 600 square feet. Although our members supported the original plan to create a Special Use District (SUD) that would have provided significantly more homes, we understand the circumstances that prevent this from being realized and encourage you to move forward with your revised scheme.

Affordability: The SFHAC commends your decision to provide the below-market-rate (BMR) units on-site. This equates to 31 homes, or 12 percent of the total units. The units are also relatively small, which will make them affordable to a wider range of incomes.

We encourage you to explore ways to improve the project's affordability. Two possibilities might include using the "Inclusionary Dial" to provide more BMRs at a greater range of affordability or using the local density bonus ordinance, known as the Affordable Housing Bonus Program.



San Francisco Housing Action Coalition (SFHAC) Project Report Card

Address: 950-974 Market Street

Project Sponsor: Group i

Date of SFHAC Review: July 9, 2014 and July 22, 2015

Grading Scale:

1 = Fails to meet project review guideline criteria

2 = Meets some project review guideline criteria

3 = Meets basic project review guideline criteria

4 = Exceeds basic project review guideline criteria

5 = Goes far beyond of what is required

Criteria for SFHAC Endorsement:

1. The project must have been presented to the SFHAC Project Review Committee;
2. The project must score a minimum of 3/5 on any given guideline.

<i>Guideline</i>	<i>Comments</i>	<i>Grade</i>
Land Use	The project would replace several underutilized commercial buildings with 262 homes, as well as hotel and retail space.	5
Density	The project takes advantage of the building envelope and provides relatively small homes, averaging about 600 square feet.	5
Affordability	The below-market-rate homes will be provided on-site, totaling 31 homes, or 12 percent of the total units. We encourage the project sponsor to look into the "dial" and density bonus program.	3
Parking and Alternative Transportation	The site is well served by numerous transit options and is within walking distance of much employment. We support the bike-parking plan but encourage less car parking.	4
Preservation	The project sponsor has chosen to honor the Old Crow Bar with a plaque in the building's lobby and has a consulted a preservation architect during the process.	5
Urban Design	The project would improve the ground floor experience and provide several creative open spaces that could be gathering destinations for residents.	5
Environmental Features	The project would most likely utilize a grey-water recycling system. We encourage the project sponsor to exceed LEED Silver for the residential building.	4
Community Input	The project sponsor has thoroughly engaged the community and made a significant effort to employ local residents for the ground floor uses. Local union labor would be used as well.	5
Additional Comments	The SF Housing Action Coalition thanks the project sponsor for presenting the revised plans to our members.	N/A
Final Comments	The SF Housing Action Coalition endorses the project without reservation.	4.5/5

Please see attached letter for further explanation.

Mr. Steve Kuklin
October 27, 2015
Page Two

Legislation for both policies should be introduced by the end of the year.

Parking and Alternative Transportation: The project is located in a transit-rich area. The Powell Street BART and Muni Station, several Muni bus lines and the excellent Market Street bicycle corridor are all adjacent to the site. Residents would also be within walking distance of numerous job centers and neighborhood amenities.

The project would provide 96 car parking spaces, 85 of which are designated for the residential units, equating to a ratio of about 0.3 spaces for home. We believe this low ratio is appropriate, but would support even fewer spaces, considering all of the other available transit options. The project also includes two car share spaces. We thank you for responding to our feedback and are pleased that the project will now include one bike parking space per unit. We consistently hear from our developer members that they frequently underestimate their need for bike parking and overestimate their need for car parking.

You mentioned that you will undertake a Transportation Demand Management (TDM) program analysis and have moved the primary drop-off zone to Turk Street.

Preservation: There are no structures of significant historic merit on the site. However, your project is at the location of "The Old Crow" bar, the longest operating gay bar in San Francisco from 1934 to 1980. We support your proposal to memorialize this culturally historic use by displaying a plaque in the public lobby. Your team engaged Page & Turnbull to prepare a formal Historic Resource Evaluation as part of the environmental review process. The SFHAC supports this effort.

Urban Design: Our members agreed that this project is "exciting" from an urban design standpoint. It would create a new destination for residents with the addition of ground floor retail and the incorporation of a pocket park, a plaza along Turk Street, and an alley running between Crazy Horse and your building. These plans will significantly improve the pedestrian experience and better connect Market Street to the Tenderloin.

We commend your efforts to program a portion of the ground floor space for a kitchen incubator program whose goal is to hire from the Tenderloin.

Open space will also be provided on the roof deck. Numerous streetscape improvements are proposed that would enhance the pedestrian experience.

Environmental Features: You stated that you are targeting LEED Silver for the residential portion of the building and would install a grey-water recycling system. You mentioned exploring ways to improve the ecology on Market Street by providing opportunities for urban food production and composting. Finally, your team is considering using the available NRG steam service for the buildings' hot water and mechanical heating systems. These are all excellent measures to green the project and conserve water. However, we still encourage you to exceed LEED Silver for the residential portion of the development.

Community Input: You've accomplished a significant amount of community outreach for this project, having engaged with numerous community groups, local residents and Supervisor Jane

Mr. Steve Kuklin
October 27, 2015
Page Three

Kim. You also created a plan for the ground floor that could employ nearby residents and committed to union labor that will employ local workers, offer prevailing wages and create an apprenticeship program.

Thank you for presenting your plans for 950-974 Market Street to our Project Review Committee. We are pleased to endorse this excellent project. Please keep us abreast of any changes and let us know how we may be of assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "Tim Colen", with a horizontal line extending to the right.

Tim Colen
Executive Director

SFHAC Project Review Guidelines

Land Use: Housing should be an appropriate use of the site given the context of the adjacent properties and the surrounding neighborhood and should enhance neighborhood livability.

Density: The project should take full advantage of the maximum unit density and/or building envelope, allowable under the zoning rules.

Affordability: The need for affordable housing, including middle income (120-150 of Area Median Income) housing, is a critical problem and SFHAC gives special support to projects that propose creative ways to expand or improve unit affordability beyond the legally mandated requirements.

Parking and Alternative Transportation: SFHAC expects the projects it endorses to include creative strategies to reduce the need for parking, such as ample bicycle storage, provision of space for car-share vehicles on-site or nearby, un-bundling parking cost from residential unit cost, and measures to incentivize transit use. Proximity to transit should result in less need for parking.

In districts with an as-of-right maximum and discretionary approval up to an absolute maximum, SFHAC will support parking exceeding the as-of-right maximum only to the extent the Code criteria for doing so are clearly met. In districts where the minimum parking requirement is one parking space per residential unit (1:1), the SFHAC will not, except in extraordinary circumstances, support a project with parking in excess of that amount.

Preservation: If there are structures of significant historic or cultural merit on the site, their retention and/or incorporation into the project consistent with historic preservation standards is encouraged. If such structures are to be demolished, there should be compelling reasons for doing so.

Urban Design: The project should promote principles of good urban design: Where appropriate, contextual design that is compatible with the adjacent streetscape and existing neighborhood character while at the same time utilizing allowable unit density; pleasant and functional private and/or common open space; pedestrian, bicycle and transit friendly site planning; and design treatments that protect and enhance the pedestrian realm, with curb cuts minimized and active ground floor uses provided.

Projects with a substantial number of multiple bedroom units should consider including features that will make the project friendly to families with children.

Mr. Steve Kuklin
October 27, 2015
Page Five

Environmental Features: SFHAC is particularly supportive of projects that employ substantial and/or innovative measures that will enhance their sustainability and reduce their carbon footprint.

Community Input: Projects for which the developer has made a good faith effort to communicate to the community and to address legitimate neighborhood concerns, without sacrificing SFHAC's objectives, will receive more SFHAC support.

Community Coming Together
A Letter in Support of Magic Labs, Turk and Taylor

We, the undersigned, are pleased to support Group i's selection of Magic Theatre as its partner for the nonprofit space at the corner of Turk and Taylor as part of their 950-974 Market Street development. The theater will bring a number of benefits to the community including youth and adult programming, performances that are accessible to community residents, and new job opportunities.

Magic Theater is developing a newly-curated curriculum for Tenderloin youth called Magic Labs, which during construction will offer one 10-week session each year of tuition-free after school programs for youth-focused nonprofits such as the Vietnamese Youth Development Center and the Boys and Girls Club of San Francisco. Once the building is completed, Magic Lab will provide two 10-week classes each year plus additional six weeks of full-time, multi-generational summer play program.


The nonprofit is also developing a program for adult Tenderloin residents called Magic Playwright, which will provide free continuing education seminars and brown-bag lunches through partnerships with organizations such as 826 Valencia. After the completion of construction, adults will also be invited to participate in the six-week multi-generational summer programming.

Additionally, in collaboration with local workforce development and community service organizations, Magic Theatre will recruit local community members for paid positions such as facility manager, teaching artists, teaching assistants, non-union acting roles, and front of house staff. Once the theater has moved into its new space, it has pledged to hire at least one third of new hires of non-professional staff directly from the Tenderloin community. And finally, the nonprofit will offer free tickets – as well as travel vouchers – for community members to attend theater performances in Fort Mason.

Not only does Magic have the experience and expertise to create a vibrant and engaging program, it has the ability to create a sustainable entity, one which provides both daytime and evening uses, to engage passersby and activate this key intersection. We also note that the project includes a café space which will be run by another local entity (operator TBD) in order to ensure ongoing activity and public access to the space. Magic will work closely with its future neighbors to further evolve the program during project construction in order to ensure it fully meets the needs of the local community. Much work remains to be done and we have confidence that Magic has the resources necessary to make this lofty vision a reality.

Mid-Market and the Tenderloin have a strong tradition of local arts and theater and it is imperative that this tradition live on. The arts provide a venue for community-building, job training, education and inspiration. The arts are a force for cultural enrichment and economic opportunity. The city has identified the Mid-Market corridor as having a pressing need for low cost art space, and we applaud Group i's efforts to ensure that community-centered arts and education can continue to call this neighborhood home.

Sincerely,


J Landini
SAFEhouse Arts

Loretta Greco

Artistic Director

Fort Mason Center
2 Marina Boulevard, Building D
2nd Floor
San Francisco, CA 94123

lorettag@magictheatre.org
917.553.4377

san francisco
MAGIC THEATRE

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a San Francisco-based theatre that has been cultivating **bold** new playwrights and plays in the City for almost 50 years, we are proud to support Group i's **proposed** 950-974 Market Street development.

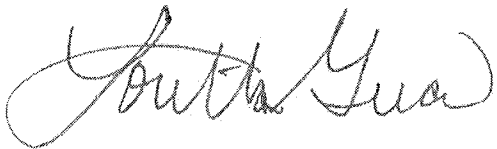
Joy Ou, President and CEO at Group i, has demonstrated a **life**-long commitment to the arts. She is a long-time advocate for local artists through her **support** of organizations such as CounterPulse, EXIT Theater, Cutting Ball Theater, Women's Audio Mission, and the Community Arts Stabilization Trust (CAST). She sits on the board of **directors** of the San Francisco Art Institute and the Wildflowers Institute, and is a former **Trustee** for the Fine Arts Museums of San Francisco.

In line with this commitment, Group i has donated the use of its new 2,000 SF nonprofit space at the corner of Turk and Taylor to our theatre, which allows **us** to add to the rich artistic culture and history of the neighborhood. Out of this space we will **offer** free after-school programming for Tenderloin youth, continuing education and brown bag **seminars** for Tenderloin adults, local hiring through partnerships with job training organizations, and community accessible entertainment. Additionally, by offering both daytime and **evening** programming, we are bringing renewed vitality and activity to this area of the **neighborhood**.

This donation by Group i's is substantial. The combined **donation** value of the shell construction and rent comes to more than \$3.5 million. Group i has also **pledged** to donate an additional 12.5% of the 1% arts fee to Magic Theatre for community **programming**, which comes to an estimated \$150,000.

Due to this demonstrated commitment to the Tenderloin arts community, we strongly encourage you to approve Group i's 950-974 Market Street project.

Sincerely,



Magic Theatre
Fort Mason Center
2 Marina Boulevard, Building D
San Francisco, CA 94123



UNIVERSITY OF CALIFORNIA
HASTINGS COLLEGE OF THE LAW

DAVID N. SEWARD
Chief Financial Officer

December 14, 2015

City of San Francisco
Planning Commission
1650 Mission Street, Suite 400
San Francisco, CA 94103

RE: Group i 950-974
Market Street Project

Dear Commissioners:

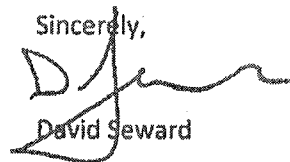
As Chief Financial Officer of the University of California Hastings College of Law and Treasurer of the Tenderloin/North of Market Community Benefit District board, I strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

I strongly encourage you to approve Group i's 950-974 Market Street Project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,



David Seward



May 1, 2016

To Whom It May Concern:

We are writing in support of the Group I 950 Market project as an asset to the Tenderloin community. As many developers are eyeing this neighborhood, it is important for us to bring in businesses that are responsible and will give back to the community in ways that define they are as a company. We hope to see this with Group-I and offer our partnership.

The Tenderloin is home to an estimated 3,500 children who must navigate their way to and from school, and other activities while confronting the many dangers in the Tenderloin.

To address the numerous safety challenges, Tenderloin Safe Passage was started in 2008 when a group of mothers came together to find new ways to keep their children safe. Today, we are a coalition of dedicated mothers, youth, seniors, volunteers and service providers who are building a culture of safety in the Tenderloin. We work to help people feel safe and be safe through visibility, preparedness, and involvement.

We will continue to work with Group I to build a culture of safety.

Sincerely,

A handwritten signature in black ink, appearing to read "Kate Robinson", with a long, sweeping underline that extends to the right.

Kate Robinson

Program Director | Tenderloin Safe Passage

246 Eddy St San Francisco, CA 94102

(415) 292-2328

farmerbrown

FARM-FRESH SOUL FOOD

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

March 2, 2016

Dear Planning Commissioners,

As the owners of farmerbrown, a Tenderloin-based restaurant located at the corner of Turk and Mason streets, we strongly support Group i's planned 950-974 Market Street development.

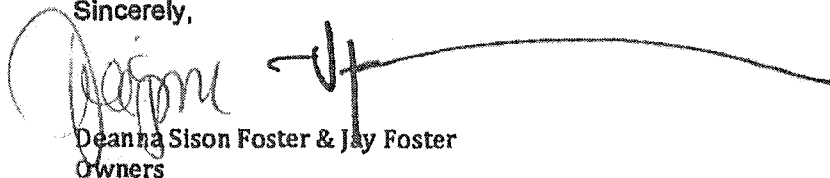
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The resulting new residents, hotel visitors, and retail shoppers will bring new customers to Tenderloin businesses, including to farmerbrown, and will help improve the safety of neighborhood residents and visitors.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring many benefits to both the Tenderloin and Market Street communities.

Sincerely,



Deanna Sison Foster & Jay Foster
Owners

Farmerbrown Restaurant | 25 Mason Street | San Francisco, CA 94102

25 Mason st, San Francisco, CA 94102 415-409-farm, farmerbrownssf.net



**omen's
udio
ission**

changing the face of sound

542-544 Natoma Street, #C-1
San Francisco, CA 94103
415.558.9200

Contact: Terri Winston, Executive Director
twinston@womensaudiomission.org

September 20, 2016

To Whom It May Concern:

As a Mid-Market Arts Organization that trains over 1,200 women and girls in music production and the recording arts we are happy to see the 950-974 Market Street Development move along and bring Magic Theatre to the neighborhood as Group I's partner for the nonprofit space. It's a great partnership and both organizations have a long history of success in building community and creating beautiful things that will inspire the neighborhood. We are looking forward to the increased vitality and many benefits this will bring and welcome the 950-974 Market development and Magic Theatre to the neighborhood.

Sincerely,

Terri Winston

Executive Director, Women's Audio Mission



TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a Tenderloin-based business located at 34 Mason Street, we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The resulting new residents, hotel visitors, and retail shoppers will bring new customers to Tenderloin businesses, including Mikkeller Bar, and will help improve the safety of neighborhood residents and visitors.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

A handwritten signature in black ink, appearing to read "Bob DeMoisey", is written over a horizontal line.

Bob DeMoisey, General Manager
Mikkeller Bar
34 Mason Street
San Francisco, CA 94102

WALTER & ELISE HAAS FUND

September 21, 2016

San Francisco Planning Commission
c/o San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Dear Commissioners:

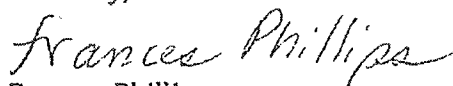
I am pleased to have the opportunity to write in support of Group i's selection of the Magic Theatre as its partner for a nonprofit space in their 950-974 Market Street development at the corner of Turk and Taylor.

The Magic Theatre has a long and important history of fostering new plays by local, national, and international writers. It is widely-known for its role in launching Sam Shepard's career and presenting his Pulitzer Prize winning play *Buried Child*; but it also is recognized for its partnerships with diverse artists – particularly under the leadership of its current artistic director Loretta Greco. Greco produced a groundbreaking season of all female playwrights last year.

Beyond its quality and risk-taking productions, the Magic Theatre is committed to involving a broad constituency of residents and visitors in the theater. It managed a long-running playwriting program for at-risk teens; and it has been meeting with Central Market and Tenderloin neighborhood residents and agencies about hosting classes, productions, and community conversations to benefit the neighborhood. I'm particularly impressed that they are devising this outreach program in response to neighborhood needs, not with a set of pre-designed offerings.

Artists and arts programs flourish and communities benefit when theaters and galleries are clustered together. Such clusters foster exchanges of ideas, sharing resources, revitalizing street life, and providing more opportunities for neighbors. I see the addition of the Magic Theatre to 950-974 Market Street as a great public benefit to the Central Market community and to Group i's plans.

Sincerely,



Frances Phillips
Program Director, Arts and the Creative Work Fund

Pamela H. David, *Executive Director*



MID MARKET
BUSINESS ASSOCIATION

January 14, 2016

To Whom It May Concern:

This letter is to express that the Mid Market Business Association (MMBA) supports 950-974 Market Street Project.

The mission of the Mid Market Business Association is to create an engaged, vibrant, and livable corridor for businesses and residents in San Francisco's Mid Market neighborhood. The MMBA focus:

- Safety and security for those who live, work and visit Mid Market
- Quality of life for children, families, and those who work or visit Mid Market
- Vibrant art scene e.g. music and culture

Based off of this mission, the MMBA supports Group i's 950 Market Street Project and welcomes this project into the neighborhood.

Sincerely,

Tiffany Apczynski
President, Mid Market Business Association
tapczynski@zendesk.com



1011 Market Street, 2nd Floor, San Francisco, CA 94103, p.415.487.1011 f.415.487.1010

September 20, 2016

San Francisco Planning Commission
San Francisco Planning Department
1650 Mission Street, Suite 400
San Francisco, CA 94103

Dear Planning Commissioners,

I am writing this letter in support of Group I's planned 950-974 Market Street development

SF Camerawork is a non-profit arts organization dedicated to emerging artists and new photography in the Bay Area. We have been in the South of Market neighborhood since 1974. We are now located on Market between 6th and 7th streets and diagonally across the intersection from Group I's proposed project.

We believe that this development will bring many positive and much needed benefits to our neighborhood as well as for the greater community. SF Camerawork is one of the many arts groups anchoring the cultural offerings of this area and to whom the 950-974 Market project will bring new audience and resources.

Group I has already demonstrated their community engagement and their CEO Joy Ou has a proven and very active track record of supporting arts and culture in our neighborhood. They know the neighborhood and its needs, and they are already working with many community groups to ensure that this project had the maximum benefit to all concerned.

We strongly encourage you to approve Group I's Market Street project, please let me know if we can provide any further support or endorsement.

Thank you for your consideration,

Heather Snider
Executive Director
SF Camerawork

RAINTREE

P A R T N E R S

25 Taylor Street
San Francisco, CA 94102

December 15th, 2015

City of San Francisco
Planning Commission

RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a local commercial real estate investment company with an office near the subject property and *owner of property in the 900 block of Market Street*, The Wilson Building (973 Market Street), we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

We are pleased with the building's design and overall character. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

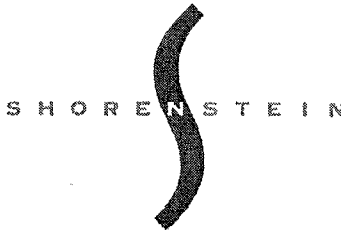
Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community and we strongly encourage you to approve Group i's 950-974 Market Street project.

Sincerely,



Jason Check
Managing Director

Raintree Partners
25 Taylor Street
San Francisco, CA 94102



TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a Senior Associate at a San Francisco-based real estate company and Project Manager for a proposed housing development at 1066 Market Street / 99 Golden Gate, I strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

I strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

Julie Burdick
Senior Associate, Shorenstein Properties LLC
Shorenstein Properties LLC
235 Market Street, 16th Floor
San Francisco, CA 94104



TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a property owner with properties on both Taylor and Turk streets, we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The building's design is especially impressive. The façade, a modern interpretation of the San Francisco bay window that has evolved to reflect the scale of the adjoining buildings on each frontage, will add to the aesthetic beauty of the neighborhood. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

Neveo Mosser, Co-Founder and Principal

Mosser Capital Management
308 Jessie Street
San Francisco, CA 94103



CYPRESS

March 16, 2016

TO: San Francisco Planning Commission

RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

I am writing to express my support for 950-974 Market Street housing, hotel and retail project. As the owners of Market Street Place, it is critical for projects like this to help build the community in the mid-market area. We are excited that other investment and building groups have taken the initiative to help create a community and neighborhood within the heart of the city. We are also excited that the 950-974 Market project is located directly across the street from our project.

Cypress Equities are the owners of Market Street Place which is a 250,000sf ground up development which consists of all retail. We are investing \$200 million into the project and also are supporting better Market Street as well as the future of Stevenson Street (ally). When we met with Group i at many different community meetings for their 950-974 Market project, we were thrilled with Group i's level of commitment of making the area better community and walkable neighborhood. We look forward to having a neighbor that shares the same values as us while creating a vibrant and safe neighborhood and community in which the locals, past and present, can share together and be proud of.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Mid-Market communities.

Best regards,

Chris Maguire
CEO
Cypress Equities



Sansome Street Advisors

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a San Francisco-based commercial real estate brokerage firm with property in the 900 block of Market Street, we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The building's design is especially impressive. The façade, a modern interpretation of the San Francisco bay window that has evolved to reflect the scale of the adjoining buildings on each frontage, will add to the aesthetic beauty of the neighborhood. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

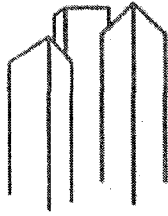
Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

Robert Dumas, Principal

Patrick Hubbard, Principal

Sansome Street Advisors
114 Sansome Street, Suite 225
San Francisco, CA 94104



LONG MARKET PROPERTY PARTNERS

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a San Francisco-based real estate company with property in the 900 block of Market Street, we strongly support Group i's planned 950-974 Market Street development.

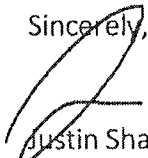
The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop. Projects like 950-974 Market will play an important role in the Mid-Market and Tenderloin areas by bringing much needed foot traffic that will increase safety and provide a sense of community.

In addition, the building's design is especially impressive. The façade, a modern interpretation of the San Francisco bay window that has evolved to reflect the scale of the adjoining buildings on each frontage, will add to the aesthetic beauty of the neighborhood. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community, including the dedicated space at the corner of Turk and Taylor as a nonprofit community-serving space. The success of this project and many others like it are critical to realizing the transformation and re-birth of the Mid-Market area.

We strongly encourage you to approve Group i's 950-974 Market Street project.

Sincerely,


Justin Shapiro
Partner
Long Market Property Partners

cc: Danny Goldberg, Partner, Long Market Property Partners

PANDORA

K A R A O K E & B A R

September 20, 2016

San Francisco Planning Commission
San Francisco Planning Department
1650 Mission Street | Suite 400
San Francisco, CA 94103

Re: Group I 950-974 Market Street Project

To Whom It May Concern:

My name is Jeff Ng and I am the owner of Pandora Karaoke located at 177 Eddy Street. I have been in business in the Tenderloin for 7 years and have every intention of remaining present in the Tenderloin for many years to come.

I am writing this letter in support of Group I and their efforts to develop 950-974 Market Street and enhance quality of life in the Tenderloin District. The project will be extremely beneficial to all residents, businesses, and tourists who frequent the neighborhood and will contribute to one of the toughest neighborhoods to live and work in. Group I is unlike other groups who attempt to construct and sell their developments for profit in that they genuinely care about the community and want to better the lives of those who live in and around the proposed project.

This project will bring jobs, consumers, professionals, and businesses to an otherwise struggling area of the city. It would be a great asset to the Tenderloin district and I urge you to take this into consideration as you make your design to allow the project to proceed. I strongly support Group I's interest and know that their additional to the neighborhood will be beneficial for everyone.

Sincerely,



Jeff Ng
Owner

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As real estate developers and owners with property in the Tenderloin, as well as in other San Francisco neighborhoods, we strongly support Group i's planned 950-974 Market Street development.

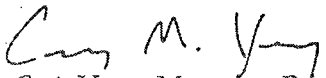
The project will thoughtfully transform the block of Market St. between 5th and 6th streets into a community anchor with hospitality, housing, and much-needed street level retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The building's design is impressive. The façade, a modern interpretation of the San Francisco bay window that has evolved to reflect the scale of the adjoining buildings on each frontage, will add to the aesthetic beauty of the neighborhood. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

Group i has demonstrated its high level of commitment to community engagement both through outreach for this project and its ongoing involvement with the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families. This specialist has already begun to engage in a deep level in neighborhood safety meetings, which are of utmost importance to us. We also appreciate that Group i is exploring ways to contribute to the arts in the neighborhood through supporting local projects, such as a proposed art piece at the corner of Turk and Taylor.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,



Craig Young, Managing Principal

Tidewater Capital
25 Taylor Street
San Francisco, CA 94102

Waystone

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

We are writing to express our support for Group i's proposed mixed use development at 950-974 Market Street. As a small business owner in the Mid-Market district, I strongly urge you to accept the proposal for development in this area, we all know it is needed to help turn this area around.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer has committed to working with our firm to ensure electrical/plumbing/ jobs required for the construction of the project are dedicated to be sourced from our electrical/plumbing trade union. In that light, we urge you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to the electrical/plumbing trade union, as well as future employment of many service and hospitality staff at the future location.

Sincerely,



4-30-16

Tom Patella
Owner
Waystone

UNION PROPERTY CAPITAL, LLC

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a San Francisco-based property manager in the 900 block of Market Street, we strongly support Group i's planned 950-974 Market Street development.

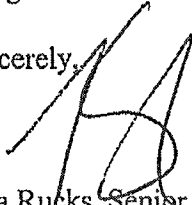
The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The building's design is especially impressive. The façade, a modern interpretation of the San Francisco bay window that has evolved to reflect the scale of the adjoining buildings on each frontage, will add to the aesthetic beauty of the neighborhood. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,



Lisa Rucks, Senior Property Manager
Todd Christman, Managing Director
Sandy Miyashiro, Property Manager

Union Property Capital
235 Montgomery Street, Suite 620
San Francisco, CA 94101



TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As an offender rehabilitation center located at 111 Taylor Street, we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

A neighbor of the proposed development, the Geo Group's 111 Taylor Street Apartments help offenders transition into their communities after incarceration. We provide temporary gender-specific housing, monitoring, and transitional services to adult female and male offenders. Group i has presented plans that make it clear that our residents will continue to be welcome in community right alongside new residents, visitors, and shoppers.

We were impressed by Group i's high level of community engagement, both through its outreach for the project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

A handwritten signature in black ink, appearing to read "Dwayne Winston". The signature is written over a horizontal line that extends across the width of the signature.

Facility Director
The Geo Group
111 Taylor Street Apartments
San Francisco, CA 94102



KAY WEBER ART STUDIO

September 24, 2016

San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

I am a Tenderloin Artist living and working in this neighborhood since 1994. I am a freelanced artist as well as Art Director with the Boys & Girls Club of San Francisco Tenderloin Clubhouse. My involvement in many citywide art organizations and projects, like ArtSpan, The Luggage Store, A.C.T., Lines Dance Center, SFAC, Tenderloin Museum, Wildflowers Institute, etc., gives me a good inside in the cultural changes of our city.

For many years I felt I was the only living/working artist in the neighborhood. Then a few years ago I started to find some more colleges, allies and art organizations on the Mid-Market area and the Tenderloin District to work and collaborate together.

With Group i's involvement in the neighborhood I am expecting a vitalization of the Tenderloin in terms of new stores and businesses, jobs for local residents, more opportunity for art and artists.

I don't reject the idea of getting the The Magical Theater in the Turk/Taylor space, if they are involving their neighbors. I do work already with A.C.T. and The Cutting Ball Theater, both are amazing community partners and collaborators offering many opportunities for local youth and TL residents. If The Magic Theater shows the same kind of enthusiasm about the Tenderloin, it would only add to our diversity. After all, we are a Theater District.

We all moved here at one point or the other and were newcomers.

I feel strongly, that we have to move on to make our Tenderloin more safe & fun, but keep it affordable and culturally relevant at the same time.

Group i seem to play a positive part in these changes.

Sincerely,

Kay Weber, Artist and Art Director at BGCSF



1282 Folsom St. · San Francisco, CA 94103
Phone 415.552.1622 · Fax 415.861.4257
Since 1896 · CA Lic #3779

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

We are writing to express our support for Group i's proposed mixed use development at 950-974 Market Street. Group I has committed to use Union Signatory General Contractor Lendlease for the construction of its new Mid-Market project. This project will create hundreds of local union jobs with living wages, health and retirement benefits. In addition, Group I's project will be a gateway for local workers to enter into union apprenticeship and training programs for a sustainable career in the construction industry.

950-974 Market will provide approximately 242 units of middle income housing in the heart of the Market Street transit corridor, helping to relieve the current housing crisis in San Francisco. Complementing the residential development will be a boutique hotel and 13,500 square feet of ground floor retail space. This development will also be supplying non-profit space free of charge to Magic Lab, a community-focused off shoot of the renowned Magic Theater, which will be focused on providing arts education opportunities to Tenderloin youth.

We encourage you to support Group I's project to ease San Francisco's housing crisis and create a friendly and accessible environment between Mid-Market and the Tenderloin. Decker Electric is the oldest electrical contractor in San Francisco, first starting work back in 1896. In that light, we urge you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to the community.

Respectfully Submitted:
Decker Electric Co. Inc.;

A handwritten signature in cursive script that reads "Keith D. Burrows".

Keith D. Burrows
President Decker Electric

John Bertoldi Incorporated
jbi

TO: San Francisco Planning Commission

RE: Group I 950-974 Market Street Project

Dear Planning Commissioners,

We are writing to express our support for Group I's proposed mixed use development at 950-974 Market Street. Group I has committed to use Union Signatory General Contractor Lendlease for the construction of its new Mid-Market project. This project will create hundreds of local union jobs with living wages, health and retirement benefits. In addition, Group I's project will be a gateway for local workers to enter into union apprenticeship and training programs for a sustainable career in the construction industry.

950-974 Market will provide approximately 242 units of middle income housing in the heart of the Market Street transit corridor, helping to relieve the current housing crisis in San Francisco. Complementing the residential development will be a boutique hotel and 13,500 square feet of ground floor retail space. This development will also be supplying non-profit space free of charge to Magic Lab, a community-focused off shoot of the renowned Magic Theater, which will be focused on providing arts education opportunities to Tenderloin youth.

We encourage you to support Group I's project to ease San Francisco's housing crisis and create a friendly and accessible environment between Mid-Market and the Tenderloin.

Respectfully,



Pamela Bertoldi, President

2016-08-02

To whom it may concern

I'm a five plus year renter at 1067 Market St which is a block away from the potential development at 950-974 Market. The plans posted online look very exciting and would bring major benefits to the area. The few businesses in the rundown strip are mostly national franchises and in no way reflect San Francisco's character.

This area is quite near Union Square shopping and the Powell Street & Market Cable Car turnaround and has many visitors from around the world. I see many of them walking to the various Broadway performances at the Golden Gate and Orpheum theatres. It's way past time to improve the offerings in this area on Market Street, San Francisco's major artery.

Please move forward in appropriate city analysis of this effort.

Sincerely,

Kimo Crossman
1067 Market St Apt 4003
San Francisco, CA 94103
kimo@webnetic.net

(I received no compensation for this letter and I have no known relationship with any entity or person involved in this project).

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

I am writing to you today to express my strong support for Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The resulting new residents, hotel visitors, and retail shoppers will bring new customers to Tenderloin businesses, and will help improve the safety of neighborhood residents and visitors.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with local nonprofits to ensure the hiring and training of local Tenderloin residents; has dedicated a nonprofit space at the corner of Turk and Taylor that will house Magic Theater, an organization that will provide free arts programming to local youth and adults; and is providing land and funding for a dedicated affordable housing building in the Tenderloin.

Because of this, nearly 100 individuals and organizations have written in support of the project.

I strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,



Peter Terman
Resident of El Cerrito and 5 full days a week in San Francisco downtown



central market community benefit district

June 14, 2016

San Francisco Planning Commission
1650 Mission Street, Suite 400
San Francisco, CA 94103

RE: 950-974 Market Street Development

Dear Planning Commissioners:

The Central Market Community Benefit District (CMCBD) has been informed of a proposed development at 950-974 Market Street by developer Group i. While not located within our District's boundaries, the parcel in question is immediately adjacent and therefore of interest to CMCBD.

The aspects of this development that directly support the mission of the CMCBD and serve to enhance neighborhood cleaning, safety and economic development efforts include their plans to implement:

- ✓ 24 hour building operation including: security, front desk, valet and hotel facilities staff
- ✓ Active ground floor retail including: transparent storefronts and job creating, businesses
- ✓ Pedestrian-scale sidewalk lighting during dark hours
- ✓ High-definition interior and exterior security cameras
- ✓ Creation and activation of public open space on both Market Street and Turk Street sides, including an exterior food & beverage garden
- ✓ Design of a Market Street promenade
- ✓ Sidewalk expansion and bulb-outs on Turk Street to enhance pedestrian safety
- ✓ Public Art program

In addition, the developer has pledged to provide a 2,000 SF retail space for non-profit use, and will work with job developers in the area to create a recruitment strategy for hiring of local residents.

The developer has also pledged to maintain the site once under construction with artful construction barricades and nighttime security and lighting to enhance the public right of ways and promote pedestrian safety.

Sincerely,

Tracy Everwine
Executive Director

TO: San Francisco Planning Commission
RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

We are writing to express our support for Group i's proposed mixed use development at 950-974 Market Street.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer has committed to working with our firm to ensure electrical/plumbing/etc jobs required for the construction of the project are dedicated to be sourced from our electrical/plumbing trade union. In that light, we urge you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to the electrical/plumbing etc trade union.

Sincerely,

A handwritten signature in black ink, appearing to read 'Charlie Withers', written in a cursive style.

Charlie Withers
Commercial Real Estate Broker



466 Green Street, Suite #203
San Francisco, CA 94133
Phone (415) 781-7700
Fax (415) 781-7701
www.derosappelbaum.com

March 21, 2016

San Francisco Planning Commission
1650 Mission St #400
San Francisco, CA 94103

RE: 950-974 Market Street Project (Group I – Developer)

Dear Planning Commissioners,

I am the managing member of Turk BD LLC, a partial owner of property directly across the street from the 950-974 Market Street project, namely 116-118 Taylor Street and 94-98 Turk Street. **This letter is to confirm our strong support for Group i's planned 950-974 Market Street development.**

We believe that the project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. We are impressed by its design and believe that it conforms with the surrounding buildings on Market Street as well as those on Turk and Taylor. We are pleased with the added open space made possible by the building's design, which provides inclusive gathering areas for both local and visiting communities.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. We have been told that the developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a community-serving space; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that we believe will benefit both the Tenderloin and Market Street communities.

Sincerely,

A handwritten signature in black ink, appearing to read 'Santino DeRose'. The signature is fluid and cursive, with a large initial 'S' and a long, sweeping tail that extends to the right.

Santino DeRose
Managing Member TURK BD, LLC
President, DeRose & Appelbaum Inc.
Office (415) 781-7700
sd@deroseappelbaum.com



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Fax 707.935.3707

January 11, 2016

San Francisco Planning Commission

Re: **Group i 950-974 Market Street Project**

Dear Planning Commissioners:

As the property owner of the Warfield Theater located at 982 Market Street, we strongly support Group i's planned 950-974 Market Street development.

The project will transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, publicly accessible open space along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

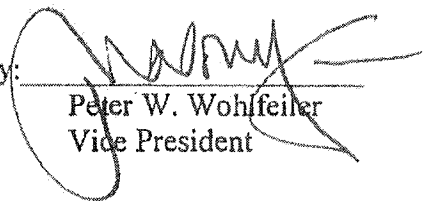
The resulting new residents, hotel visitors, and retail shoppers will bring new customers to Tenderloin theaters and other arts spaces, including the Warfield Theater, and will help improve the safety of neighborhood residents and visitors.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. We strongly encourage you to approve Group i's 950-974 Market Street project.

Sincerely,

ACV WARFIELD, LLC

By:



Peter W. Wohlfelder
Vice President



TO: San Francisco Planning Commission

RE: Group i 950-974 Market Street Project

Dear Planning Commissioners,

As a real estate investment management firm with property in the 900 block of Market Street, we strongly support Group i's planned 950-974 Market Street development.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will enliven the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

The building's design is especially impressive. The façade, a modern interpretation of the San Francisco bay window that has evolved to reflect the scale of the adjoining buildings on each frontage, will add to the aesthetic beauty of the neighborhood. We were especially pleased with the added open spaces made possible by the building's unique design, which provides inclusive gathering areas for both local and visiting communities.

Group i has demonstrated a high level of community engagement both through its outreach for this project and its ongoing commitment to the community. The developer is working closely with Mission Hiring Hall to ensure the hiring and training of local Tenderloin residents; has dedicated a space at the corner of Turk and Taylor as a nonprofit community-serving space; has developed a proposed construction mitigation plan that will minimize construction impacts on residents and surrounding businesses; and has hired a dedicated community relations specialist that will maintain close ties with Tenderloin neighbors and families.

We strongly encourage you to approve Group i's 950-974 Market Street project, one that will bring countless benefits to both the Tenderloin and Market Street communities.

Sincerely,

Laura Forton
Vice President
ASB Real Estate Investments

COMMERCIAL REAL ESTATE SERVICES

Mark Geisreiter
Senior Vice President
Lic. 00889721

CBRE, Inc.
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San Francisco Planning Commission
1650 Mission Street, Suite 400
San Francisco, CA 94103

RE: Group i
950-974 Market Street Project

Dear Planning Commissioners,

I am writing to express my support for Group i's proposed mixed use development at 950-974 Market Street.

The project will thoughtfully transform the block of Mid-Market between 5th and 6th streets into a community anchor with hospitality, housing, and retail space. It will activate the neighborhood by providing room for a wide range of activities, including a dedicated non-profit space at the corner of Turk and Taylor, outdoor food and beverage garden, event space, publicly accessible areas along Turk and Market Streets, a selection of retailers, and a landscaped rooftop.

I know the team at Group i very well. They have done extensive community outreach for this project which is typical of their organization. They are one of the most civic-minded developers in San Francisco and this project will deliver much needed affordable housing, hotel rooms and retail space to Mid-Market.

I strongly encourage you to approve Group i's 950-974 Market Street project. Thank you.

Sincerely,

CB Richard Ellis, INC.



Mark Geisreiter
Senior Vice President