

File No. 200575

Committee Item No. _____

Board Item No. 32

COMMITTEE/BOARD OF SUPERVISORS

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Date: _____

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Date: July 21, 2020

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Prepared by: Lisa Lew

Date: July 17, 2020

Prepared by: _____

Date: _____

1 [Redevelopment Plan Amendment - Mission Bay South Blocks 29-32 Hotel]

2
3 **Ordinance approving an amendment to the Redevelopment Plan for the Mission Bay**
4 **South Redevelopment Project, which modifies the land use designation for certain**
5 **property in Blocks 29-32 (also known as the site of Chase Center) to add hotel and**
6 **residential as permitted uses, increases the total leasable square feet of retail space**
7 **permitted on this property, increases the number of hotels and hotel rooms in the plan**
8 **area, and authorizes certain dwelling units to be built on certain property in the plan**
9 **area; directing the Clerk of the Board of Supervisors to transmit a copy of this**
10 **Ordinance upon its enactment to the Successor Agency; making findings under the**
11 **California Environmental Quality Act; and making findings of consistency with the**
12 **General Plan, and the eight priority policies of Planning Code, Section 101.1(b).**

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

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

21 Section 1. Findings. The Board of Supervisors of the City and County of San
22 Francisco (the “Board of Supervisors” or “Board”) hereby finds, determines, and declares,
23 based on the record before it, including but not limited to, information contained in the Report
24 to the Board of Supervisors on the Amendment to the Redevelopment Plan for the Mission
25 Bay South Redevelopment Project (“Report to the Board”) regarding Blocks 29-32, also
known as the site of Chase Center, that:

1 (a) On September 17, 1998, by Resolution No. 190-98, the former Redevelopment
2 Agency of the City and County of San Francisco (“Agency” or “Redevelopment Agency”)
3 approved the Redevelopment Plan for the Mission Bay South Redevelopment Project (the
4 “Redevelopment Plan”) to govern redevelopment in the Mission Bay South Redevelopment
5 Project Area (the “Plan Area”). On the same date, the Agency adopted related documents,
6 including Resolution No. 193-98 authorizing execution of an Owner Participation Agreement
7 (“South OPA”) and related documents between Catellus Development Corporation, a
8 Delaware corporation, and the Agency applicable to the Plan Area. FOCIL-MB, LLC, a
9 Delaware limited liability company (“FOCIL”), entered into an Assignment, Assumption and
10 Release Agreement, dated November 22, 2004, under which FOCIL assumed the rights and
11 obligations of the prior owner under the South OPA.

12 (b) The Board of Supervisors approved and adopted the Redevelopment Plan by
13 Ordinance No. 335-98 on November 2, 1998, and amendments to the Redevelopment Plan
14 by Ordinance No. 143-13 on July 9, 2013 and Ordinance No. 032-18 on March 6, 2018.
15 Copies of these ordinances are in Clerk of the Board of Supervisors File Nos. 981441,
16 130458, and 171280, respectively, and are incorporated herein by reference.

17 (c) On February 1, 2012, the State of California dissolved all redevelopment agencies
18 in the state and established successor agencies to assume certain rights and obligations of
19 the former agencies. Cal. Health & Safety Code §§ 34170 et seq. (“Redevelopment
20 Dissolution Law”). On October 2, 2012, the Board of Supervisors delegated, by Ordinance
21 No. 215-12, its state authority under the Redevelopment Dissolution Law to the Successor
22 Agency Commission, commonly referred to as the Commission on Community Investment
23 and Infrastructure. The Successor Agency Commission is required to implement and
24 complete, among other things, the surviving enforceable obligations of the former
25 Redevelopment Agency and is authorized to approve amendments to redevelopment plans as

1 allowed under Redevelopment Dissolution Law and subject to adoptions of such plan
2 amendments by the Board of Supervisors. On January 24, 2014, the California Department of
3 Finance finally and conclusively determined that the South OPA executed by the
4 Redevelopment Agency on September 17, 1998, by Resolution No. 190-98 with the developer
5 of the Plan Area was an enforceable obligation of the successor to the Redevelopment
6 Agency (the "Successor Agency").

7 (d) As set forth more fully in Section 1, subparagraph (g) of this ordinance, the
8 Successor Agency Commission recommends approval of an amendment to the
9 Redevelopment Plan (the "Plan Amendment"), which would modify the land use designation
10 for certain property within the Plan Area (Blocks 29-30) to add residential and hotel land uses
11 as permitted principal uses, increase the total Leasable square feet of retail space permitted
12 on certain property within the Plan Area (Blocks 29-32), permit a hotel with up to 230 hotel
13 rooms to be built on certain property in the Plan Area (Blocks 29-30), and authorize certain
14 dwelling units to be built on certain property within the Plan Area (Blocks 29-30). Blocks 29-
15 32, also known as the site of Chase Center, are bounded by 3rd Street on the west, Terry A.
16 Francois Boulevard on the east, Warriors Way (formerly known as South Street) on the north,
17 and 16th Street on the south.

18 (e) In accordance with Sections 33457.1 and 33352 of the California Redevelopment
19 Law (Health and Safety Code Sections 33000 et seq., the "Redevelopment Law"), the
20 Successor Agency has prepared the Report to the Board that includes information to the
21 extent warranted by the Plan Amendment and made the Report to the Board available to the
22 public on or before the date of the public hearing, noticed in accordance with Redevelopment
23 Law Section 33452, on this ordinance approving the Plan Amendment; said hearing is
24 referenced in Section 1, subparagraph (g) of this ordinance.

25 ///

1 (f) On May 4, 2020, FOCIL, the master developer of the Plan Area, consented to the
2 Successor Agency's approval of the Plan Amendment, as provided for under the South OPA.

3 (g) Successor Agency Commission Action. On May 19, 2020, after holding a duly
4 noticed public hearing in accordance with Redevelopment Law Section 33452, the Successor
5 Agency Commission, in Resolution No. 06-2020, approved the Report to the Board and made
6 certain findings. By Resolution No. 07-2020, it recommended to the Board of Supervisors the
7 adoption of the Plan Amendment. It determined, consistent with its authority under the
8 Redevelopment Law, as amended by the Redevelopment Dissolution Law, that the Plan
9 Amendment is necessary and desirable, approved the Plan Amendment, and recommended
10 forwarding it to the Board of Supervisors for approval. The Successor Agency Commission
11 has transmitted to the Board of Supervisors a certified copy of Resolution No. 06-2020 and
12 attached its Report to the Board. Copies of these documents and Resolution No. 06-2020 are
13 in Board File No. 200575, and are incorporated herein by reference.

14 (h) Environmental Findings.

15 (1) On November 3, 2015, the Successor Agency Commission by Resolution
16 Nos. 69-2015 and 70-2015 and in accordance with the California Environmental Quality Act
17 (Public Resources Code Sections 21000 et seq., "CEQA") certified the Final Subsequent
18 Environmental Impact Report for the Event Center and Mixed-Use Development at Mission
19 Bay Blocks 29-32 (the "Event Center FSEIR") and adopted CEQA findings, including a
20 statement of overriding considerations and a mitigation monitoring and reporting program
21 ("MMRP") in support of various approval actions taken by the Successor Agency Commission
22 to implement the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32.
23 The Successor Agency Commission Resolutions and related materials on CEQA findings and
24 the Board of Supervisors CEQA findings are in Clerk of the Board of Supervisors File Nos.
25 150990 and 151205 and are incorporated herein by reference.

1 (2) The Event Center FSEIR tiers from the Final Subsequent Environmental
2 Impact Report for Mission Bay North and South (“Mission Bay FSEIR”), a program EIR for
3 Mission Bay North and South pursuant to CEQA and CEQA Guidelines Sections 15168
4 (Program EIR) and 15180 (Redevelopment Plan EIR). The Commission of the former
5 Redevelopment Agency of the City and County of San Francisco (“Redevelopment
6 Commission”) by Resolution No. 182-98, and the San Francisco Planning Commission, by
7 Resolution No. 14696, together acting as co-lead agencies for conducting environmental
8 review for the Redevelopment Plans for the Mission Bay North Redevelopment Project Area
9 and the Mission Bay South Redevelopment Project Area, the Mission Bay North Owner
10 Participation Agreement and the South OPA, and other permits, approvals and related and
11 collateral actions (the “Mission Bay Project”), certified the Mission Bay FSEIR on September
12 17, 1998. On October 19, 1998, the Board of Supervisors adopted Motion No. 98-132
13 affirming certification of the Mission Bay FSEIR by the Planning Commission and the
14 Redevelopment Commission, and Resolution No. 854-98 adopting environmental findings,
15 including an MMRP and a statement of overriding considerations, for the Mission Bay Project.
16 This Board of Supervisors Motion and Resolution and related documents as specified above
17 are in Clerk of the Board File Nos. 981426 and 981427, respectively, and are incorporated
18 herein by reference.

19 (3) On May 13, 2020, the Successor Agency, the lead agency for purposes of
20 CEQA, issued Addendum No. 1 to the Event Center FSEIR (the “Addendum”) to address the
21 development that would result from the Plan Amendment, including development of Blocks
22 29-30, an increase in the Leasable square footage of retail area on Blocks 29-32, and
23 additional dwelling units and hotel rooms in the Plan Area. The Addendum concludes that the
24 proposed Plan Amendment is within the scope of the project analyzed in the Event Center
25 FSEIR and will not result in any new significant impacts or a substantial increase in the

1 severity of previously identified significant effects that alter the conclusions reached in the
2 Event Center FSEIR. The Successor Agency relied on the Addendum as part of its action on
3 the Report to the Board in Resolution No. 06-2020. The Successor Agency Resolution, the
4 Addendum, and supporting documents have been made available to the Board of Supervisors
5 and the public and are on file with the Clerk of the Board of Supervisors in File No. 200575.
6 The Addendum is incorporated in this ordinance by this reference.

7 (4) The Board of Supervisors, acting in its capacity as a responsible agency
8 under CEQA, has reviewed and considered the CEQA Findings and statement of overriding
9 considerations that the Successor Agency Commission previously adopted in Resolution Nos.
10 69-2015 and 70-2015, and reviewed and considered the CEQA Findings contained in the
11 Addendum and hereby adopts these additional CEQA Findings as its own. The Board
12 additionally finds that implementation of the Plan Amendment (A) does not require major
13 revisions in the Event Center FSEIR due to the involvement of new significant environmental
14 effects or a substantial increase in the severity of previously identified significant effects, (B)
15 no substantial changes have occurred with respect to the circumstances under which the
16 project analyzed in the Event Center FSEIR will be undertaken that would require major
17 revisions to the Event Center FSEIR due to the involvement of new significant environmental
18 effects, or a substantial increase in the severity of effects identified in the Event Center
19 FSEIR, and (C) no new information of substantial importance to the project analyzed in the
20 Event Center FSEIR has become available which would indicate that (i) the Plan Amendment
21 will have significant effects not discussed in the Event Center FSEIR; (ii) significant
22 environmental effects will be substantially more severe; (iii) mitigation measures or
23 alternatives found not feasible which would reduce one or more significant effects have
24 become feasible; or (iv) mitigation measures or alternatives which are considerably different
25

1 from those in the Event Center FSEIR will substantially reduce one or more significant effects
2 on the environment.

3 (i) On June 18, 2020, the Planning Commission, in Motion No. 20746, adopted
4 findings that the actions contemplated in this ordinance are consistent, on balance, with the
5 City's General Plan and eight priority policies of Planning Code Section 101.1. The Board
6 adopts these findings as its own. A copy of said Planning Commission Resolution is on file
7 with the Clerk of the Board of Supervisors in File No. 200575, and is incorporated herein by
8 reference.

9 (j) The Board of Supervisors held a public hearing on July 21, 2020, on the adoption of
10 the Plan Amendment in the Board Legislative Chamber at City Hall, 1 Dr. Carlton B. Goodlett
11 Place, Room 250, San Francisco, California. The hearing has been closed. Notice of such
12 hearing was duly and regularly published in a newspaper of general circulation in the City and
13 County of San Francisco, once per week for three successive weeks prior to the date of such
14 hearing in accordance with Redevelopment Law Section 33452. At such hearing, the Board
15 considered the report of the Successor Agency Commission, the Planning Commission
16 Motion No. 20746, the Event Center FSEIR, and the Addendum, and all evidence and
17 testimony regarding the Plan Amendment. The Board hereby adopts findings to the extent
18 required by the Redevelopment Law as set forth in Section 5 of this ordinance.

19
20 Section 2. Purpose and Intent. The purpose and intent of the Board of Supervisors
21 with respect to the Plan Amendment is to permit hotel and residential land uses on Blocks 29-
22 30, increase the total Leasable square feet of retail space permitted on Blocks 29-32, permit a
23 hotel with up to 230 hotel rooms to be built on Blocks 29-30, and authorize up to 21 dwelling
24 units to be built on Blocks 29-30 in the Plan Area, which will contribute to and complement the
25 overall goals and objectives of the Redevelopment Plan, facilitate the completion of

1 redevelopment of the Plan Area, and expeditiously wind down the activities of the dissolved
2 redevelopment agency as required under Redevelopment Dissolution Law.

3
4 Section 3. Plan Incorporation by Reference. The Redevelopment Plan as amended by
5 this ordinance is incorporated in and made a part of this ordinance by this reference with the
6 same force and effect as though set forth fully in this ordinance.

7
8 Section 4. The Redevelopment Plan for the Mission Bay South Redevelopment Project
9 is hereby amended, to read as follows:

10 Redevelopment Plan Amendment.

11 (a) Section 103(H) of the Redevelopment Plan is hereby amended to read as follows:

12 Strengthening the economic base of the Plan Area and the community by
13 strengthening retail and other commercial functions in the Plan Area through the addition of
14 up to approximately ~~335,000~~400,000 Leasable square feet of retail space ~~and~~, a hotel of up to
15 500 rooms and associated uses in the Hotel land use district, depending on the amount of
16 residential uses constructed in the Hotel land use district, a hotel of up to 230 rooms and
17 associated uses on Blocks 29-30 in the Commercial Industrial/Retail land use district, and about
18 5,953,600 Leasable square feet of mixed office, research and development and light
19 manufacturing uses.

20 (b) Section 302.4(A) of the Redevelopment Plan is hereby amended to read as
21 follows:

22 The following principal uses are permitted in the Commercial Industrial/Retail district:

23 * * * *

24 Retail Sales and Services:

25 All Retail Sales and Services, including Bars and aerobic studios

1 Restaurants
2 Automobile Rental
3 Tourist Hotel (Blocks 29-30 only)

4 Arts Activities and Spaces

5 * * * *

6 Automotive:

7 Automobile service station

8 Automobile wash

9 Dwelling Units (Blocks 29-30 only)

10 Other Uses:

11 * * * *

12 (c) Section 304.4 of the Redevelopment Plan is hereby amended to read as follows:

13 The number of Dwelling Units ~~presently~~ in the Plan Area ~~is currently none, and~~ shall be
14 approximately 3,440 under this Plan. Of those 3,440 Dwelling Units, 350 are allocated to the
15 Hotel land use district and cannot be constructed on any site other than Block 1, and up to 21
16 are allocated to Blocks 29-30 in the Commercial Industrial/Retail land use district and cannot be
17 constructed on any site other than Blocks 29-30, with the remaining Dwelling Units allocated to the
18 Mission Bay South Residential land use district. The total number of Dwelling Units that may
19 be constructed within the Hotel land use district must not exceed 350 Dwelling Units and must
20 not preclude the development of a hotel within the Hotel land use district as provided for in
21 Section 302.2. Further, inclusion of Dwelling Units within the Hotel land use district will reduce
22 the total number of hotel ~~size~~rooms and Leasable square footage of retail allowed in the ~~Plan~~
23 ~~Area~~Hotel land use district as provided for in Section 304.5.

24 (d) Section 304.5 of the Redevelopment Plan is hereby amended to read as follows:
25

1 The type of buildings may be as permitted in the Building Code as in effect from time to
2 time. Approximately ~~335,000~~400,000 Leasable square feet of retail space, an up to 500-room
3 hotel in the Hotel land use district and an up to 230-room hotel on Blocks 29-30 in the Commercial
4 Industrial/Retail land use district, including associated uses such as retail, banquet and
5 conferencing facilities, approximately 5,953,600 Leasable square feet of mixed office,
6 research and development and light manufacturing uses, with about 2,650,000 square feet of
7 UCSF instructional, research and support uses are allowed in the Plan Area.

8 * * * *

9 Of the ~~335,000~~400,000 Leasable square feet, up to ~~105,700~~170,700 Leasable square feet
10 may be City-serving retail, allocated as follows: ~~20,700~~85,700 on blocks 29, 30, 31, 32 and 36
11 in Zone A (except that approximately 65,000 Leasable square feet of such City-serving retail may only
12 be located on Blocks 29-32); 45,000 Zone B; 36,000 Zone C; 4,000 Zone D. The balance of the
13 permitted retail use, 229,300 Leasable square feet, is allocated as follows: 50,000
14 entertainment/neighborhood-serving retail in the Hotel district, 159,300 neighborhood-serving
15 retail in Zone A and sites designated Commercial or Mission Bay South Residential on
16 Attachment 3 in the Plan Area, and 20,000 neighborhood-serving retail on Agency-sponsored
17 affordable housing sites.

18 * * * *

19 If Dwelling Units are constructed within the Hotel land use district, the maximum size of
20 the hotel within the Hotel land use district will be reduced to 250 rooms and the maximum
21 amount of retail square footage within the Hotel land use district will be reduced to 25,000
22 Leasable square feet.

23 (e) Attachment 3 of the Plan (Redevelopment Land Use Map) is hereby amended to
24 include the following text in the Commercial Industrial / Retail land use description:

25 COMMERCIAL INDUSTRIAL / RETAIL (including Hotel and Residential on Blocks 29-30)

1 (f) Attachment 5 of the Plan (Definitions) is hereby amended to read as follows:

2 * * * *

3 Plan Documents. This Plan and its implementing documents including, without
4 limitation, any owner participation agreements, the Mission Bay ~~North~~South Design for
5 Development and the Mission Bay Subdivision Ordinance and regulations adopted
6 thereunder.

7 * * * *

8
9 Section 5. Further Findings and Determinations under Redevelopment Law. The
10 Board of Supervisors hereby further finds, determines, and declares, based on the record
11 before it, including but not limited to information contained in the Report to the Board that:

12 (a) Certain portions of the Plan Area remain blighted areas and remain undeveloped.
13 The Plan Amendment will improve or alleviate the physical and economic conditions in the
14 Plan Area by allowing for a diversity of land uses, including residential use and hotel use, and
15 thus will support the full economic use of Blocks 29-32, further activating and revitalizing the
16 surrounding neighborhood.

17 (b) The carrying out of the Plan Amendment will effectuate the purposes and policies
18 of the Redevelopment Dissolution Law, which requires the expeditious wind down of
19 redevelopment activities.

20 (c) The Plan Amendment will allow redevelopment of the area in conformity with
21 Redevelopment Law, as amended by the Redevelopment Dissolution Law, and in the
22 interests of the public peace, health, safety, and welfare.

23 (d) The development of dwelling units and hotel use on Blocks 29-30 will provide
24 flexibility in the development of the Plan Area to respond readily and appropriately to market
25 conditions, providing opportunities for participation by owners in the redevelopment of their

1 properties, strengthening the economic base of the Plan Area and the community by
2 strengthening retail and other commercial functions in the Plan Area, and achieving these
3 objectives in the most expeditious manner feasible.

4 (e) The adoption and carrying out of the Plan Amendment is economically sound and
5 feasible. Development of Blocks 29-30 for mixed-use residential and hotel uses will
6 significantly increase revenues generated from property taxes payable to the taxing entities,
7 including the City and County of San Francisco, the Bay Area Rapid Transit District, the San
8 Francisco Community College District, the San Francisco Unified School District, and the San
9 Francisco County Office of Education. The Plan Amendment does not propose any new
10 capital expenditures by the Successor Agency nor any change in the Successor Agency's
11 overall method of financing the redevelopment of the Plan Area, but nonetheless accelerates
12 the completion of development under the Redevelopment Plan and thus benefits the taxing
13 entities by ensuring that they receive increased property tax revenues through pass-through
14 and other payments.

15 (f) For the reasons set forth in Section (1), subparagraph (i) of this ordinance, the Plan
16 Amendment is in conformity with the General Plan of the City and County of San Francisco,
17 including the priority policies in City Planning Code Section 101.1.

18 (g) The carrying out of the Plan Amendment will promote the public peace, health,
19 safety, and welfare of the community and would effectuate the purposes and policy of
20 Redevelopment Law, as amended by the Redevelopment Dissolution Law.

21 (h) The Plan Amendment does not authorize the condemnation of real property.
22 Under Redevelopment Law, the authority to condemn real property provided for in the
23 Redevelopment Plan expired on November 2, 2010.

24 ///

1 (i) No persons will be displaced, temporarily or permanently, from housing facilities as
2 a result of the Redevelopment Plan or Plan Amendment. Accordingly, no residential
3 relocation plan is required.

4 (j) There are no non-contiguous areas in the Plan Area.

5 (k) The Plan Amendment does not change the boundaries of the Plan Area and,
6 therefore, does not include any additional area for the purpose of obtaining any allocation of
7 tax increment revenues from the Plan Area pursuant to Redevelopment Law Section 33670.

8 (l) The Plan Amendment does not change the time limitation on the Redevelopment
9 Plan.

10
11 Section 6. Official Plan. As required by Redevelopment Law Sections 33457.1 and
12 33367, the Board of Supervisors hereby approves and adopts the Redevelopment Plan, as
13 amended by the Plan Amendment, as the official redevelopment plan for the Plan Area.

14
15 Section 7. Continued Effect of Previous Board of Supervisors Ordinances as
16 Amended. Ordinance Nos. 335-98, 143-13, and 032-18 are continued in full force and effect
17 as amended by this ordinance.

18
19 Section 8. Transmittal of Redevelopment Plan as Amended. The Clerk of the Board of
20 Supervisors shall without delay (a) transmit a copy of this ordinance to the Successor Agency,
21 whereupon the Successor Agency shall be vested with the responsibility for carrying out the
22 Redevelopment Plan as amended, and (b) record or ensure that the Successor Agency
23 records a notice of the approval and adoption of the Plan Amendment pursuant to this
24 ordinance, containing a statement that proceedings for the redevelopment of the Plan Area
25 pursuant to the Plan Amendment have been instituted under the Redevelopment Law.

1 Section 9. Effective Date. In accordance with Redevelopment Law Sections
2 33378(b)(2) and 33450, this ordinance shall become effective 90 days after enactment.
3 Enactment occurs when the Mayor signs the ordinance, the Mayor returns the ordinance
4 unsigned or does not sign the ordinance within ten days of receiving it, or the Board of
5 Supervisors overrides the Mayor’s veto of the ordinance.

6
7 Section 10. Scope of Ordinance. In enacting this ordinance, the Board of Supervisors
8 intends to amend only those words, phrases, paragraphs, subsections, sections, articles,
9 numbers, punctuation marks, charts, diagrams, or any other constituent parts of the
10 Redevelopment Plan for the Mission Bay South Redevelopment Project that are explicitly
11 shown in this ordinance as additions, deletions, Board amendment additions, and Board
12 amendment deletions in accordance with the “Note” that appears under the official title of the
13 ordinance.

14
15
16 APPROVED AS TO FORM:
17 DENNIS J. HERRERA, City Attorney

18 By: /s/ JOHN D. MALAMUT
19 JOHN D. MALAMUT
20 Deputy City Attorney

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LEGISLATIVE DIGEST

[Redevelopment Plan Amendment - Mission Bay South Blocks 29-32 Hotel]

Ordinance approving an amendment to the Redevelopment Plan for the Mission Bay South Redevelopment Project, which modifies the land use designation for certain property in Blocks 29-32 (also known as the site of Chase Center) to add hotel and residential as permitted uses, increases the total leasable square feet of retail space permitted on this property, increases the number of hotels and hotel rooms in the plan area, and authorizes certain dwelling units to be built on certain property in the plan area; directing the Clerk of the Board of Supervisors to transmit a copy of this Ordinance upon its enactment to the Successor Agency; making findings under the California Environmental Quality Act; and making findings of consistency with the General Plan, and the eight priority policies of Planning Code, Section 101.1(b).

Existing Law

The Board of Supervisors approved the Mission Bay South Redevelopment Plan (“Redevelopment Plan”) in 1998, and approved amendments to the Redevelopment Plan in 2013 and 2018. The Redevelopment Plan provides for the development of a mix of uses in the Redevelopment Plan area (“Plan Area”), including the development of institutional uses by the University of California at San Francisco, commercial and research and development uses, residential uses, retail uses, parks, public facilities, and a hotel. The Redevelopment Plan currently does not allow hotel or residential uses on Blocks 29-30 (also known as the site of Chase Center), and only permits one hotel with up to 250 hotel rooms to be built in the Plan Area in the Hotel land use zone. The Redevelopment Plan also exempts certain smaller retail uses from the total leasable square feet of retail permitted in the Plan Area, provided their use is restricted to certain types of retail.

Amendments to Current Law

The ordinance would amend the Redevelopment Plan to allow hotel and residential uses on Blocks 29-30 in the Commercial Industrial/Retail land use zone as permitted principal uses, permit a hotel with up to 230 hotel rooms to be built on Blocks 29-30, and designate up to 21 residential units to be built on Blocks 29-30. The amendment also would increase the total leasable square feet of retail space on Blocks 29-32 by 65,000 leasable square feet. The legislation also would make environmental findings and findings of consistency with the General Plan and the eight priority policies on Planning Code Section 101.1.

Background Information

The ordinance is proposed to permit the development of a hotel and residential building on the northern portion Blocks 29-32 in the Plan Area, the site of Chase Center, where such uses are currently not permitted, and to incorporate previously approved and constructed retail areas on Blocks 29-32 that were excluded from the calculation of the total retail area on Blocks 29-32 through various exemptions in the Redevelopment Plan. In regard to the retail uses, the proposed Redevelopment Plan amendments allow for more flexible use of these retail areas. By allowing hotel and residential use on Blocks 29-30, designating certain dwelling units to be built on Blocks 29-30, increasing the total number of hotels and hotel rooms in the Plan Area, and increasing the total amount of leasable square feet of retail spaces on Blocks 29-32 and in the Plan Area, the Redevelopment Plan amendment is designed to contribute to the expeditious completion of the Redevelopment Plan as required under the State law that dissolved all redevelopment agencies in California as of February 1, 2012. The Redevelopment Plan amendment does not propose any new capital expenditures by the Successor Agency, or a change in overall method of financing the redevelopment of the Plan Area. To the extent that the amendment accelerates the completion of development, it will benefit taxing entities through increased property tax revenues through pass-through and other payments.

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COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 06-2020

Adopted May 19, 2020

APPROVING THE REPORT TO THE BOARD OF SUPERVISORS ON THE AMENDMENT TO THE REDEVELOPMENT PLAN FOR THE MISSION BAY SOUTH REDEVELOPMENT PROJECT IN CONNECTION WITH A HOTEL AND RESIDENTIAL DEVELOPMENT ON BLOCKS 29-32, ADOPTING ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, AND AUTHORIZING TRANSMITTAL OF THE REPORT TO THE BOARD OF SUPERVISORS; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA

WHEREAS, On September 17, 1998, the former Redevelopment Agency of the City and County of San Francisco (“Redevelopment Agency”) approved, by Resolution No. 190-98, the Redevelopment Plan for the Mission Bay South Redevelopment Project (“Redevelopment Plan”). On November 2, 1998, the Board of Supervisors of the City and County of San Francisco (“Board of Supervisors”) adopted, by Ordinance No. 335-98, the Redevelopment Plan; and,

WHEREAS, The Successor Agency to the Redevelopment Agency of the City and County of San Francisco, commonly known as the Office of Community Investment and Infrastructure, (“Successor Agency” or “OCII”) proposes an amendment to the Redevelopment Plan (“Plan Amendment”) that would allow, at a maximum, a 230-room hotel and up to 21 residential dwelling units, as principally permitted uses on Blocks 29-30, and provide for a corresponding increase in the total number of hotels and hotel rooms in the Mission Bay South Redevelopment Project Area (“Plan Area”). The Plan Amendment would also increase the limitation on the total Leasable square footage of retail permitted in the Plan Area from 335,000 square feet to 400,000 square feet, which would include approximately 54,000 Leasable square feet of previously approved retail uses on Blocks 29-32 currently excluded from the calculation of total retail square footage in the Plan Area through various exemptions; and,

WHEREAS, The Plan Amendment is consistent with the Redevelopment Plan objectives to provide flexibility in the development of the Plan Area, to respond readily and appropriately to market conditions and to strengthen the economic base of the Plan Area; and,

WHEREAS, In accordance with Section 33457.1 of the California Community Redevelopment Law (Health and Safety Code Section 33000 et seq., “Community Redevelopment Law” or “CRL”), the Successor Agency has prepared the Report to the Board of Supervisors on the Amendment to the Redevelopment Plan for the Mission Bay South Redevelopment Project (“Report to the Board”) that contains only the information required by Health and Safety Code Section 33352 that is warranted by the scope of the Plan Amendment; and,

WHEREAS, Development within the Plan Area is subject to an Owner Participation Agreement between the Successor Agency and FOCIL-MB, LLC that requires, among other things, that the Successor Agency shall obtain the consent of FOCIL-MB, LLC to amend the Redevelopment Plan, which consent has been, or will be provided prior to approval of the Plan Amendment by the Successor Agency Commission, commonly known as the Commission on Community Investment and Infrastructure (“Commission”); and,

WHEREAS, On January 9, 2020, the Mission Bay Citizens Advisory Committee considered the Plan Amendment and recommended approval of the Plan Amendment by the Commission and adoption by the Board of Supervisors; and,

WHEREAS, On May 19, 2020, the Commission adopted Resolution No. 05-2020, by which the Commission determined that the Event Center Final Subsequent Environmental Impact Report ("FSEIR") (therein defined), together with further analysis provided in Addendum No. 1, remain adequate, accurate, and objective and in compliance with the California Environmental Quality Act (California Public Resources Code Sections 21000 et seq., "CEQA") and the CEQA Guidelines (14 California Code of Regulations Sections 15000 et seq.), for purposes of evaluating the potential environmental effects of the Plan Amendment; and,

WHEREAS, The environmental effects of the Plan Amendment have been analyzed in the environmental documents, which are described in Commission Resolution No. 05-2020. Copies of the environmental documents are on file with the Commission Secretary; now, therefore, be it:

RESOLVED, That the Commission hereby finds that the Plan Amendments are included in the actions identified in Resolution No. 05-2020 for purposes of compliance with CEQA; and be it further

RESOLVED, That in Resolution No. 05-2020, adopted on May 19, 2020, the Commission adopted findings that various actions, including the Plan Amendments, were in compliance with CEQA. Said findings are on file with the Commission Secretary and are incorporated herein by reference. Said findings are in furtherance of the actions contemplated in this Resolution and are made part of this Resolution by reference herein; and be it

RESOLVED, That the Commission hereby approves the Report to the Board of Supervisors on the Amendment to the Redevelopment Plan for the Mission Bay South Redevelopment Project, which Report is attached to this Resolution as Exhibit A; and, be it further

RESOLVED, That the Executive Director of the Successor Agency is hereby authorized to transmit said Report to Board to the Board of Supervisors of the City and County of San Francisco as required under Section 33457.1 of the Community Redevelopment Law for its consideration in reviewing the Plan Amendment.

I hereby certify that the foregoing resolution was adopted by the Successor Agency Commission at its meeting of May 19, 2020.



Commission Secretary

EXHIBIT A: Report to the Board of Supervisors on the Amendment to the Mission Bay South Redevelopment Project

**REPORT TO THE BOARD OF
SUPERVISORS ON THE
AMENDMENT TO THE REDEVELOPMENT PLAN FOR THE MISSION BAY SOUTH
REDEVELOPMENT PROJECT**

**(AS UPDATED BY INCLUSION OF THE ACTIONS OF THE COMMISSION ON
COMMUNITY INVESTMENT AND INFRASTRUCTURE AND THE PLANNING
COMMISSION)**

Prepared by:

The Office of Community Investment and Infrastructure,
as the Successor Agency to the San Francisco Redevelopment Agency

This report is from the Successor Agency to the Redevelopment Agency of the City and County of San Francisco to the Board of Supervisors of the City and County of San Francisco and is to support a proposed Amendment to the Redevelopment Plan for the Mission Bay South Redevelopment Project. This report contains the required sections which warrant updating since the Redevelopment Plan was approved on November 2, 1998 and amended on July 9, 2013 and March 6, 2018.

May 19, 2020

As updated June 24, 2020

**REPORT TO THE BOARD OF SUPERVISORS ON THE AMENDMENT TO THE
REDEVELOPMENT PLAN FOR THE
MISSION BAY SOUTH REDEVELOPMENT PROJECT**

INTRODUCTION

This Report (“Report”) on the proposed Amendment (“Amendment”) to the Redevelopment Plan (“Redevelopment Plan”) for the Mission Bay South Redevelopment Project (“Project”) has been prepared by the Successor Agency to the Redevelopment Agency of the City and County of San Francisco (“Agency”) pursuant to the provisions of Section 33457.1 of the California Community Redevelopment Law (Health and Safety Code Section 33000 *et seq.*, “CRL”), which section provides as follows:

“To the extent warranted by a proposed amendment to a redevelopment plan, (1) the ordinance adopting an amendment to a redevelopment plan shall contain the findings required by Section 33367 and (2) the reports and information required by Section 33352 shall be prepared and made available to the public prior to the hearing on such amendment.”

DESCRIPTION OF THE PROPOSED AMENDMENT

The proposed Amendment affects land uses on Blocks 29-32 of the Mission Bay Redevelopment Project Area (“Plan Area”). The Amendment would modify the Redevelopment Plan to allow hotel and residential uses as principal uses on Blocks 29-30 and to increase the total amount of retail permitted on Blocks 29-32, which is located in the Mission Bay South Commercial Industrial/Retail District (“Commercial Industrial/Retail District”). The Amendment would provide for an increase in the number of hotels and hotel rooms within the Plan Area, as well as an increase in the total Leasable square feet of retail permitted under the Redevelopment Plan. The increase in retail square footage accounts for previously approved retail areas on Blocks 29-32 that are currently excluded from the total amount of retail in the Project Area through various exemptions, and also accounts for various outdoor areas that will be partially enclosed on Blocks 29-32. The proposed Amendment would allocate the increase in retail area to Blocks 29-32, and allocate the increase in hotels and hotel rooms, as well as 21 dwelling units, to Blocks 29-30. Currently, certain manufacturing, institutional, retail sales and service, arts activities and spaces, office, home and business services, animal care, wholesaling, automotive, and other compatible uses are principally permitted in the Commercial Industrial/Retail District, and certain institutional, assembly and entertainment, and other compatible uses are permitted as secondary uses. The blocks bounded by 3rd Street to the west, Warriors Way to the north, the realigned Terry A Francois Boulevard to the east, and 16th Street to the south, which is also known as and is referred to herein as “Blocks 29-32”, are the primary blocks affected by these changes, and are within the Commercial Industrial/Retail District.

SCOPE OF THIS REPORT

In accordance with Section 33457.1 of the CRL, this Report contains only the information required by Section 33352 of the CRL that is warranted by the proposed Amendment. Because the proposed Amendment as described above is relatively minor (*i.e.*, limited to permitting two additional uses and up to 230 hotel rooms and up to 21 dwelling units on Blocks 29-30, increasing the total Leasable square footage of retail permitted on Blocks 29-32, and corresponding changes to the total number of hotels, hotel rooms, and total leasable square feet of retail space in the Plan Area), the contents of this Report are limited to the following:

- Reason for the proposed Amendment (subsection (a) of Section 33352 of the CRL);
- A description of how the proposed Amendment (*i.e.*, authorization of hotel and residential uses on Blocks 29-30 and increases in the number of hotels, hotel rooms, and total retail square footage) will improve or alleviate the conditions of blight that continue to exist in the area (subsection (a) and (b) of Section 33352 of the CRL);
- The proposed method of financing the redevelopment of the Plan Area as applicable to the proposed Amendment (subsection (e) of Section 33352 of the CRL);
- Discussion of the Planning Commission’s forthcoming report regarding conformity of the Plan Amendment to the General Plan (to the extent required by Section 33453 of the CRL and Section 4.105 of the San Francisco Charter);
- The report (environmental document) required by Section 21151 of the Public Resources Code as applicable to the proposed Amendment (subsection (k) of Section 33352 of the CRL).
- A neighborhood impact report to the extent required by Section 33352 (m) of the CRL.

Other information that Section 33352 requires to support a new redevelopment plan is not necessary for this proposed Amendment because of its limited scope in changing the land use for two particular blocks in the Plan Area and increasing the number of hotels, hotel rooms, and leasable square feet of retail space permitted in the Plan Area.

In approving the Redevelopment Plan in 1998, and the amendments in 2013 and 2018, the Board of Supervisors relied on information about the conditions of physical and economic blight within the Plan Area, the need for tax increment financing to carry out redevelopment in the Plan Area, and other factors justifying the establishment of the Plan Area. The proposed Amendment addresses four blocks in the Plan Area, and does not alter the boundaries of the Plan Area or the blight and financial determinations made at the time the Plan Area was originally adopted; therefore, an update to this information is not required. The proposed Amendment would not displace any residents of the Plan Area because there are no housing facilities located within the area affected by the proposed Amendment. Accordingly, there is no need for a relocation plan that might otherwise be required. There is no existing Project Area Committee (“PAC”) acting within the Plan Area nor is there a requirement that a PAC be created in connection with the proposed Amendment because no new area is proposed to be added to the Plan Area and the Agency’s

eminent domain authority has expired. (However, in December 1996, the Mayor appointed a Mission Bay Citizens Advisory Committee, which is not a PAC, to provide for community input into the redevelopment of the Mission Bay area. On January 9, 2020, the Citizens Advisory Committee considered and recommended approval of the Amendment by the Agency and adoption by the Board of Supervisors.) Since the proposed Amendment does not alter the Project Area boundaries or make changes to the Redevelopment Plan to increase financing limits, extend its duration or add significant capital projects, no county fiscal officer's report or consultation with the taxing entities is required.

REASON FOR PLAN AMENDMENT

The purpose of the proposed Amendment is to allow hotel and residential uses on Blocks 29-30 (the northern two blocks of Blocks 29-32), allocate 21 dwelling units to Blocks 29-30, and increase the number of hotels, hotel rooms, and the total retail square footage allowed under the Redevelopment Plan to permit a new mixed-use hotel and residential development on Blocks 29-30, and to account for previously approved but excluded retail areas, as well as various outdoor areas retail areas that will be partially enclosed, located on Blocks 29-32. This flexibility in the land use regulation of Blocks 29-32 will facilitate the expeditious completion of redevelopment activities by enabling the owner to respond to changes in market conditions that have occurred since the 1998 adoption of the Redevelopment Plan and the 2013 and 2018 amendments to the Redevelopment Plan. The Amendment would allow flexibility to develop an economically-feasible hotel together with residential dwelling units that would complement the Event Center and Mixed Use Development at Mission Bay Blocks 29-32 (the "Event Center Project") by providing much-needed accommodations for visiting sports teams playing at the Event Center Project, visitors, and fans to stay adjacent to the Event Center Project and further activating the neighborhood with residential and retail uses. A specific objective for redevelopment of the Plan Area is to "[c]reate a vibrant urban community in Mission Bay South which incorporates a variety of uses" including, among others, hotel and housing uses. Redevelopment Plan, Section 104 A at page 3-4. Permitting hotel and residential uses to be developed on Blocks 29-30 will provide for development of not only housing in furtherance of the Redevelopment Plan objectives, but also a much-needed hotel use, and the increase in the total retail square footage permitted will formalize previously approved retail areas as well as certain outdoor retail areas that will be partially enclosed which will enhance the vibrancy of the surrounding community.

The following Redevelopment Project Objectives, as set forth in Section 103 of the Redevelopment Plan would be further advanced by the adoption of the Amendment:

- Providing flexibility in the development of the Plan Area to respond readily and appropriately to market conditions.
- Strengthening the economic base of the Plan Area and the community by strengthening retail and other commercial functions in the Plan Area.

DESCRIPTION OF HOW THE AMENDMENT WILL IMPROVE OR ALLEVIATE BLIGHT

As originally described in the 1998 Report to the Board of Supervisors for the Mission Bay South Redevelopment Plan, Blocks 29-32 and its surrounding area were a blighted area as defined under the CRL. Significant improvements have occurred in the Plan Area, including the Event Center Project on Blocks 29-32. However, the land use restrictions on Blocks 29-32 currently preclude hotel and residential use, which are both needed in the vicinity of the Event Center Project. In addition, additional retail area is needed to complement the Event Center Project and the proposed new hotel and residential uses. The proposed Amendment will improve the physical and economic conditions on Blocks 29-32 by allowing for a diversity of land uses and corresponding development, including both residential and hotel development on Blocks 29-30, further strengthening the achievement of an economically vibrant mixed-use development, and improving the economic base of the Plan Area by facilitating a diversity of land uses, including job-generating uses, and activating and revitalizing the surrounding neighborhood.

PROPOSED METHOD OF FINANCING / ECONOMIC FEASIBILITY OF AMENDMENT

The proposed Amendment will permit the development of hotel and residential uses on two blocks within the Plan Area in addition to the other uses currently permitted thereon, and will increase the total amount of retail square footage permitted within the Plan Area to account for previously approved but excluded retail uses, as well as certain outdoor retail areas that will be partially enclosed, on Blocks 29-32. The proposed Amendment does not propose any new capital expenditures by the Agency, involve any new indebtedness or financial obligation of the Agency, or change the Agency's overall method of financing the redevelopment of the Plan Area. Instead, the proposed Amendment relies on private enterprise to finance the mixed-use development that to date has not been permitted on Blocks 29-30 because of the restrictive zoning. The Agency will continue, however, to use tax increment financing and funds from all other available sources to carry out its enforceable obligations to pay for the costs of public infrastructure in the Plan Area. The change in permitted uses within Blocks 29-30 of the Commercial Industrial/Retail District is expected to result in the further development of Blocks 29-30, which would generate more property taxes and consequently more tax increments than the existing conditions.

REPORT OF THE PLANNING COMMISSION

The Commission on Community Investment and Infrastructure referred the Amendment to the Planning Commission for its report and findings of conformity with the General Plan. The Planning Commission reviewed the Plan Amendment and found it in conformity with the General Plan. The motion is attached hereto as Exhibit B and incorporated herein by this reference.

ENVIRONMENTAL DOCUMENT

The most recent environmental analysis for the Plan Area was carried out in the *Final Mission Bay Subsequent Environmental Impact Report* which was certified on September 17, 1998 ("Subsequent EIR"). The *Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report* ("Event Center FSEIR") analyzed the

development of the Event Center Project, and was tiered from the Subsequent EIR. The Event Center FSEIR was certified on November 3, 2015. An Addendum to the Event Center FSEIR (the “Addendum”) has been prepared in connection with the proposed Amendment. The Addendum is attached hereto as Exhibit A and incorporated herein by this reference.

NEIGHBORHOOD IMPACT REPORT

The Plan Area contains a significant amount of permanently affordable, low- and moderate-income housing, which is the result of the successful implementation to date of the Redevelopment Plan. The proposed Amendment does not impact or alter the Redevelopment Plan’s commitment to provide affordable housing. The Redevelopment Plan provides for the development of up to approximately 3,440 residential units, approximately 1,100 of which will be offered at below market rates. The process and requirements for the development of approximately 3,440 homes within the Redevelopment Plan Area is designed to provide new housing opportunities for households of diverse income, ages, lifestyles and family size. As of March 2020, 2,944 housing units have been completed, of which 612 are affordable homes. Another 152 affordable units are under construction. Another 454 units are planned for the Plan Area. OCII continues to promote the development of a wide variety of affordable housing including mixed-use development, development of new and rehabilitation of existing rental and ownership units, infill development, and mixed income development. The housing opportunities within the Plan Area address the demand for housing suitable for families, seniors, young adults, and others with special needs. The amount and timing of this development has been and will continue to be dependent on the amount and pace of the overall development in the Plan Area.

The proposed Amendment will not cause the destruction or removal of housing units from the low- and moderate-income housing market and no persons will be displaced, temporarily or permanently, from dwelling units as a result of the Amendment. In summary, the proposed Amendment will have no negative impact on housing within the Plan Area or in any way impact housing obligations or objectives as described in the Redevelopment Plan, and will, by contrast, facilitate the development of affordable and market-rate housing in the Plan Area.

Exhibit A

Addendum

[attached]



Addendum No. 1 to Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report

Date of Publication of Addendum: May 13, 2020

Date of Certification of Final Subsequent EIR: November 3, 2015

Lead Agency: Office of Community Investment and Infrastructure
Successor Agency to the San Francisco Redevelopment Agency
One South Van Ness Avenue, 5th Floor
San Francisco, CA 94103

Agency Contact: José Campos **Telephone:** (415) 749-2554

Project Title: Successor Agency Case No. ER 2014-919-97; Addendum #1
Mission Bay South Blocks 29-32

Project Address: 99 Warriors Way

Project Sponsor: GSW Hotel LLC

Sponsor Contact: Peter Bryan **Telephone:** (510) 740-7559

Determination:

The proposed project consists of policy changes and new construction. The policy changes would:

- amend the Mission Bay South Redevelopment Plan (“South Plan”) to permit Hotel and Residential uses on the project site, allocate up to 21 dwelling units to Blocks 29-30, increase the number of hotels permitted in the South Plan area, increase the total number of hotel rooms permitted in the South Plan area and allocate the increase of 230 hotel rooms to Blocks 29-30, increase the total leasable area of retail space permitted in the South Plan area from 335,000 square feet to 400,000 square feet, and increase the total City-serving retail allocated to Blocks 29-32 and 36 in Zone A from 20,700 leasable square feet to 85,700 leasable square feet¹ and allocate the increase, i.e., 65,000 of such leasable square feet, to Blocks 29-32. The increased retail square footage includes retail areas on Blocks 29-32 that were previously approved but excluded from the calculation of retail square footage under the South Plan definition of Gross Floor Area and outdoor retail areas that will be partially enclosed or covered;
- amend the Mission Bay South Design for Development document (“South D for D”) to permit the building’s height, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building’s bulk, confirm the users of Blocks 29-32 will share loading spaces, amend requirements for architectural projections, and other conforming amendments and clarifications; and

¹ Although Block 36 is not part of the project site, the South Plan includes an allocation of City-serving retail space in a portion of the South Plan’s Zone A that groups Block 36 with Blocks 29-32. The latter constitutes the project site but the proposed amendment would increase the total retail space allocation in the portion of Zone A that also encompasses Block 36, but would allocate the increase only to Blocks 29-32.

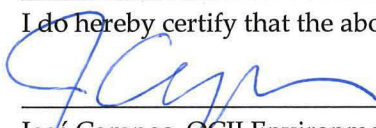
- amend the previously approved Major Phase Application and Basic Concept Design/Schematic Design for Blocks 29-32.

The proposed project as set forth in the proposed Basic Concept/Schematic Design application dated May 1, 2020 would construct a new, 160-foot-tall, mixed-use hotel, residential and retail building consisting of approximately 160,000 gross square feet (gsf) of hotel space (including associated uses such as a ballroom, meeting rooms, and a fitness center); 85,000 gsf of residential space; and up to 25,000 gsf of retail space.² The proposed project would include a hotel with up to 129 rooms and up to 21 dwelling units. However, the proposed amendments to the South Plan and the South D for D would permit future revisions to the proposed Basic Concept/Schematic Design to allow for a hotel with as few as 129 rooms or as many as 230 rooms, and as few as zero (0) dwelling units or as many as 21 dwelling units, provided that the total area of hotel and residential uses combined would not exceed approximately 245,000 gsf. Both the proposed project and any project variant with a different number of hotel rooms or dwelling units would also include up to approximately 25,000 gsf of retail space. This retail space would replace approximately 25,000 gsf of retail space that currently exists on the project site, resulting in no net new retail area on the project site from the construction of the proposed building. In addition, the increase in the total retail area on Blocks 29-32 caused by partially enclosing or covering approximately 6,300 gsf of certain existing patios would result in a total of approximately 117,200 gsf of retail area on Blocks 29-32, which is below the 125,000 gsf of retail studied in the Event Center FSEIR.

Since certification of the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report ("Event Center FSEIR"), no substantial changes have been made to the South Plan or the Event Center project, no substantial changes have occurred in the circumstances under which the South Plan or Event Center project would be undertaken, and no new information of substantial importance has emerged that would result in one or more significant effects not discussed in the Event Center FSEIR or an increase in any significant effects previously disclosed, and there are no new, or previously rejected as infeasible, mitigation measures or alternatives have been proposed that would substantially reduce one or more significant impacts that the project proponents have declined to adopt. As such, because none of the criteria set forth in CEQA Guidelines Section 15162 that would require subsequent environmental review have been triggered, the lead agency may approve the subsequent activities set forth as being within the scope of the Event Center FSEIR under CEQA Guidelines Section 15162 without the need for additional environmental documentation beyond this addendum.

(The basis for this determination is provided on the following pages.)

I do hereby certify that the above determination has been made pursuant to state and local requirements.



 José Campos, OCII Environmental Review Officer,
 Successor Agency to the San Francisco
 Redevelopment Agency

_____ May 13, 2020

 Date of Determination

² Consistent with the Event Center FSEIR, the CEQA analyses are based on gross square footage. However, the Mission Bay South Redevelopment Plan permits development based on an adjusted gross square footage definition ("Gross Floor Area") and a leasable square footage definition ("Leasable Floor Area"). Gross Floor Area and Leasable Floor Area as defined in the Mission Bay South Redevelopment Plan for this project would be less than the gross square footage presented in this environmental document.

Background

Mission Bay South Redevelopment Plan Approval Process and Prior Environmental Review

On August 23, 1990, the San Francisco Board of Supervisors certified the Mission Bay Final Environmental Impact Report (the “1990 FEIR”).³ The 1990 FEIR assessed the development program that was ultimately adopted as the Mission Bay Plan, an Area Plan of the San Francisco General Plan. In 1996-97, the former Redevelopment Agency of the City and County of San Francisco (“Redevelopment Agency”), with Catellus Development Corporation as project sponsor, proposed a new project for the Mission Bay area, consisting of two separate redevelopment plans (Mission Bay North Redevelopment Plan and Mission Bay South Redevelopment Plan) (“North Plan” and “South Plan” or, collectively, the “Plans”) in two redevelopment project areas separated by the China Basin Channel.

On September 17, 1998, the San Francisco Planning Commission and the former Redevelopment Agency Commission certified the Mission Bay Final Subsequent Environmental Impact Report (“Mission Bay FSEIR”).⁴ The San Francisco Board of Supervisors affirmed the certification of the Mission Bay FSEIR by the Planning Commission and the former Redevelopment Agency Commission on October 19, 1998.⁵ The Mission Bay FSEIR analyzed reasonably foreseeable development under the Plans. It incorporated by reference information from the original 1990 FEIR that continued to be accurate and relevant for analysis of the Plans. Thus, the 1990 FEIR and the Mission Bay FSEIR together constitute the environmental documentation for the Plans. The 1990 FEIR and Mission Bay FSEIR are program Environmental Impact Reports under CEQA Guidelines 15168 and redevelopment plan EIRs under CEQA Guidelines 15180.

The former Redevelopment Agency Commission adopted the North and South Plans on September 17, 1998, along with the Mission Bay North Owner Participation Agreement (as subsequently amended, the “North OPA”) and Mission Bay South Owner Participation Agreement (as subsequently amended, the “South OPA”), which are between the former Redevelopment Agency, now the Office of Community Investment and Infrastructure (“OCII”) as the successor agency to the former Redevelopment Agency, and the Mission Bay Master Developer (originally Catellus Development Corporation and now FOCIL-MB, LLC, the successor to Catellus Development Corporation).⁶ The land uses in the adopted Plans are generally illustrated in **Figure 1**, which also depicts the project site.⁷

³ Planning Department Case No. 86.505E.

⁴ Planning Department Case No. 96.771E, Redevelopment Agency Case No. ER 919-97.

⁵ Resolution No. 14696.

⁶ Resolution No. 191-98, and No. 188-98, respectively.

⁷ It should be noted that the land use program in the adopted Plans was developed from the proposed Plan plus a combination of Plan variants described and analyzed in the Mission Bay FSEIR. Specifically, the adopted Mission Bay North and South Redevelopment Plans were based on the Plan description in the Mission Bay FSEIR, plus Variant 1 (Terry A. François Boulevard Variant/Expanded Bayshore Open Space Proposal), Variant 2 (Esprit Commercial Industrial/Retail Variant), Variant 3A (Modified No Berry Street Crossing Variant), and Variant 5 (Castle Metals Block Commercial Industrial/Retail Variant). The adopted Plans were described in the Mission Bay FSEIR Chapter III, Project Description, and Section VII.G, Combination of Variants Currently under Consideration by the Project Sponsors. The Mission Bay FSEIR concluded that the environmental effects of the combination of Plan variants would be similar to those of the proposed Plan, and consequently, would not result in any new or substantially more severe significant effects identified in the Mission Bay FSEIR for the proposed project.



SOURCE: OCII, 2020

Warriors Hotel Addendum

Figure 1
Location Map and Project Site



The South Plan has been amended twice. The first amendment, in 2013, permitted residential use on Block 1 and permitted a previously approved hotel on Block 1 to have fewer rooms if a residential use was developed. The second amendment, in 2018, allowed the removal of a 0.3 acre parcel known as P20 from the Plan area, in conjunction with the City's approval of the Mission Rock mixed-use project on the Port of San Francisco's adjacent Seawall Lot 337.

The North and South OPAs incorporated into the Plans the mitigation measures identified in the Mission Bay FSEIR and adopted by the former Redevelopment Agency Commission at the time the Plans were approved.⁸ As authorized by the Plans, the former Redevelopment Agency Commission simultaneously adopted design guidelines and standards governing development, contained in companion documents, the Design for Development for the Mission Bay North Project Area (the "North D for D") and the Design for Development for the Mission Bay South Project Area (the "South D for D"), respectively.⁹ The San Francisco Board of Supervisors adopted the North D for D on October 26, 1998, and the South D for D on November 2, 1998.¹⁰ The South OPA, which is a development contract between the Mission Bay Master Developer and the former Redevelopment Agency, has been amended six times: the first amendment dated February 17, 2004, the second dated November 1, 2005, the third dated May 21, 2013, the fourth dated June 4, 2013, the fifth dated April 29, 2014, and the sixth dated July 26, 2018. The South D for D has been amended five times: on February 17 and March 16, 2004; on March 17 and November 3, 2015; and on June 5, 2018.

The Redevelopment Agency or OCII has prepared nine addenda to the Mission Bay FSEIR (completed between 2000 and 2013) for specific developments within Mission Bay that required additional environmental review of specific issues beyond those that were covered in the Mission Bay FSEIR. These addenda are as follows:

- The first addendum, dated March 21, 2000, analyzed the ballpark parking lots.
- The second addendum, dated June 20, 2001, addressed Infrastructure Plan revisions related to the 7th Street bike lanes and relocation of a storm drain outfall.
- The third addendum, dated February 10, 2004, addressed amendments to the South D for D with respect to the maximum allowable number of towers, tower separation, and required setbacks.
- The fourth addendum, dated March 9, 2004, addressed amendments to the South D for D with respect to the permitted maximum number of parking spaces for biotechnical and similar research facilities, and specified certain changes to the North OPA to reflect a reduction in permitted commercial development and associated parking.
- The fifth addendum, dated October 4, 2005, addressed revisions to the University of California San Francisco (UCSF) Long Range Development Plan and the Final Environmental Impact Report for the Long Range Development Plan.
- The sixth addendum, dated September 10, 2008, addressed revisions of the UCSF Medical Center at Mission Bay.

⁸ North and South OPAs, Attachment L.

⁹ Resolution No. 191-98 and Resolution No. 186-98, respectively.

¹⁰ Ordinance No. 327098 North and South OPAs, Attachment L and Ordinance No. 335-98, respectively.

- The seventh addendum, dated January 7, 2010, analyzed the development of a Public Safety Building on Mission Bay Block 8 to accommodate the headquarters of the San Francisco Police Department, relocation of Southern Police Station to the new building from the Hall of Justice, a new San Francisco Fire Department station, and adaptive reuse of historic Fire Station 30, along with parking for these uses.
- The eighth addendum, dated May 15, 2013, analyzed amendments to the South Plan and South OPA to allow a mix of hotel, residential, and retail uses on Block 1.
- The ninth addendum, dated May 30, 2013, addressed development on Block 7E for a facility housing extended stay bedrooms and associated facilities to support families of patients receiving medical treatment primarily at UCSF's medical facilities.

Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Approval Process and Final Subsequent Environmental Impact Report

On November 3, 2015, the Commission on Community Investment and Infrastructure certified the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report ("Event Center FSEIR") for a multi-purpose event center ("Event Center") and a variety of mixed uses, including office, retail, open space, and structured parking.¹¹ On the same day, OCII approved a new Major Phase for Blocks 29-32 a Basic Concept Design/Schematic Design for Blocks 29-32 and amendments to the Mission Bay South Design for Development, Streetscape Plan and Signage Master Plan. On December 8, 2015, the San Francisco Board of Supervisors rejected an appeal of this certification of the Event Center FSEIR, and on November 29, 2016 the California Court of Appeal published *Mission Bay Alliance v. Office of Community Investment & Infrastructure*, 6 Cal. App. 5th 160 (Ct. App. 2016), upholding the certification of the Event Center FSEIR.

Successor Agency/Oversight Board Jurisdiction

The former San Francisco Redevelopment Agency, along with all 400 redevelopment agencies in California, was dissolved on February 1, 2012, by order of the California Supreme Court in a decision issued on December 29, 2011 (*California Redevelopment Association et al. v. Ana Matosantos*). On June 27, 2012, the California Legislature passed, and the Governor signed Assembly Bill (AB) 1484, a bill making technical and substantive changes to AB 26, which was the original bill that resulted in the dissolution of all redevelopment agencies. (Together, AB 26 and AB 1484 are referred to as "Redevelopment Dissolution Law," which is codified at California Health and Safety Code Sections 34161 – 34191.5). In response to Redevelopment Dissolution Law, the San Francisco Redevelopment Agency was dissolved and succeeded by the Successor Agency to the Redevelopment Agency of the City and County of San Francisco ("Successor Agency"), commonly known as the Office of Community Investment and Infrastructure (OCII). Pursuant to state and local legislation, the Successor Agency is governed by the Commission on Community Investment and Infrastructure, which is overseen by the Oversight Board on certain matters as set forth in the Redevelopment Dissolution Law.

On January 24, 2012, the Board of Supervisors of the City and County of San Francisco adopted Resolution No. 11-12 in response to the Supreme Court's December 29, 2011 decision upholding AB 26. On October 2, 2012, the Board of Supervisors adopted Ordinance No. 215-12 in response to the Governor's approval of AB 1484. Together, these two local laws ("Successor Agency Legislation") create the governing

¹¹ Planning Department Case No. 2014.1441E.

structure of OCII. Pursuant to the Successor Agency Legislation, the Commission on Community Investment and Infrastructure exercises certain land use, development and design approval authority for the Mission Bay North and Mission Bay South Plan areas (and other major development projects), and the OCII Oversight Board exercises certain fiscal oversight and other duties required under Redevelopment Dissolution Law. The State Department of Finance (DOF) retains authority over certain proposed transactions, including the authority to review all Oversight Board actions.

South Plan Area Development Controls

The primary development controls for the Mission Bay South Redevelopment Plan Area (“South Plan Area”) are the South Plan and the South D for D, which together specify development standards for Blocks 29-32, including standards and guidelines for height, setbacks, and lot coverage. In accordance with Redevelopment Dissolution Law, when the Board of Supervisors approved the South Plan in 1998, land use and zoning approvals within Mission Bay came under the jurisdiction of the former Redevelopment Agency, now OCII, as described above. Together, the South Plan and South D for D constitute the regulatory land use framework for the project site, and they supersede the San Francisco Planning Code, except as otherwise specifically provided in those documents and associated documents for implementing the Plans.

The infrastructure serving the South Plan Area is provided by the master developer, FOCIL-MB, LLC, consistent with the South OPA, including the Mission Bay South Infrastructure Plan (Attachment D to the South OPA). The South OPA includes triggers for the phasing of required infrastructure improvements based on adjacency, ratios, and performance standards to ensure that the master developer phases the required infrastructure to match the phasing of private development occurring on adjacent blocks.

In addition to the South Plan and South D for D, the other major development controls that apply to the project site include:

- Applicable mitigation measures included in the Event Center FSEIR (attached to this Addendum as Exhibit A);
- All other associated adopted plans and documents that apply in the South Plan Area under the Plan and South OPA, such as the 1999 Mission Bay Risk Management Plan, with amendments (including Article 22A of the San Francisco Health Code for analyzing soils for hazardous waste), Mission Bay South Streetscape Master Plan, and Mission Bay South Signage Master Plan; and
- Other adopted City plans and regulations that apply in the South Plan Area, such as the San Francisco Building Code; Chapter 7 of the San Francisco Environment Code, “Resource Efficiency Requirements,” and any engineering requirements applicable under City Code to the development.

Relevant portions of the South Plan and South D for D as they pertain to Blocks 29-32 are described below.

South Plan Development Controls for Blocks 29-32

In addition to providing overall planning objectives for the Plan area, the South Plan designates land uses for Blocks 29-32 as described below.

The South Plan assigns a land use designation of Commercial Industrial/Retail (Attachment 3 of the South Plan) to Blocks 29-32. The South Plan provides for either principal or secondary uses at this site. Principal uses are permitted in accordance with the Plan's provisions, and secondary uses are permitted provided that such secondary uses generally conform with redevelopment objectives and planning and design controls established pursuant to the Plan. The OCII Environmental Review Officer must make a determination that secondary uses make a positive contribution to the character of the Plan area, and that the secondary use "will provide a development that is necessary or desirable for, and compatible with, the neighborhood or the community."

The South Plan identifies the following principal uses under the Commercial Industrial/Retail land use designation applicable to Blocks 29-32: manufacturing, including office space and administrative uses associated therewith, software development and multimedia, medical and biotechnical research, and other types of manufacturing; institutions; retail sales and services; arts activities and spaces; office use; home and business services; animal care; wholesaling; automotive; and other uses (e.g., greenhouse, nursery, open recreation and outdoor activity areas, parking, walk-up facilities, and certain telecommunications-related facilities). The following secondary uses are permitted: certain institutions, assembly and entertainment, and other uses (public structure or use of a nonindustrial character).

The South Plan also describes general controls and limitations for development and sets limits on leasable square footages of various uses within defined zones within the Plan area, including for Blocks 29-32. The Plan sets a maximum floor area ratio of 2.9 to 1 for the Commercial Industrial and Commercial Industrial/Retail districts (excluding Zones B through D), while the maximum building height within the South Plan area is 160 feet. The South Plan further indicates that within the limits, restrictions, and controls established in the Plan, OCII is authorized to establish height limits of buildings, land coverage, density, setback requirements, design and sign criteria, traffic circulation and access standards and other development and design controls in the South D for D. Accordingly, the approved maximum building height on the project site, as established in the South D for D, is 90 feet (with the exception of an Event Center, which is not to exceed 135 feet) on the portion of the project site on Block 30, and is 160 feet on the portion of the project site on Block 29.

South Design for Development Controls for Blocks 29-32

The Mission Bay South D for D, a companion document to the South Plan, contains the design standards and design guidelines applicable to Blocks 29-32. The project site is within Height Zone-5, which specifies that 10 percent of the developable area (within the entire height zone) may be occupied by a maximum of four towers up to 160 feet in height (two of which must be on Blocks 29 or 31), and the remaining 90 percent of the development could be at a maximum of 90 feet (with the exception of an Event Center, which is not to exceed 135 feet). Within Height Zone-5, Blocks 29-32 are subject to additional restrictions in that no towers are allowed on Blocks 30 or 32.

Existing Conditions

Before 1998, Mission Bay was characterized by low-intensity industrial development and vacant land. Since adoption of the Plans in 1998, Mission Bay has undergone redevelopment into a mixture of residential, commercial (light industrial, research and development, labs and offices), retail, and educational/institutional uses and open space. As of May 2020, 5,908 housing units (including 1,310 affordable units) of the planned 6,514 housing units within Mission Bay (roughly 91 percent) are

complete, with another 152 affordable units under construction. Regarding office and laboratory space, approximately 3.1 million square feet of the planned 3.5 million square feet in the overall Mission Bay Plans area (approximately 88 percent) is complete. Approximately 539,000 of the 560,000 planned Leasable square feet of retail space (approximately 96 percent) is also complete, and the new Golden State Warriors' Event Center has been constructed on the current project site. Twenty-three acres of parks and open space of the planned 41 acres within Mission Bay are complete (approximately 57 percent) with 7 acres under construction and 10 acres planned. The South Plan area also includes the new University of California-San Francisco Medical Center and associated development.

Blocks 29-32

As shown in Figure 1, the project site consists of Assessor's Block 8722, Lot 025. The project site is bounded by Warriors Way (previously South Street) to the north, the existing Event Center to the south, an office tower on Block 29 to the west, and Terry A. François Boulevard to the east. The site is currently occupied by a retail component of the Event Center development.

Project Description

Project Characteristics

The proposed project consists of policy changes and new construction. The project sponsor (GSW Hotel LLC) is seeking policy changes including:

- amendment of the South Plan to permit Hotel (including associated uses such as retail, banquet, and meeting rooms) and Residential uses on the project site, allocate up to 21 dwelling units to Blocks 29-30, increase the number of hotels permitted in the South Plan area, increase the total number of hotel rooms permitted in the South Plan area and allocate the increase of 230 hotel rooms to Blocks 29-30, increase the total leasable square footage of retail space from 335,000 to 400,000, and increase the total City-serving retail on Blocks 29-32 and 36 in Zone A from 20,700 leasable square feet to 85,700 leasable square feet and allocate the increase, i.e., 65,000 of such leasable square feet, to Blocks 29-32. The increased retail square footage includes retail areas that were previously approved but excluded from the calculation of retail square footage under the South Plan definition of Gross Floor Area and outdoor retail areas that will be partially enclosed or covered;
- amendment of the South D for D to permit the building's height, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building's bulk, confirm that the users of Blocks 29-32 will share loading spaces, amend requirements for architectural projections, and other conforming amendments and clarifications;
- amendment of the previously approved Major Phase Application for Blocks 29-32; and
- approval of a Basic Concept Design/Schematic Design.

The proposed project as set forth in the proposed Basic Concept/Schematic Design application would construct a new, 160-foot-tall mixed-use hotel, residential and retail building consisting of approximately 160,000 gross square feet (gsf) of hotel space (including associated uses such as a ballroom, meeting

rooms, and a fitness center); 85,000 gsf of residential space; and up to 25,000 gsf of retail space. The proposed project would include a hotel with up to 129 rooms and up to 21 dwelling units. However, the proposed amendments to the South Plan and the South D for D would permit future revisions to the proposed Basic Concept/Schematic Design to allow for a hotel with as few as 129 rooms or as many as 230 rooms, and as few as zero (0) dwelling units or as many as 21 dwelling units, provided that the total area of hotel and residential uses combined would not exceed approximately 245,000 gsf. The project variant analyzed herein includes 230 hotel rooms and 0 dwelling units. Both the proposed project and any project variant with a different number of hotel rooms or dwelling units would also include up to approximately 25,000 gsf of retail space. This retail space would replace approximately 25,000 gsf of retail space that currently exists on the project site, resulting in no net new retail area on the project site from the construction of the proposed building. In addition, the increase in the total retail area on Blocks 29-32 caused by partially enclosing or covering approximately 6,300 gsf of certain existing patios would result in a total of approximately 117,200 gsf of retail area on Blocks 29-32, which is below the 125,000 gsf of retail studied in the Event Center FSEIR. **Table 1** below depicts the proposed retail areas in relation to the retail areas analyzed in the Event Center FSEIR.

**TABLE 1
BLOCKS 29-32 RETAIL AREA SUMMARY**

Retail Area	Size
Total Blocks 29-32 Retail area analyzed in 2015 Event Center FSEIR	125,000 gsf
Total Blocks 29-32 as-built Retail areas	110,853 gsf
Patios to be partially enclosed or covered thereby converted to Retail*	6,298 gsf
Total Blocks 29-32 as-built Retail areas, including patios to be enclosed or covered	117,151 gsf
Existing Retail areas to be demolished for proposed project/project variant**	(25,044) gsf
Approximate maximum proposed project/project variant Retail area***	25,000 gsf
Total Blocks 29-32 Retail area after construction of proposed project/project variant, including patios to be enclosed or covered****	117,107 gsf

NOTES: gsf = gross square feet

* Space 11 (2,627 gsf), 14 (956 gsf), 23 (2,139 gsf) and 29 (576 gsf) patios to be partially enclosed or covered.

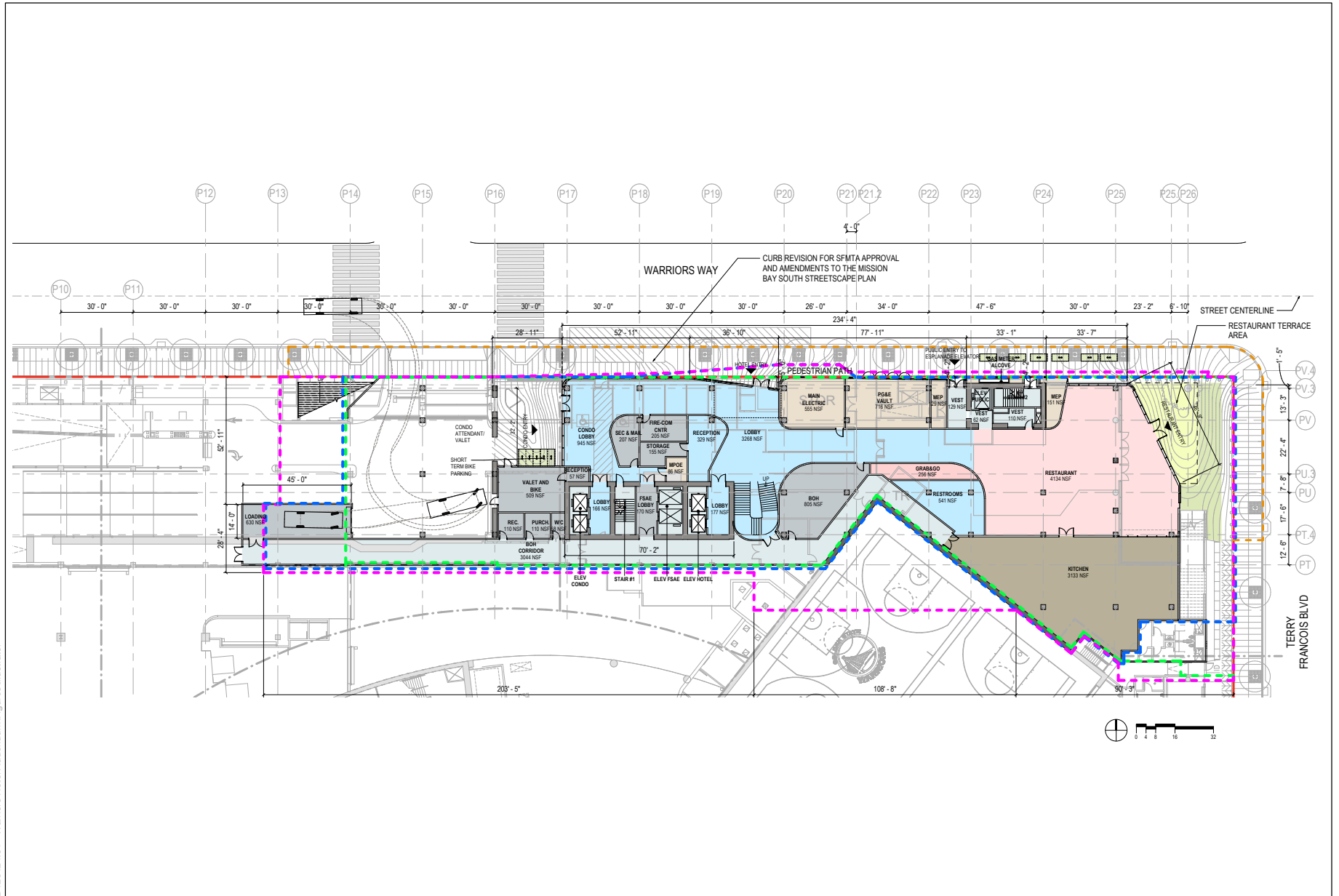
** South Street Esplanade (5,277 gsf) and Northeast Corner (19,767 gsf) Retail areas.

*** Includes restaurant, bar, grill, café, spa, and sundry Retail areas.

**** Uses that are ancillary to the Hotel use, such as the ballroom, meeting areas, and fitness center, are included in the total Hotel area, not the Retail area.

The proposed ground floor plan is presented in **Figure 2** and building section is shown in **Figure 3**.

The 13-story building would consist of a seven-story, 84-foot-tall podium with a 6-story tower above, with a maximum height of 160 feet (not including rooftop mechanical enclosures). Four stories would be devoted to hotel rooms, five stories to condominiums, and four stories to amenities (e.g., spa and fitness, meeting rooms, retail). The building would also include a 20-foot-tall screened mechanical penthouse; the roof of the mechanical penthouse would be a maximum of 180 feet above street elevation. **Table 2** presents the proposed project and variant characteristics.



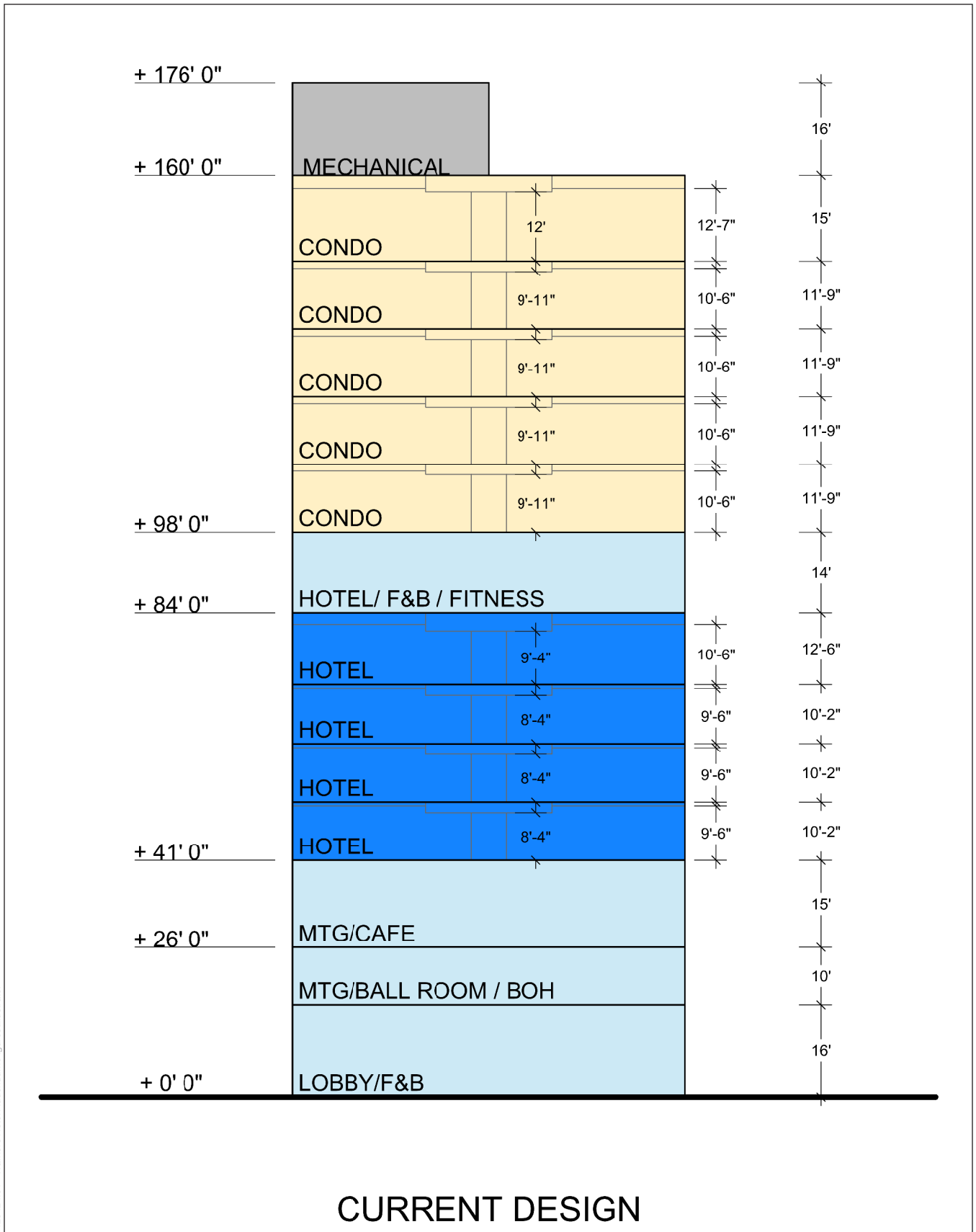
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SOURCE: Gensler, 2020

Warriors Hotel Addendum

Figure 2
Ground Floor Plan





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SOURCE: Gensler, 2020

Warriors Hotel Addendum

Figure 3
Building Section



**TABLE 2
PROJECT AND PROJECT VARIANT CHARACTERISTICS**

Proposed Uses	Project	Project Variant
Hotel	Up to 160,000 gsf / 129 rooms	Up to 245,000 gsf / 230 rooms
Residential	Up to 85,000 gsf / 21 units	0 gsf / 0 units
Retail	Up to 25,000 gsf	Up to 25,000 gsf
Total Building	270,000 gsf	270,000 gsf
Open Space	TBD	TBD
Parking Spaces	No parking required ^a	No parking required ^a
Bicycle Parking Spaces	37 ^b	33 ^c
Commercial Loading Spaces	1 ^d	1 ^d
Tour Bus Loading Spaces	0	1 ^e
Number of Stories	13	13
Height	180 feet maximum tower height ^f 84 feet podium height	180 feet maximum tower height ^f 84 feet podium height

NOTES: gsf = gross square feet

^a 923 parking spaces were constructed as part of Event Center. Hotel/residential allocation through private agreement among users would reduce the number of parking spaces to 907.

^b 22 short-term spaces (Class II) and 15 Class I long-term spaces (i.e., lockable).

^c 27 Class II spaces and 6 Class I spaces.

^d One loading space provided as part of the proposed project and project variant. Additional loading spaces available in the existing Event Center garage and shared with the other uses of Blocks 29-32.

^e Located along the south side of Warriors Way

^f 160-foot-tall building plus 20-foot-tall mechanical penthouse.

SOURCE: GSW Hotel LLC, 2020

Circulation, Parking, and Loading

The project site is located on the corner of Warriors Way and Terry A. François Boulevard, both of which would provide vehicular access to the project site. Pedestrian access to the proposed building would be provided through condominium and hotel lobbies on Warriors Way and a restaurant entry on Terry A. François Boulevard. No new parking would be provided on-site. Project residents and hotel guests would have access to the adjacent Event Center garage, based on parking space availability, which has an entrance at 99 Warriors Way, while project visitors would generally park at the off-site parking structure on the north side of the street, at 450 Warriors Way.

The project sponsor is intending to request that SFMTA designate 100 feet of the existing 240-foot-long white zone on the south side of Warriors Way as an accessible passenger drop-off and pick-up area for the use of hotel guests and residents. The white zone would include a 20-foot-long accessible aisle, which would encroach five feet from the curb onto the existing sidewalk; about 7.5 feet would remain available for pedestrian access. The white zone would be extended by 30 to 50 feet under the project variant and two 20-foot-long accessible aisles would be provided. The project variant would also accommodate one 45-foot-long tour bus loading space on the south side of Warriors Way. No other changes to the existing sidewalk or driveway configuration would be undertaken as part of the proposed project or variant.

Commercial loading would be provided in a minimum 35-foot-long by 10-foot-wide on-site loading space accessible from Warriors Way. If the loading space is occupied, additional vehicles would need to use the existing loading spaces available at the Event Center underground dock or nearby on-street loading

spaces. An existing 140-foot-long zone yellow zone is located on the south side of Warriors Way, adjacent to the project site and near the intersection of Terry François Boulevard. Additional loading space capacity for vehicles longer than 30 feet is also available at the Event Center underground dock, which is accessible from 16th Street.

Bicycle Parking

Fifteen Class I bicycle parking spaces would be provided in a secure room inside the residential building under the proposed project, while 22 Class II bicycle parking racks would be provided near the residential entrance (10 spaces) and the hotel entrance (12 spaces). The project variant would provide six Class I bicycle parking spaces and 27 Class II parking racks.

Open Space, Landscaping, and Streetscape Improvements

The building will have an open terrace on the 2nd, 7th, and 13th floors. Existing street trees planted as part of the Event Center project would either be retained or replaced with additional plantings or an in-lieu fee payment during construction of the proposed project.

Infrastructure Improvements

Public utility infrastructure that would serve the proposed project, including sewer, storm drain, high/low-pressure water, recycled water, gas, electric, and telecommunication systems, is complete and installed under Warriors Way. Connections between utility systems and new building services would be made, in most cases, where the building frontage meets street frontage.

Transportation Management Plan

As part of the Event Center project, the project sponsor prepared and implemented a Transportation Management Plan (TMP). The TMP is a management and operating plan to facilitate multimodal access at the event center during project operation. The TMP includes various management strategies designed to reduce use of single-occupant vehicles, minimize conflicts between modes in the project vicinity, and to increase the use of rideshare, transit, bicycle, and walk modes for trips to and from the project site. The TMP program was developed by the project sponsor in consultation with SFMTA, OCII, and the Planning Department. The TMP will be expanded to address the new land uses under the proposed project or variant (residential and hotel) that were not included in the Event Center project.

Sustainability

The proposed development would be subject to a number of sustainability requirements, including the California CalGreen Code, City of San Francisco Green Building Code, and the South D for D.

Construction

Construction of the proposed project is expected to begin in summer 2021 and conclude in spring 2023. Construction activities would include, but not be limited to: site demolition of existing structures; construction of the proposed building; minor trenching for utility connections; interior finishing; and exterior hardscaping and landscaping improvements. No excavation for foundations will be required because the building would be supported by the existing sitewide foundation system constructed as part of the Event Center project.

All construction activities would be conducted within allowable construction requirements permitted by City code. The project would also be subject to the Mission Bay Good Neighbor Policy, which limits extreme noise-generating activities in Mission Bay from Monday to Friday from 8:00 a.m. to 5:00 p.m.¹²

Approvals Required

Prior Approvals for Blocks 29-32

The first Major Phase Application for Blocks 26-34 was submitted by salesforce.com to the Redevelopment Agency and approved on September 20, 2011. On October 9, 2015, salesforce.com transferred Blocks 29-32 to its current owner, GSW Arena LLC (“GSW”). GSW submitted a Major Phase Application (the “Blocks 29-32 Major Phase”) on December 10, 2014, and it was approved on November 3, 2015. All elements of the Blocks 29-32 Major Phase have been completed. The proposed project would revise the 2015 Major Phase Application for Blocks 29-32.

Anticipated Approvals for Blocks 29-32

Project approvals or permits from the following agencies for construction or long-term operation are anticipated at this time (approving body in parentheses):

- Amendments to the Mission Bay South Redevelopment Plan to permit Hotel and Residential uses on the project site, allocate up to 21 dwelling units to Blocks 29-30, increase the number of hotels permitted in the South Plan area, increase the total number of hotel rooms permitted in the South Plan area and allocate the increase of 230 hotel rooms to Blocks 29-30, increase the total leasable square footage of retail space from 335,000 to 400,000, and increase the total City-serving retail on Blocks 29-32 and 36 in Zone A from 20,700 leasable square feet to 85,700 leasable square feet and allocate the increase, i.e., 65,000 of such leasable square feet, to Blocks 29-32 (OCII Commission and Board of Supervisors);
- Amendments to the Mission Bay South Owner Participation Agreement to increase the number of residential units in the South Plan area and allocate up to 21 residential units to Blocks 29-30, increase the number of hotels in the South Plan area and allocate up to 230 hotel rooms to Blocks 29-30, increase the leasable square feet of retail in the South Plan area and allocate 65,000 leasable square feet of such retail to Blocks 29-32, provide for certain fees to be paid for the maintenance of park P22, and provide for the payment of certain impact fees to fund affordable housing and for implementation of certain small business and first source hiring policies in connection with the development on Blocks 29-30 (OCII Commission, Oversight Board and DOF);
- Amendments to the Mission Bay South Design for Development to permit the building’s height, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building’s bulk, confirm loading requirements that allow the users of Blocks 29-32 to share loading spaces, amend requirements for architectural projections, and other conforming amendments and clarifications (OCII Commission);

¹² The Mission Bay Good Neighbor Policy specifies that pile driving or other noise generating activity (80 dBA at a distance of 100 feet) shall be limited to 8:00 am to 5:00 pm, Monday through Friday. No pile driving or other extreme noise generating activity is permitted on Saturday, Sundays and holidays. Requests for pile driving on Saturdays may be considered on a case by case basis by OCII with approval at the sole discretion of the OCII Environmental Review Officer.

- Amendment of the Major Phase Application for Blocks 29-32 (OCII Commission);
- Approval of a Basic Concept/Schematic Design for the project (OCII Commission);
- Approval of a General Plan Referral (Planning Commission); and
- Approvals for connections to infrastructure systems, including water supply, fire flow, recycled water, stormwater, and wastewater systems (San Francisco Public Utilities Commission)

Analysis of Potential Environmental Impacts

California Environmental Quality Act (CEQA) Guidelines Section 15162 requires the lead agency to examine subsequent project activities to determine what additional environmental review, if any, is required. If the lead agency finds that under the criteria set forth in CEQA Guidelines Section 15162 that no subsequent environmental review is required, then the agency can approve the subsequent activities as being within the scope of the EIR and no additional environmental documentation is required. OCII is using this addendum to document its finding under Section 15162 that no subsequent EIR is required. In conjunction with this addendum, OCII will, through the accompanying Mitigation Monitoring and Reporting Program (“MMRP”), incorporate mitigation measures in the Event Center FSEIR, updated as applicable to reflect current San Francisco CEQA practice.

Since certification of the Event Center FSEIR, no other conditions described in Section 15162 calling for preparation of a subsequent EIR have occurred. Specifically, no substantial changes have been made to the project, no substantial changes have occurred in the circumstances under which the South Plan or Event Center would be undertaken, and no new information of substantial importance has emerged that would result in one or more significant effects not discussed in the Event Center FSEIR or an increase in any significant effects previously disclosed.

As summarized below, the analysis of the proposed project did not identify any new significant environmental effects or substantial increases in the severity of previously identified significant effects that affect the conclusions in the Event Center FSEIR. With the exception of the South Plan, South D for D, and South OPA amendments described above, the project would be in compliance with the South Plan, South D for D, and other documents that control development and use of sites within Mission Bay. Accordingly, the analysis below is limited to the topics where the proposed amendments to land use controls and associated potential development under the project could create new or substantially more severe impacts not previously analyzed in the Event Center FSEIR. As part of the project analysis, transportation, wind, and shadow assessments were completed to identify any potential impacts other than those projected in the Event Center FSEIR.

Land Use

Summary of Land Use Impacts in Event Center FSEIR

The land use significance criteria were addressed in the Event Center FSEIR in the Plans and Policies section and the Event Center FSEIR Initial Study Land Use section (FSEIR Volume 3—Appendices). Relevant information from these sections is summarized below.

While the Mission Bay FSEIR provided CEQA environmental analysis for the entire Mission Bay program, it divided the Plan area into subareas to facilitate the analysis. Blocks 29-32 are within the East Subarea (the area bounded by Terry A. François Boulevard, Mariposa Street, 3rd Street, and Mission Bay

Boulevard South). Development of this subarea was assumed to include commercial industrial and office; entertainment-oriented, neighborhood- and City-serving retail; and public open space land uses. Buildings in the subarea would be allowable up to 90 feet in height, with 7 percent of the developable area allowable up to 160 feet high (along 3rd Street). Buildings along the future realigned Terry A. François Boulevard would be restricted to 90 feet in height.

The Event Center FSEIR Initial Study Land Use section characterized existing land uses present within and near the South Plan area at that time. At the time of preparation of the Event Center FSEIR, Blocks 29-32 had been subject to grading, some excavation, and construction of paved surface parking lots. The Event Center FSEIR found that the Event Center project would be incorporated within the established street plan, including realignment of Terry A. François Boulevard, and would not create an impediment to the passage of persons or vehicles. The project design would not include any physical barriers or obstacles to circulation that would restrict existing patterns of movement between the project site and the surrounding neighborhood. To the contrary, the project would include a number of features designed to encourage and promote public access and circulation. The project would be adjacent to the UCSF Mission Bay campus but would not physically divide the campus. The Event Center FSEIR Initial Study Land Use section thus concluded that the project would not physically disrupt or divide an established community.

The Event Center FSEIR Initial Study Land Use section determined that the Event Center project would not obviously conflict with applicable land use plans or policies, including the San Francisco General Plan, with San Francisco Municipal Code provisions that apply to the project, or with the South Plan. The project also would be generally consistent with the major development standards of the South D for D. However, due to the unique nature of the event center component of the project, the sponsor intended to seek OCII approval of variations or amendments to some of these standards, including increasing the allowable height for the Event Center in Height Zone 5, allowing more towers in Height Zone 5, and reducing the minimum tower separation between a tower and the Event Center.

The Event Center FSEIR Plans and Policies section found that the South Plan and South D for D documents would constitute the regulatory land use framework for Blocks 29-32, and would supersede the City's Planning Code (except where indicated in those implementing documents). Furthermore, the Event Center project's consistency with the South Plan would ensure that the Event Center project would not obviously or substantially conflict with San Francisco General Plan goals, policies, or objectives. In addition, the project would not substantially conflict with regional plans or policies, including *Plan Bay Area*, the 2010 Clean Air Plan, *San Francisco Bay Plan*, and the *San Francisco Basin Plan*.

As part of the project approval process, OCII, the San Francisco Planning Commission, and other relevant regulatory agencies determined that the project would be consistent with their respective plans as applicable to the project. Thus, the project would have a less-than-significant impact with regard to conflicts with land use plans, policies, or regulations adopted for the purpose of avoiding or mitigating an environmental effect.

The Event Center FSEIR also acknowledged that certain development activities proposed within Blocks 29-32 would be subject to applicable regional, State and/or federal permitting authority. The Event Center FSEIR analyzed the physical environmental impacts of potential policy conflicts for specific environmental topics in the respective sections of the Event Center FSEIR.

The Event Center FSEIR determined that the construction and operation of an event center, office and retail uses, parking facilities, and open space areas would be generally consistent with the previously

proposed uses for the site, such that no new or more severe conflicts with land use character would occur. The proposed event center uses are considered “nighttime entertainment uses” and would be similar to the secondary “nighttime entertainment” uses previously analyzed in the Mission Bay FSEIR. Once completed, the project would function as a destination site, with an intensification of use during events. On event days, the project’s event component would attract spectators/attendees, as well as additional visitors to the other restaurant and retail uses. Similar to operation of such uses in proximity to Oracle Park during a Giants game, local restaurants, retail businesses, and open spaces would be more heavily patronized than under existing conditions, but they would continue to operate as intended. The Event Center FSEIR concluded the project would not have a significant impact upon the existing land use character.

In conclusion, the Event Center FSEIR identified no significant impacts on land use from the Event Center project.

Project Analysis

The project site now consists of the completed Event Center and office towers. The proposed building would be constructed on the northeast corner of the Event Center site in an area currently occupied by retail uses. As analyzed in the Event Center FSEIR, the Event Center is incorporated within the established street plan and does not create an impediment to the passage of persons or vehicles. The Event Center does not include any physical barriers or obstacles to circulation that would restrict existing patterns of movement between the proposed project site and the surrounding neighborhood. Replacement of the existing structures on the project site with the proposed building would not result in a physical impediment to existing pedestrian circulation as pedestrian access would not be restricted as a result of the project—the pedestrian pathway along the esplanade around the northeastern elevation of the Event Center would remain substantially unchanged. Therefore, the proposed project or variant would not physically disrupt or divide an established community.

The proposed project would include a mix of hotel, residential, and retail uses (the project variant would not include residential uses). These uses are permitted in the South Plan area, but the proposed Hotel and Residential uses would require an amendment of the South Plan to allow such uses on the project site. A 250-room hotel is currently under construction on Block 1, located at 3rd and Channel streets, with expected completion in fall 2020.¹³ The original plan for Block 1 included a 500-room hotel, but the South Plan was amended in 2013 to also allow for a 350-unit housing development and a smaller, 250-room hotel on Block 1 if housing units were developed there. The proposed project would thus require an amendment to the South Plan to increase the number of hotels permitted in the South Plan area and to permit up to 230 hotel rooms on Blocks 29-30.¹⁴ The South Plan would also be amended to allocate up to 21 dwelling units to Blocks 29-30.

The proposed policy changes include increasing the total amount of Leasable square feet of retail in the South Plan and allocating the increase to Blocks 29-32 to account for existing retail areas that were previously analyzed in the Event Center FSEIR and built as part of the Event Center project, but which were excluded from the total leasable square footage of retail uses under the South Plan definition of

¹³ According to the January 9, 2020, Mission Bay Citizens Advisory Committee Agenda, the Block 1 hotel is seeking revisions to interior layout that would divide suites into separate hotel rooms, allowing for a maximum of 50 additional hotel rooms, thereby increasing the hotel room count on Block 1 from 250 to 300.

¹⁴ The Block 1 hotel has also submitted an application to OCII to amend the South Plan to increase the number of hotel rooms on Block 1 from 250 to 300. The CEQA analysis of the increase from 250 to 300 hotel rooms on Block 1 is analyzed separately; see the forthcoming Block 1 Note to File for more information.

Gross Floor Area. This will allow for greater flexibility in the use and leasing of these spaces, as restrictions on the maximum size and the types of retail uses that are permitted in these spaces would be removed. In addition, the increase in the total Leasable square feet of retail on Blocks 29-32 will include approximately 6,300 square feet of certain existing outdoor areas that will be partially enclosed or covered.¹⁵ The result of increasing the total Leasable square feet of retail uses on Blocks 29-32 in the South Plan to account for existing but previously excluded retail areas as well as certain existing patios that will be partially enclosed or covered, is equal to a total of approximately 117,200 gsf of retail area on Blocks 29-32, which is below the 125,000 gsf of retail studied in the Event Center FSEIR. In addition, both the proposed project and any project variant with a different number of hotel rooms or dwelling units would also include up to approximately 25,000 gsf of retail space; however, this retail space would replace approximately 25,000 gsf of retail space that currently exists on the project site, resulting in no net new retail area on the project site from the construction of the proposed building.

As noted above, the recently completed Event Center functions as an entertainment destination site, with intensification of use during events held at the Event Center. On event days, the Event Center attracts spectators/attendees and additional visitors to restaurant and retail uses. It is likely that the addition of a hotel/condominium building on the project site would provide for convenient access to events at the Event Center for patrons and residents, as well as to the associated retail/restaurant uses, even on non-event days. The hotel would provide additional publicly accessible space in the lobby, restaurant, and rooftop terraces. The proposed building would not adversely alter the land use character of the project site as an entertainment and retail destination.

Approval of the proposed amendments to the South Plan and South D for D regarding new proposed Hotel and Residential land uses and increased Leasable square footage of retail uses at the project site, and other associated amendments described above under "Anticipated Approvals for Blocks 29-32" would ensure that the proposed project or variant would not have any new or substantially more severe effects than those identified in the Event Center FSEIR related to conflict with land use plans or policies adopted for the purpose of avoiding or mitigating an environmental effect.

In conclusion, the proposed project or variant would not result in any new or substantially more severe land use impacts than were identified in the Event Center FSEIR.

Transportation and Circulation

Summary of Transportation Impacts in Event Center FSEIR

The Event Center FSEIR assumed that the project site would be developed with a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking and included such development as part of the overall transportation analysis. The Event Center FSEIR also assumed a changes in the street network, including the realignment of Terry A. François Boulevard between South Street (recently renamed as Warriors Way) and 16th Street; the reduction of travel lanes on Warriors Way, which provides direct access to the project site, from four to two to accommodate on-street parking; and the extension of 16th Street from Illinois Street to Terry A. François Boulevard with

¹⁵ Note that for the purposes of this analysis, the total Leasable square feet of outdoor area to be partially enclosed or covered and thus converted to retail is assumed to be equivalent to the total gross square feet (gsf) of such area. See Table 1, Blocks 29-32 Retail Area Summary, for more information.

buffered bicycle lanes on both sides of the street; and associated changes to intersection controls. All of these street network changes have been completed.

The Event Center FSEIR found significant, unavoidable impacts at a number of intersections and freeway ramps (even with incorporation of Mitigation Measures M-TR-2a: Additional PCOs during Events; M-TR-2b: Additional Strategies to Reduce Transportation Impacts; M-TR-11a: Additional PCOs during Overlapping Events, M-TR-11b: Participation in the Ballpark/Mission Bay Transportation Coordinating Committee, M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events, M-TR-18: Auto Mode Share Performance Standard and Monitoring, and Mission Bay FSEIR Mitigation Measure E.47: Transportation System Management Plan), and on regional transit service (Caltrain, the San Francisco Bay Area Water Emergency Transportation Authority [WETA], and Golden Gate Transit) (with incorporation of Mitigation Measures M-TR-5a: Additional Caltrain Service, M-TR-5b: Additional North Bay Ferry and/or Bus Service, M-TR-13: Additional Muni Transit Service during Overlapping Events, and M-TR-14: Additional BART Service to the East Bay during Overlapping Events). The Event Center FSEIR found that the impacts related to pedestrian circulation and UCSF helipad operations to be less than significant with mitigation (Mitigation Measures M-TR-6: Active Management of Pedestrian Flows and the Intersection of Third/South, M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities and Monitoring, M-TR-9a: Crane Safety Plan for Project Construction, and M-TR-9d: Event Center Exterior Lighting Plan). The Event Center FSEIR found that the impacts related to local transit service (Muni), bicycle circulation, loading conditions, emergency vehicle access, and transportation-related construction to be less than significant. The Event Center FSEIR identified cumulative significant, unavoidable impacts at a number of intersections and freeway ramps, and on regional transit service (Bay Area Rapid Transit [BART], Caltrain, WETA, and Golden Gate Transit). The Event Center FSEIR found that the cumulative impacts related to local transit service (Muni), pedestrian circulation, and UCSF helipad operations to be less than significant with mitigation. The Event Center FSEIR found cumulative impacts related to bicycle circulation, loading conditions, and transportation-related construction to be less than significant.

Because construction activities associated with the Event Center were found to be temporary and limited in duration, and required to be conducted in accordance with City requirements, construction-related ground transportation impacts were found to be less than significant. Regardless, implementation of Improvement Measure I-TR-1: Construction Management Plan and Public Updates, was recommended to further reduce less than significant impacts related to construction activities.

Travel Demand

As noted previously, the Event Center FSEIR assumed that the project site would be developed with a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking. It did not include the land uses associated with the proposed project or the project variant (see Appendix A, Transportation Assessment for Golden State Warriors Esplanade Hotel Project). In order to assess the potential transportation impacts of these additional land uses, a comparison of travel demand between the approved Event Center FSEIR land uses and the proposed project land uses was conducted. The comparison focuses on a weekday, which is when the Event Center site would generate the maximum number of trips. Similarly, the weekday p.m. peak hour represents the typical commuter period and it is used to assess potential transportation impacts in San Francisco. **Table 3** presents the daily and p.m. peak-hour travel demand comparisons.

As shown in Table 3, the proposed project total person trips represent an increase of about 3 percent (p.m. peak hour) to 5 percent (daily) when compared to no event conditions for the Event Center FSEIR, and an increase of 2 percent (daily) to 3 percent (p.m. peak hour) when compared to basketball game day conditions. Similarly, the proposed project vehicle trips represent an increase of about 4 percent (p.m. peak hour) to 5 percent (daily) when compared to no event conditions for the Event Center FSEIR, and an increase of 2 percent (daily) to 3 percent (p.m. peak hour) when compared to basketball game day conditions.

**TABLE 3
EVENT CENTER AND PROPOSED PROJECT/VARIANT WEEKDAY TRAVEL DEMAND COMPARISON**

	Weekday Daily		Weekday PM Peak Hour	
	Proposed Project	Project Variant	Proposed Project	Project Variant
Total Person Trips				
Event Center – No Event	26,998		2,796	
Event Center – Basketball Game	58,538		3,859	
Proposed Project/Variant	1,303	1,933	97	138
% of Proposed Project over No Event	5%	7%	3%	5%
% of Proposed Project over Basketball Game	2%	3%	3%	4%
Vehicle Trips				
Event Center – No Event	6,990		702	
Event Center – Basketball Game	13,691		886	
Proposed Project/Variant	337	506	25	36
% of Proposed Project over No Event	5%	7%	4%	5%
% of Proposed Project over Basketball Game	2%	4%	3%	4%
Transit Trips				
Event Center – No Event	6,896		881	
Event Center – Basketball Game	19,627		1,625	
Proposed Project/Variant	366	480	29	37
% of Proposed Project over No Event	5%	7%	3%	4%
% of Proposed Project over Basketball Game	2%	2%	2%	2%
SOURCES: Event Center FSEIR; Advant Consulting				

The proposed project transit trips represent an increase of 3 percent (p.m. peak hour) to 5 percent (daily) compared to no event conditions for the Event Center FSEIR, and an increase in daily and p.m. peak hour trips of 2 percent when compared to basketball game day conditions.

The project variant person, vehicle, and transit trips represent a relative higher increase compared to the proposed project under all scenarios.¹⁶ Daily increases in person, vehicle and transit trips under no event conditions would be about 7 percent, while increases during event conditions would be about 2 to

¹⁶ As described in the transportation memorandum prepared by Advant Consulting, Transportation Assessment for Golden State Warriors Esplanade Hotel Project, May 1, 2020, attached as an appendix to this Addendum, under the project variant, the number of hotel rooms could increase from 129 (as currently proposed in the project) to 181 rooms without any reductions in the number or size of the residential units, and would remain below the maximum travel demand estimated for the project variant. Thereafter, any further increase in the number of hotel rooms would require a one-to-one ratio reduction of the number of residential bedrooms to remain within the travel demand described above for the project variant.

4 percent. The relative increase in the number of trips during the p.m. peak hour under the project variant would be lower than the increase in daily trips under both event and no event conditions, with amounts closer to the proposed project and a maximum value of 5 percent.

Project Analysis

CEQA Section 21099(b)(1) requires that the State Office of Planning and Research (OPR) develop revisions to the CEQA Guidelines establishing criteria for determining the significance of transportation impacts of projects that “promote the reduction of greenhouse gas emissions, the development of multimodal transportation networks, and a diversity of land uses.” CEQA Section 21099(b)(2) states that upon certification of the revised guidelines for determining transportation impacts pursuant to Section 21099(b)(1), automobile delay, as described solely by level of service or similar measures of vehicular capacity or traffic congestion shall not be considered a significant impact on the environment under CEQA.

In January 2016, OPR published for public review and comment a Revised Proposal on Updates to the CEQA Guidelines on Evaluating Transportation Impacts in CEQA recommending that transportation impacts for projects be measured using a vehicle miles traveled (VMT) metric.¹⁷ On March 3, 2016, based on compelling evidence in that document and on the City’s independent review of the literature on level of service and VMT, the San Francisco Planning Commission adopted OPR’s recommendation to use the VMT metric instead of automobile delay to evaluate the transportation impacts of projects (Resolution 19579). (Note: the VMT metric does not apply to the analysis of impacts on non-automobile modes of travel such as riding transit, walking and bicycling.)

After a five-year public process, the California Natural Resources Agency amended the CEQA Guidelines in 2018 and added section 15064.3 “Determining the Significance of Transportation Impacts,” and amended Appendix G: Environmental Checklist Form to remove automobile delay as a measure to determine a project’s significance on the environment, and to instead require (in most circumstances) analysis of a project’s impact on VMT.

OCII, as lead agency, has determined that it may not use automobile delay described solely by level of service as a criterion for determining significant impacts on the environment. OCII is providing an assessment of transportation impacts using a VMT-based threshold of significance and methodology, which the Commission of Community Investment and Infrastructure will adopt prior to taking any action that relies on this addendum for compliance with CEQA. This analysis is consistent with the San Francisco Planning Department’s Transportation Impact Analysis Guidelines for Environmental Review (February 2019; updated October 2019), which is in conformance with the requirements of CEQA Section 21099 and CEQA Guidelines Section 15064.3.

Vehicle Miles Traveled

Typically, low density development at great distances from other land uses, located in areas with poor access to non-private vehicular modes of travel, generate more automobile travel compared to development located in urban areas, where a higher density, mix of land uses, and travel options other than private vehicles are available. Given the travel behavior factors described above, San Francisco has a

¹⁷ OPR, *Revised Proposal on Updates to the CEQA Guidelines on Evaluating Transportation Impacts in CEQA, Implementing Senate Bill 743* (Steinberg, 2013), January 20, 2016. The final CEQA Guidelines revisions incorporating VMT as the recommended analysis methodology were adopted in December 2018.

lower average VMT ratio than the nine-county San Francisco Bay Area region. For the same reasons, different areas of the City have different VMT ratios.

The proposed project or variant would result in a significant impact if the project VMT per capita is over the existing regional VMT per capita minus 15 percent for residential, office, or retail uses. OCII relies on the San Francisco County Transportation Authority's Chained Activity Modeling Process (SF-CHAMP) travel demand model to estimate transportation analysis zones (TAZ) VMT. This is referred to as a map-based screening criterion.

As shown in **Table 4**, TAZ 649, where the proposed project is located, has an average daily residential VMT per capita that is below the existing and future (2040) regional averages, minus 15 percent. TAZ 649 has an average daily office VMT per employee (applies to the proposed project's hotel use) that is also below the existing and future (2040) regional averages, minus 15 percent. For retail visitor purposes, the average daily work-related VMT per retail employee (applies to the proposed project's hotel use guests) is above the existing and future regional average, minus 15 percent.

**TABLE 4
VMT ANALYSIS**

Land Use	Existing		Cumulative 2040	
	Bay Area Regional Average minus 15%	TAZ 649	Bay Area Regional Average minus 15%	TAZ 649
Households (Residential)	14.6	6.0	13.7	3.3
Employment (Office)	16.2	14.2	14.5	9.2
Employment (Retail)	12.6	14.5	12.4	12.6

SOURCE: San Francisco Transportation Information Map, 2020.

Because the residential VMT per capita and office VMT per employee for TAZ 649 meet the VMT map-based screening criterion, the residential and hotel (employees) component of the proposed project would not generate a substantial increase in VMT.

Although the retail/hotel (guests) VMT component of the proposed project exceeds the VMT map-based screening criterion under both existing and future conditions, the proposed project or variant would not generate substantial additional VMT for the following reasons:

- the proposed project or variant would not provide any new vehicular parking;
- the proposed project or variant would be subject to the Transportation Management Plan (TMP) prepared as part of the Event Center FSEIR.¹⁸ Specific Travel Demand Management (TDM) strategies applicable to the proposed project or variant that are aimed at reducing vehicular travel to/from the project site include: public transit strategies (pre-tax commuter benefits, Mission Bay TAM shuttle program support/participation); bicycle strategies (secure bicycle parking, shower/locker facilities, Bay Area Bike Share station access, encourage participation in public events that promote bicycling such as Bike to Work day); and automobile reduction strategies (ride-matching through www.511.org, designated carpool/vanpool parking, provide

¹⁸ Fehr & Peers, Final Transportation Management Plan for the Warriors San Francisco Event Center, December 2015. https://www.sfmta.com/sites/default/files/reports-and-documents/2019/03/transportation_mgt_plan_12_2015_002_5118.pdf

access to car-share, comply with parking cash-out program, provide on-site amenities such as fitness and exercise centers, food and beverage options, and/or automated banking resources, that encourage employees to stay on-site during the work day). The TMP will be expanded to address the new land uses under the proposed project or variant (residential and hotel) that were not included in the Event Center project. The updated TMP will address hotel and residential drop-off and pick-up; commercial and service vehicle operations; residential move-in/move-out; and special events at the hotel;

- the proposed project or variant would meet the Planning Department's Proximity to Transit Stations screening criterion as it would be proximate to Muni's T 3rd light rail line and 55 16th Street bus, and Caltrain; and,
- the VMT map-based screening criterion modeling conservatively assumes no internal trip reduction factor to reflect the trips that could potentially occur between the proposed project's retail uses and the Event Center or other nearby office or medical buildings as opposed to on-site retail as a destination by itself. Such trips between the project site and nearby land uses would effectively reduce VMT.

Given the foregoing, the proposed project or variant would not result in or induce substantial vehicle travel or significant VMT impacts not identified in the Event Center FSEIR.

Traffic Hazards

The proposed project or project variant would not introduce unusual or unsafe design features that could obstruct driver vision or otherwise hinder safe vehicle movement. For these reasons, the proposed project or variant would not result in new or substantially more severe traffic hazard impacts than were identified in the Event Center FSEIR.

Transit

The proposed project or the project variant would increase transit ridership at the Event Center site by about 3 to 7 percent during daily and p.m. peak hour periods, compared with the transit ridership estimates for the Event Center FSEIR (see Table 3). The percentage increase would be smaller (2 percent) on a basketball game day. On the other hand, the estimated increases in transit ridership would be expected to be absorbed mostly by the privately-operated Mission Bay Transportation Management Association (TMA) shuttle bus service, which is used by approximately 25 percent of the Mission Bay residents and over 50 percent of the Mission Bay workers. As such, the overall increase of transit ridership on Muni or other public transit operators would be smaller, generally less than 5 percent, which would fall within the expected daily or seasonal variations in ridership for the local transit operators in the area. Accordingly, the proposed project or variant would not result in new or substantially more severe transit impacts than were identified in the Event Center FSEIR.

The 2019 SF guidelines set forth a screening criterion for projects that would typically not result in significant effects related to public transit delay. As shown in Table 2, the proposed project would generate approximately 25 vehicle trips during the p.m. peak hour, and the project variant would generate approximately 36 vehicle trips during the p.m. peak hour, both of which are less than the screening criterion of 300. Therefore, the proposed project and project variant meet the screening criterion, and the proposed project or variant would not result in new or substantially more severe transit impacts than were identified in the Event Center FSEIR.

Walking / Accessibility

Americans with Disabilities Act (ADA)-compliant pedestrian access to the proposed building would be provided through condominium and hotel lobbies on Warriors Way and a restaurant entry on Terry A. François Boulevard. The proposed project or variant would utilize an existing driveway along Warriors Way. The project would not generate substantial traffic volumes and overall vehicle traffic would only be approximately 3 to 5 percent higher than what was evaluated in the Event Center FSEIR (see Table 3). These vehicle trips would likely start from or end at the project's driveway or convenient loading zones and be dispersed along nearby streets. This number of vehicle trips that would be accessing the driveway and crossing over the sidewalk is not substantial.

Drivers would have adequate visibility of people walking. Vehicle speed entering and exiting the driveway would be slow given the width of the curb cut (approximately 45 feet) to avoid potentially hazardous conditions. In addition, the design of the project's driveway would be able to accommodate the anticipated number of vehicle trips without blocking access to a substantial number of people walking within the sidewalk. Furthermore, no new parking would be provided under the project. Thus the project would not create potentially hazardous conditions or accessibility impacts between people walking and vehicles.¹⁹ Accordingly, the proposed project or variant would not result in new or substantially more severe impacts to people walking than were identified in the Event Center FSEIR.

Bicyclists

The proposed project or variant would utilize an existing driveway along Warriors Way. No bicycle facility exists along Warriors Way. The proposed project or the project variant would not generate substantial traffic volumes and overall vehicle traffic would only be approximately 3 to 5 percent higher than what was evaluated in the Event Center FSEIR (see Table 3).

Fifteen Class I bicycle parking spaces would be provided in a secure room inside the residential building under the proposed project, while 22 Class II bicycle parking racks would be provided near the residential entrance (10 spaces) and the hotel entrance (12 spaces). The project variant would provide six Class I bicycle parking spaces and 27 Class II parking racks. Furthermore, no new parking would be provided under the project or variant. Therefore, the proposed project or variant would not create potentially hazardous conditions for bicyclists or interfere with bicycle access. Therefore, the proposed project or variant would not result in new or substantially more severe impacts to bicyclists than were identified in the Event Center FSEIR.

Loading

Commercial Loading

Using the 2019 SF Guidelines methodology for estimating commercial loading demand, it was determined that the hourly average demand for the proposed project would be one space, and two spaces during the peak hour of demand. For the project variant, the hourly average demand and peak hour of demand would be two spaces. Commercial loading would be provided in a minimum 35-foot-long by 10-foot-wide on-site loading space accessible from Warriors Way. If the loading space is occupied, additional vehicles would use the existing loading spaces available at the Event Center underground dock or nearby on-street loading spaces, subject to availability. An existing 140-foot-long zone yellow zone is located on the south side of Warriors Way, adjacent to the project site and near the intersection of

¹⁹ Project residents and hotel guests would have access to the adjacent Event Center garage with an entrance at 99 Warriors Way, while project visitors could park at the off-site parking structure across the street at 450 Warriors Way.

Terry François Boulevard. Additional loading space capacity for vehicles longer than 30 feet is also available at the Event Center underground dock, which is accessible from 16th Street. If the project variant allocates more than 200,000 gsf to hotel use, it would have to provide an additional off-street space for commercial and service vehicle loading/unloading operations. The additional off-street loading space would be provided in the existing Event Center underground loading dock, subject to availability, as it would be shared with the other uses of Blocks 29-32.

Passenger Loading

Passenger loading for hotel guests and residents would be accommodated via an approximately 100-foot-long passenger pick-up/drop-off area (white zone) directly in front of the hotel lobby on Warriors Way, subject to SFMTA review and approval. The white zone would include a 20-foot-long accessible aisle. The white zone would be extended by 30 to 50 feet under the project variant and two 20-foot-long accessible aisles would be provided.

Using the 2019 SF Guidelines methodology for estimating passenger loading demand, it was determined that the maximum number of simultaneous vehicles dropping off or picking up hotel guests during the p.m. peak hour would be two for both the proposed project and the project variant. However, the p.m. peak hour does not necessarily correspond to the peak of demand for hotel guest drop-off and pick-up, which would likely occur earlier in the day. The 2019 SF Guidelines do not provide information about peak passenger demand conditions outside the p.m. peak hour; however, other information gathered by the Planning Department about vehicular activities at several downtown hotels have shown peak vehicular space needs of about 0.2 vehicles per room.²⁰ This rate, when applied to the proposed project and the project variant, would result in a peak vehicle demand of three vehicles for the proposed project, and five vehicles for the project variant. The proposed 100-foot long passenger zone in front of the hotel lobby would have a capacity for three or four vehicles to simultaneously pick up or drop off passengers, and would therefore accommodate the expected maximum peak demand for the proposed project (three vehicles). The passenger zone would have to be extended by approximately 30 to 50 feet in order to accommodate the maximum peak demand expected for the project variant (five vehicles).

Tour Bus Loading

According to the South D for D, if the project variant consists of more than 200 hotel rooms, it would have to provide an off-street tour bus loading space. The design standards allow for tour bus spaces to be provided on the street at adjacent curbs or in the immediate vicinity, provided that they do not cause substantial adverse effects on pedestrian circulation, transit operations, or general traffic circulation. The project variant proposes to accommodate one 45-foot-long tour bus loading space on the south side of Warriors Way, in addition to the passenger loading facilities described above, which would not cause substantial adverse effects on pedestrian circulation, transit operations, or general traffic circulation.

Loading Conclusion

The passenger, tour bus, and commercial loading/unloading facilities described above would not create potentially hazardous conditions or substantially delay public transit. Based on the discussion above, the proposed project or variant would not result in new or substantially more severe loading impacts than were identified in the Event Center FSEIR.

²⁰ Appendix H, p. H-4, Transportation Impact Analysis Guidelines, San Francisco Planning Department, October 2002.

Emergency Access

The existing street network accommodates emergency vehicles that travel to the project site. Fire Station No. 4 and Southern Police Station are both located at 3rd and Mission Rock streets, about one-third mile north of the project site. In the event of an emergency, emergency vehicles would access the project site as under existing conditions, via Warriors Way. The project would be developed in an area with adequate street access and infrastructure for emergency vehicle access and would not create any impediments to such access. Therefore, the proposed project or variant would not result in new or substantially more severe emergency access impacts than were identified in the Event Center FSEIR.

Construction

During the approximate 24-month construction period, temporary and intermittent transportation impacts would result from construction-related truck movements to and from the project site. No public roadway closures are anticipated as a result of construction activities, although portions of Warriors Way and Terry A. François Boulevard adjacent to the project site could be affected at times. Adjacent sidewalks may be temporarily closed. Construction-period daily travel demand would be expected to be lower than during operation once the project is complete, although slower-moving truck traffic could result in temporary delays for motorists. Construction workers would be encouraged to carpool and use public transit; those who drive would be required to find available parking at nearby publicly accessible lots or garages. Moreover, nothing about the proposed project would require unusual construction techniques or access that would differ substantially from other development identified in the Event Center FSEIR. All construction activities would adhere to SFMTA's Regulations for Working in San Francisco Streets²¹, be conducted in accordance with applicable City codes, and would be subject to the Mission Bay Good Neighbor Policy. A Construction Traffic Management Plan will also be developed in coordination with SFMTA and DPW. As a result, the proposed project construction activities would not be expected to cause substantial disruption to vehicle, pedestrian and bicycle travel, or transit operations. Therefore, the proposed project or variant would not result in new or substantially more severe construction impacts than were identified in the Event Center FSEIR.

In conclusion, the project or variant would not result in any new or substantially more severe impacts on transportation compared to the impacts reported in the Event Center FSEIR.

Summary of Project Impacts on the UCSF Helipad Operations in Event Center FSEIR

The Event Center FSEIR identified the potential impacts that construction of the project would have on the helipad operations of the UCSF Medical Center at Mission Bay. The analyses evaluated whether or not the temporary construction and permanent structures of the project would penetrate the airspace surfaces established for the hospital's helipad. The FSEIR concluded that none of the project's temporary construction cranes or permanent structures would penetrate the airspace surfaces of the UCSF helipad. Furthermore, it was demonstrated that adequate clearance for the construction cranes would be provided for the alternate flight path to the UCSF helipad along Warriors Way (formerly South Street). The FSEIR also noted that a Crane Safety Plan for project construction (Mitigation Measure M-TR-9a) would be developed to identify feasible measures to reduce potential temporary impacts associated with the use of cranes during the construction period. The objective of the crane safety plan was to ensure the safe use of the UCSF helipad, as well as for the safety of people residing or working in the area during construction.

²¹ SFMTA, Regulations for Working in San Francisco Streets, 8th Edition. January 2012. Available at: https://www.sfmta.com/sites/default/files/reports-and-documents/2017/10/blue_book_8th_edition_pdf.pdf

Project Analysis

The location of the proposed project or variant is adjacent to one of the alternative helicopter ingress/egress to the UCSF helipad along Warriors Way. There are several factors to consider with respect to Title 14 Code of Federal Regulations (CFR) Part 77, Safe, Efficient Use, and Preservation of the Navigable Airspace. Of these factors, it is most important to determine whether helicopter operations along the alternative flight path would pose safety concerns with respect to the proposed project. The critical elements to consider include the overall height of the proposed project and temporary construction crane. The proposed building would be 160 feet above ground level (agl) with a mechanical penthouse of up to 20 feet tall, resulting in a total building height of 180 feet agl. The construction crane would have a height at the “crow’s nest” of 235 feet agl. The radius of the crane mast (working arm) would be 165 feet.

As part of the Event Center FSEIR, a comprehensive CFR Part 77 evaluation was conducted to determine whether or not the Event Center project would pose a safety issue with respect to UCSF helicopter operations. In that evaluation, two temporary construction cranes were proposed along Warriors Way: Temporary Cranes D and E. Crane D was to have a height of 291 agl at the crow’s nest and a crane mast radius of 274 feet. Crane E was to have a height of 277 agl and a mast radius of 241 feet.²²

The critical heights for the temporary construction crane associated with the proposed project or variant are less than the cranes that were used to construct the Event Center project. Therefore, the proposed building and temporary construction crane would not result in any new or substantially more severe impacts regarding the helicopter operations to the UCSF hospital helipad.

Noise

Summary of Noise Impacts in Event Center FSEIR

The Event Center FSEIR found that construction activities at the project site would result in temporary increases in noise levels in the project vicinity that could be noticeable at nearby residential and hospital land uses. The worst case scenario in terms of cumulative construction noise was identified as being associated with excavation, compaction, pile installation, and shoring activities that would take place concurrently during two months of the construction schedule. During peak construction activities, the increase in noise levels over existing conditions at sensitive receptor locations were estimated to be less than the construction noise significance threshold (10 decibels (dBA)). Non-peak periods of construction were also identified as resulting in noise level increases at sensitive receptor locations of under 10 dBA. Therefore, this impact was found to be less than significant. Nonetheless, to reduce human annoyance associated with the temporary increases in noise levels during construction, implementation of Improvement Measure I-NO-1 was recommended, which requires compliance with the Mission Bay Good Neighborhood Construction Noise Policy.

Construction activities associated with the Event Center were also found to generate vibration levels that would result in impacts that would be less than significant. Regardless, implementation of Improvement Measure I-NO-3 (Neighbor Notification of Vibration-Inducing Construction Operations) was recommended to reduce the temporary human annoyance associated with land uses involving vibration-sensitive equipment during construction.

²² Graphical depiction of temporary construction cranes and dimensions can be found in the Event Center FSEIR.

The Event Center FSEIR disclosed that operation of the project would introduce new stationary noise sources that would be subject to the requirements of the San Francisco Noise Ordinance; however, the predicted noise levels for the proposed stationary sources would not meaningfully contribute to the existing ambient noise levels in the project area, and the project was therefore characterized as being consistent with the restrictions of the City's noise ordinance. The FSEIR also showed that the project would introduce new land uses that would be exposed to a 24-hour day-night noise level (DNL) of up to 75 dBA, but concluded that modern building techniques and materials, as well as inclusion of non-operable windows and ventilation systems, would be sufficient to ensure that the project would comply with land use compatibility requirements of the San Francisco General Plan, and this impact was found to be less than significant.

Operation of the Event Center was also found to introduce new mobile noise sources that would contribute to ambient noise levels in the project vicinity. Increases in roadway traffic noise were disclosed as causing significant and unavoidable impacts during events either with or without implementation of the Muni Special Event Transit Service Plan, even with implementation of Mitigation Measure M-TR-2c (Additional Strategies to Reduce Transportation Impacts) and Mitigation Measure M-TR-11c (Additional Strategies to Reduce Transportation Impacts of Overlapping Events). These measures identified additional transportation demand management strategies beyond those already incorporated into the approved project.

The Event Center FSEIR found that noise levels that would be generated by crowds prior to, during, and after events would result in a substantial increase in noise levels at the receptors adjacent to the northbound Muni T-Line transit platform, particularly during nighttime egress hours of 9:00 p.m. to 11:00 p.m. The crowd noise impact was disclosed as significant and unavoidable. The predicted sound levels and hours of occurrence that would be associated with amplified sound, either interior to the Event Center or in open-air plazas on the project site, are consistent with the noise ordinance; however, due to uncertainties as to the nature and extent of future outside events at the 3rd Street plaza, the FSEIR recommended implementation of Mitigation Measure M-NO-4b (Noise Control Plan for Place of Entertainment Permit) to ensure that noise levels from amplified sound exterior to the Event Center would comply with the noise ordinance. The Place of Entertainment Permit for the Event Center (No. EC-1352) incorporated the requirements of Mitigation Measures M-NO-4a and 4b as conditions of approval of the permit. This impact was disclosed as less than significant with implementation of mitigation.

Project Analysis

Construction

The nearest sensitive receptors to the proposed project site are residences associated with the UCSF Mission Bay Housing Block at Hearst Tower located approximately 500 feet to the west-northwest. These residences are approximately 300 feet farther from construction activities under the proposed project compared to construction activities under the Event Center project. The Event Center FSEIR found that building construction activities at these sensitive receptors would result in an hourly equivalent sound level (Leq) of 78.0 dBA at a distance of 200 feet. Using the same methods as conducted for the FSEIR, this analysis assumes that noise from construction activities at a distance greater than 200 feet would attenuate at a rate of 7.5 dBA per doubling of distance to account for the absorption of noise waves due to intervening structures and other factors. When extrapolated out to a distance of 500 feet, the building construction activity that would be associated with the proposed project would result in an hourly Leq noise level of approximately 68 dBA at the nearest residences. This is approximately 10 dBA less than

estimated for the Event Center project, and approximately 3 dBA less than the measured existing Leq at the Hearst Tower.

Accordingly, construction of the proposed project would not generate noise levels in excess of standards established in the local noise ordinance, and the proposed project would not result in new or substantially more severe impacts than disclosed in the Event Center FSEIR. Nonetheless, all construction activities would be conducted within the allowable construction requirements permitted by City code. The proposed project would also be subject to the Mission Bay Good Neighbor Policy, which limits extreme noise-generating activities in Mission Bay during Monday to Friday from 8:00 a.m. to 5:00 p.m.

With regard to construction vibration-related impacts, the Event Center FSEIR found that maximum vibration levels associated with pile driving would be below the strongly perceptible threshold, and due to the distance of receptors from the project site, impacts from vibration with respect to human annoyance and building damage would be less than significant. The proposed modified project would not result in high impact construction activities, such as pile driving, and hence would result in vibration levels substantially lower than resulted under the Event Center project. Therefore, the vibration impacts that would be associated with the proposed project or variant would also be less than significant.

Operation

Operation of the proposed project or variant would introduce new stationary noise sources similar to those identified in the Event Center FSEIR. The new stationary sources would be subject to the requirements of the San Francisco Noise Ordinance and, as found in the Event Center FSEIR, would not meaningfully contribute to ambient noise levels in the project area. The proposed project would therefore be consistent with the restrictions of the noise ordinance. Like the Event Center project, the proposed project would also introduce new land uses, and these new uses would be exposed to elevated noise levels. However, modern building techniques and materials as well as inclusion of non-operable windows in the hotel component and ventilation systems would be sufficient to ensure that the proposed project would comply with land use compatibility requirements of the San Francisco General Plan. The impact associated with the potential for the proposed project or variant to conflict with local requirements would be the same as identified for the Event Center project, less than significant.

The proposed project uses would increase daily vehicle trips in the project vicinity. The Event Center FSEIR found that project vehicle traffic noise along segments of Illinois Street and Terry A. François Boulevard would cause increases in ambient noise levels of 10.1 dBA and 6.8 dBA, respectively, to 62.2 dBA and 60.2 dBA, respectively. These increases in ambient noise would cause significant and unavoidable impacts, even with implementation of mitigation measures. As discussed under Transportation and Circulation, the proposed project would increase daily traffic levels compared to the Event Center project by as much as 5 percent (7 percent for the project variant). Given the logarithmic nature of dBA levels, the small increase in vehicle traffic that would be associated with the proposed project or variant would result in an increase in traffic noise that would be well under 1 dBA, which would not be perceptible. This increase in traffic noise would not substantially increase the severity of the significant and unavoidable noise impact identified in the Event Center FSEIR.

The proposed project or variant would not include changes to interior or exterior amplified sound, and would therefore not result in a change to the associated less-than-significant with mitigation impact. Similarly, noise levels generated by crowds prior to, during, and after events would not be affected by the

proposed project. Therefore, the proposed project or variant would not increase the severity of the significant and unavoidable crowd noise impact identified in the Event Center FSEIR.

Air Quality

Summary of Air Quality Impacts in Event Center FSEIR

The Event Center FSEIR identified a significant and unavoidable impact associated with reactive organic gases (ROG) and nitrogen oxides (NO_x) criteria air pollutant emissions from construction of the project. Mitigation Measure M-AQ-1 (Construction Emissions Minimization) was identified to reduce the construction-related emissions of ROG and NO_x by requiring off-road equipment to meet minimum emission standards. With implementation of Mitigation Measure M-AQ-1, emissions of NO_x associated with construction of the Event Center project would still exceed the threshold of significance; therefore, Mitigation Measure M-AQ-2b (Emissions Offsets) was identified, requiring the project sponsor to offset the remaining NO_x emissions through funding of off-site emissions reductions.

The Event Center FSEIR also identified a significant and unavoidable impact from criteria pollutants, including ROG and NO_x, during project operation. Mitigation Measure M-AQ-2a (Reduce Operational Emissions) was identified to reduce operational emissions of ROG and NO_x; however, the feasibility of these measures was unknown. Consequently, the Mitigation Measure M-AQ-2b was identified as the only available mitigation option. Conservatively, the Event Center FSEIR considered the operational impact on air quality to be significant and unavoidable with mitigation.

In order to comply with the San Francisco Dust Control Ordinance, the Event Center project was required to submit a Dust Control Plan to the Director of Public Health for approval prior to issuance of a building permit. With implementation of the dust control measures in compliance with the regulations and procedures set forth by the San Francisco Dust Control Ordinance, the Event Center FSEIR concluded that potential dust-related construction air quality impacts of the project would be less than significant.

The Event Center FSEIR determined that, with implementation of Mitigation Measure M-AQ-1, impacts related to cancer risk would be reduced to less than significant. In addition, the Event Center FSEIR concluded that the project would not conflict with or obstruct the implementation of the 2010 Bay Area Clean Air Plan (CAP), assuming implementation of all identified mitigation measures and CAP control measures. The project was determined to have a cumulatively considerable contribution to regional and localized air quality impacts due to its significant and unavoidable air quality impacts during both construction and operation.

Project Analysis

Construction

Construction activities (short-term) typically result in emissions of ozone precursors and particulate matter (PM) in the form of fugitive dust and exhaust (e.g., vehicle tailpipe emissions). Emissions of ozone precursors and particulate matter are primarily a result of the combustion of fuel from on-road and off-road vehicles. ROG_s are also emitted from activities that involve painting, other types of architectural coatings, and asphalt paving. Construction activities related to the proposed project would have the potential to result in fugitive dust and emissions of ozone precursors and particulate matter, as discussed below. Construction of the project variant would be the same as that of the proposed project, thus there would be no difference in construction-related emissions.

Fugitive Dust

The proposed project would result in demolition of the existing retail component of the Event Center development, minor trenching for utilities connections, and other construction activities that would create wind-blown dust and add PM to the local atmosphere. Because the proposed project area is over 0.5-acre and within 1,000 feet of sensitive receptors, it must comply with the Dust Control Plan prepared for the Event Center FSEIR. Implementation of the dust control measures identified in the Event Center FSEIR Dust Control Plan would ensure compliance with the San Francisco Dust Control Ordinance.

Criteria Air Pollutants

Construction activities would result in emissions of criteria air pollutants from the use of off- and on-road vehicles and equipment. The Bay Area Air Quality Management District's CEQA Air Quality Guidelines (BAAQMD Guidelines) recommend that project-related construction and operational emissions are calculated separately and then compared to BAAQMD significance thresholds. However, because the Event Center project is currently operational, construction emissions from the proposed project and operational emissions from the Event Center project must be analyzed in aggregate to assess significance. To determine whether the proposed project would have a significant impact regarding criteria air pollutants, construction-related emissions were calculated using the California Emissions Estimator Model (CalEEMod version 2016.3.2). Criteria pollutant emissions resulting from construction of the proposed project are presented in **Table 5**.

**TABLE 5
CONSTRUCTION EMISSIONS IN POUNDS PER DAY**

	ROG (ppd)	NO _x (ppd)	PM ₁₀ (ppd)	PM _{2.5} (ppd)
Existing Project Operation	79	124	80	25
<i>Proposed Construction</i>				
2021	2.32	26.94	0.52	0.50
2022	2.77	11.20	0.18	0.17
2023	3.95	4.03	0.05	0.05
<i>Existing Project Operation + Proposed Construction</i>				
2021	81.32	150.94	80.52	25.50
2022	81.77	135.20	80.18	25.17
2023	82.95	128.03	80.05	25.05
BAAQMD Thresholds	54	54	82	54
Exceeds Threshold?	Yes	Yes	No	No

NOTES: Project construction emissions were estimated using CalEEMod version 2016.3.2. See Appendix B for model outputs and more detailed assumptions. PM10 and PM2.5 values represent PM exhaust only per BAAQMD CEQA Air Quality Guidelines.

SOURCE: ESA, 2020

As shown in Table 5, emissions of PM₁₀ and PM_{2.5} from construction of the proposed project combined with PM₁₀ and PM_{2.5} emissions from operation of the Event Center project would be below BAAQMD thresholds of significance.

Although ROG and NO_x emissions associated with construction of the proposed project in combination with the Event Center project's operational ROG and NO_x emissions would exceed BAAQMD thresholds of significance, the increase attributable to the proposed project would not represent a substantially more severe effect than identified in the Event Center FSEIR. This increase may require additional emissions offsets, as described in Mitigation Measure M-AQ-2b (Emissions Offsets). As under the Event Center FSEIR, air quality impacts from construction of the proposed project would be considered significant and unavoidable with mitigation.

Operation

Criteria Air Pollutants

Operational emissions associated with the proposed project would be primarily attributed to vehicle emissions from visitors and residents travelling to the site, as well as operation of the emergency generator and boilers. BAAQMD Guidelines recommend that project-related construction and operational emissions are calculated separately and then compared to the BAAQMD significance thresholds. To determine whether the proposed project would have a significant impact regarding criteria air pollutants, emissions from operation of the proposed project were calculated using CalEEMod and aggregated with the operational emissions from the Event Center project. Operational emissions that would result from the proposed modified project are summarized in **Table 6**.

**TABLE 6
OPERATIONAL EMISSIONS IN POUNDS PER DAY AND TONS PER YEAR**

	ROG (ppd/tpy)	NO _x (ppd/tpy)	PM ₁₀ (ppd/tpy)	PM _{2.5} (ppd/tpy)
Hotel/Condominium Building Operation	8.04/1.47	3.49/0.64	1.68/0.31	0.57/0.10
Existing Project Operation	79/14	124/23	80/14.6	25/4.5
Modified Project Operation	87.0/15.5	127.5/23.6	81.7/14.9	25.6/4.6
BAAQMD Thresholds	54/10	54/10	82/15	54/10
Exceeds Threshold?	Yes/Yes	Yes/Yes	No/No	No/No

NOTES: Project operational emissions were estimated using CalEEMod version 2016.3.2. See Appendix B for model outputs and more detailed assumptions.

SOURCE: ESA, 2020

The Event Center FSEIR found that operational emissions of PM₁₀ and PM_{2.5} would not exceed BAAQMD thresholds of significance. Operation of the proposed project would result in additional PM₁₀ and PM_{2.5} emissions, such that total emissions from operation of the combined project would be 81.7 pounds per day (ppd) of PM₁₀ and 25.6 ppd of PM_{2.5}. Operational PM emissions of the combined project would still be below the BAAQMD threshold and, therefore, would not be considered a significant impact.

The Event Center FSEIR determined that the Event Center project would generate ROG and NO_x emissions that would exceed BAAQMD thresholds of significance for operational criteria air pollutant emissions. Emissions of ROG and NO_x exceeded the thresholds by 4.4 tons per year and 12.6 tons per year, respectively. Operation of the proposed project would increase the total operational emissions of criteria air pollutants, causing the combined project to further exceed BAAQMD thresholds of significance for operational emissions by an additional 1.47 tons per year for ROG and 0.64 tons per year for NO_x. Although ROG and NO_x emissions associated with operation of the proposed project in

combination with the Event Center project's ROG and NO_x emissions would exceed BAAQMD thresholds of significance, the increase attributable to the proposed project would not represent a substantially more severe effect than identified in the Event Center FSEIR. This increase may require additional emissions offsets, as described in Mitigation Measure M-AQ-2b. As under the Event Center FSEIR, air quality impacts from construction of the proposed project would be considered significant and unavoidable with mitigation.

Operation of the project variant would result in a slight increase in associated emissions, as shown in **Table 7**.

**TABLE 7
PROJECT VARIANT OPERATIONAL EMISSIONS IN POUNDS PER DAY AND TONS PER YEAR**

	ROG (ppd/tpy)	NO _x (ppd/tpy)	PM ₁₀ (ppd/tpy)	PM _{2.5} (ppd/tpy)
Hotel Operation	8.94/1.63	4.84/0.88	1.98/0.36	0.69/0.13
Existing Project Operation	79/14	124/23	80/14.6	25/4.5
Modified Project Operation	87.9/15.6	128.8/23.9	81.9/14.9	25.7/4.6
BAAQMD Thresholds	54/10	54/10	82/15	54/10
Exceeds Threshold?	Yes/Yes	Yes/Yes	No/No	No/No

NOTES: Project operational emissions were estimated using CalEEMod version 2016.3.2. See Appendix B for model outputs and more detailed assumptions.

SOURCE: ESA, 2020

As summarized in the table, the project variant would result in an additional 0.9 pounds per day of ROG and an additional 1.35 pounds per day of NO_x. Although operational emissions of criteria air pollutants would increase with implementation of the variant, the difference is negligible and the conclusion identified for the proposed project would remain the same. The increase attributable to the proposed project would not represent a substantially more severe effect than identified in the Event Center FSEIR.

Toxic Air Contaminants

PM_{2.5} and Cancer Risk

The City of San Francisco, along with BAAQMD, has designated areas with poor air quality as Air Pollutant Exposure Zones (APEZ). These areas are defined as areas having cumulative PM_{2.5} concentrations that exceed 10 micrograms per cubic meter (µg/m³) and/or having a cumulative cancer risk that is greater than 100 per one million. As discussed in the Event Center FSEIR, the project site is not located within an APEZ; however, there are existing sensitive land uses in the project vicinity (UCSF Hearst Tower and UCSF Medical Center at Mission Bay), thus APEZ criteria were used as the threshold of significance for the evaluation of health risk. The Event Center FSEIR determined that the project would not result in an exceedance of the 10 µg/m³ PM_{2.5} APEZ concentration threshold at sensitive receptor locations during either project construction or operation. Additionally, a health risk assessment (HRA) was performed to assess cancer risk from both construction and operational sources of the project. With implementation of Mitigation Measure M-AQ-1, the cumulative total cancer risk for a child resident at UCSF Hearst Tower, an adult resident at UCSF Hearst Tower, and a child resident at UCSF Medical Center at Mission Bay would be 72 in one million, 64 in one million, and 86 in one million, respectively. Inasmuch as these totals were less than the 100 in one million cumulative threshold, the Event Center FSEIR determined that the project would not have a significant impact regarding health risk.

Construction of the proposed project or variant would result in emissions of toxic air contaminants (TACs) and PM_{2.5}, primarily from the use of off-road equipment. The primary sources of TACs from operation of the proposed project include vehicle trips to the project site and an emergency diesel generator. Construction of the proposed project or variant would result in much lower construction emissions, including PM_{2.5}, than what was analyzed in the Event Center FSEIR. The Event Center project includes an 11-acre footprint for construction activity, while the proposed project has a much smaller footprint of 0.7 acres. Therefore, construction of the proposed project or variant would result in less construction activity and, subsequently, less TAC and PM_{2.5} emissions than construction of the Event Center project. Additionally, the Event Center project included 350,000 cubic yards of excavation, while the proposed project or variant would require no excavation other than minor trenching for utilities, resulting in much lower PM_{2.5} emissions compared to those of the Event Center project.

Regarding operational emissions, the Event Center project included a total of five generators, while the proposed project or variant would include only one generator, generating a minimal amount of additional emissions. Furthermore, the proposed project would generate fewer vehicle trips, resulting in lower emissions of TACs and PM_{2.5} than those of the Event Center project. The proposed project would generate negligible TAC and PM_{2.5} emissions compared to the Event Center project. Therefore, the combined project would generate neither PM_{2.5} concentrations nor a cancer risk that would exceed the APEZ threshold of 100 per one million, and the impact would be considered less than significant.

Implementation of the project variant would result in a slight increase in operational emissions compared to the proposed project. Due to an increase in vehicle trips associated with the land use change, an additional 0.57 pounds per day of PM_{2.5} would be emitted as compared to the proposed project. Nonetheless, the difference is negligible, and the variant combined with the Event Center project would generate neither PM_{2.5} concentrations nor a cancer risk that would exceed the APEZ threshold of 100 per one million, and the impact would be considered less than significant.

Greenhouse Gas Emissions

Summary of Greenhouse Gas Emissions Impacts in Event Center FSEIR

The Event Center FSEIR identified a less-than-significant impact in regard to GHG emissions. Project compliance with the regulations identified in the City's *GHG Reduction Strategy* (Reduction Strategy) would reduce GHG emissions generated by the project to a less-than-significant level. Project compliance with the Reduction Strategy was demonstrated through the completion of the Compliance Checklist for GHG Analysis, and no mitigation measures were required.²³

Project Analysis

GHG emissions and global climate change represent cumulative impacts. GHG emissions cumulatively contribute to the significant adverse environmental impacts of global climate change. No single project could generate enough GHG emissions to noticeably change the global average temperature; instead, the combination of GHG emissions from past, present, and future projects have contributed and will contribute to global climate change and its associated environmental impacts. Direct GHG emissions from the proposed project would be generated from vehicle trips and area sources (natural gas

²³ Greenhouse Gas Analysis: Compliance Checklist, May 22, 2015. This document is on file and available for public review at the San Francisco Planning Department as part of Case File No. 2014.1441E.

combustion). Indirect sources include electricity providers; energy required to pump, treat, and convey water; and emissions associated with waste removal, disposal, and landfill operations.

Since the certification of the Event Center FSEIR, the City published the *2017 GHG Reduction Strategy Update* (Reduction Strategy Update).²⁴ Projects that are consistent with the Reduction Strategy Update are determined to be consistent with San Francisco's *Qualified GHG Reduction Strategy* and, therefore, would result in a less-than-significant GHG impact. An assessment of the proposed project's compliance with San Francisco's *Strategies to Address GHG Emissions* is provided in the Compliance Checklist for GHG Analysis, which concludes that the proposed project would comply with the Reduction Strategy Update. Compliance of the proposed project or variant with the Reduction Strategy Update demonstrates that the project's contribution to cumulative impacts related to GHG emissions would not be cumulatively considerable.²⁵ Therefore, the GHG emissions associated with the proposed project or variant would not be substantially more severe than that identified in the Event Center FSEIR.

Wind

Summary of Wind Impacts in Event Center FSEIR

Following adoption of San Francisco Planning Code Section 148 (Reduction of Ground-Level Wind Currents in C-3 Districts), the Planning Department developed procedures for implementation of the requirements, including a wind tunnel testing protocol. Although the Event Center project is not within an area of the city where wind speed criteria are enforced through the planning code, CEQA review relies upon the Section 148 hazard criterion to determine whether a project would result in a significant wind impact. Hazardous winds are defined in Section 148 as an hourly average of 26 miles per hour (mph), for a single full hour of the year or more.²⁶

The Event Center FSEIR assumed that the project site would be developed with an event center, office and retail buildings, and other structures that could generate pedestrian-level wind effects, including increased wind speeds and turbulence (i.e., variability in wind speed); thereby, potentially generating hazardous winds at pedestrian use areas such as public walkways and public open space in the project vicinity. The Event Center FSEIR determined that the project would increase the total duration of wind hazards on the off-site public walkways in the project vicinity by 33 hours, and included Mitigation Measure M-WS-1 (Develop and Implement Design Measures to Reduce Project Off-site Wind Hazards) to reduce off-site wind impacts. With implementation of this measure, the project sponsor selected a specific on-site design modification (installation of a solid canopy with a porous vertical standoff at the ground level of the southwest corner of the proposed 16th Street office building) that was demonstrated to be effective in reducing the project wind hazard impact to a less-than-significant level. Accordingly, wind

²⁴ San Francisco Planning Department, 2017. *2017 Greenhouse Gas Reduction Strategy Update*. The final document is available at: http://sfmea.sfplanning.org/GHG/GHG_Strategy_October2017.pdf.

²⁵ Greenhouse Gas Analysis: Compliance Checklist. This document is on file and available for public review at the San Francisco Planning Department as part of Case File No. 2014.1441E.

²⁶ The wind hazard criterion of 26 mph is derived from a wind condition that would generate a 3-second gust of wind at 20 meters per second (45 mph), a commonly used guideline for wind safety. This wind speed, on an hourly basis, is 26 mph averaged for a full hour. However, because the wind data on which the analysis is based were collected at one-minute averages, the 26-mph one-hour average wind speed is converted to a corresponding one-minute average wind speed of 36 mph, which is then used to determine compliance with the 26-mph one-hour hazard criterion in the planning code. (Arens, E. et al., "Developing the San Francisco Wind Ordinance and its Guidelines for Compliance," *Building and Environment*, Vol. 24, No. 4, pp. 297-303, 1989.) All hazard wind speeds in this discussion are presented based on the 36-mph wind speed averaged over one-minute, and the hazard criterion is based on 36 mph.

impacts were determined to be less than significant with mitigation. Cumulative wind impacts were found to be less than significant.

Project Analysis

Because the proposed project would develop a building approximately 180 feet in height, a project-specific wind analysis was performed, consistent with the South D for D requirements (see Appendix C, Esplanade Hotel Project Pedestrian Wind Study). The analysis included wind-tunnel testing in accordance with the procedures developed for implementation of San Francisco Planning Code Section 148. The wind tunnel test was conducted using a 1:300 (1 inch = 25 feet) scale model of the proposed project and surrounding buildings within a 1,200-foot radius centered on the project site, which is sufficient to encompass buildings on the site as well as nearby buildings that could affect winds on and near the site. The circular study area extends west from the project site to encompass buildings across 3rd Street, north to buildings across Warriors Way, east to Bay Front Park, and south across 16th Street. Using 16 compass directions (northwest, west-northwest, west, west-southwest, southwest, etc.), wind tunnel tests were conducted for the project site and vicinity using the following scenarios:

- Existing;²⁷
- Existing plus proposed project;
- Existing plus proposed project (with landscaping);
- Cumulative, consisting of buildout of a UCSF building up to 160 feet on Block 25B of the South Plan (in addition to the proposed project); and
- Cumulative with landscaping (in addition to the proposed project).

The scale model, which was equipped with wind speed sensors, was placed inside an atmospheric boundary layer wind tunnel. The existing conditions model had 83 wind speed sensors (test points) to measure wind speeds at locations where relatively severe conditions are frequently found, such as at building corners, near building entrances, on adjacent sidewalks with pedestrian traffic, and in open plaza areas. Three test points were added to model above-ground conditions at the level of the proposed project's podium. Consistent with Planning Code Section 148, the majority of test point locations consisted of publicly accessible sidewalks and open spaces where pedestrian use is anticipated.

As shown in **Table 8**, the wind-tunnel test found that the proposed project would generally improve pedestrian-level wind speeds in the project vicinity. Implementation of the proposed project would result in a small decrease in wind speeds, with the average wind speed exceeded one hour per year decreasing from 26 mph under existing conditions to 24 mph with the proposed project.²⁸ The total number of hours per year where winds would exceed the hazard criterion would decrease from 100 hours under existing conditions to 47 hours under existing plus project conditions. The total number of test points exceeding the wind hazard would be reduced from ten locations under existing conditions to six locations under the existing plus proposed project scenario. The addition of landscaping would further improve wind

²⁷ The Existing condition includes the now-completed Event Center project, including the event center itself, two office buildings fronting 3rd Street, and other associated smaller structures. Consistent with San Francisco wind testing protocol, the Existing condition also includes buildings under construction, such as the adjacent Uber office buildings to the north of the project site and the UCSF Wayne and Gladys Valley Center for Vision to the south.

²⁸ As stated in footnote 25, because of the conversion involved in evaluating hourly wind speeds based on wind speed data collected over one-minute averages, the hazard wind speeds in this discussion are based on the 36-mph wind speed averaged over one-minute, and the hazard criterion is based on 36 mph.

conditions. With landscaping, the proposed project would result in an average wind speed exceeded for one hour per year of 21 mph compared to 26 mph under existing conditions. Moreover, under this scenario, the total number of hours per year where winds would exceed the hazard criterion would be reduced to 45 hours, and the number of test points exceeding the wind hazard be reduced to four locations.

**TABLE 8
SUMMARY OF WIND RESULTS**

Wind Tunnel Scenarios	Average Speed (mph)	Total Hours Exceeding Criterion	# of Test Points Exceeding Criterion
Existing Conditions	26	100	10
Proposed Project	24	47	6
Proposed Project (with landscaping)	21	45	4
Cumulative ^a	23	21	4
Cumulative ^a (with landscaping)	21	15	2

NOTES:

^a Cumulative scenarios include other nearby development projects in addition to the proposed project.

SOURCE: RWDI, 2019

Under cumulative conditions, the average wind speed exceeded one hour per year would be 23 mph, and the total hours and number of test points exceeding the hazard criterion would be less than under existing conditions, both with and without landscaping. Therefore, there would be no significant project or cumulative wind impacts and the proposed project or variant would not result in any new or substantially more severe wind impacts than were identified in the Event Center FSEIR, and no further mitigation measures are required.

Informational Discussion of Wind Comfort

In addition to the wind hazard criterion, Planning Code Section 148 establishes wind comfort criterion, whereby a project shall not cause ground-level wind currents to exceed, more than 10 percent of the time, 11 mph in substantial pedestrian use areas, and 7 mph in public seating areas.²⁹ Section 148 wind comfort criteria are not used to determine the significance of project wind impacts in the Mission Bay Plans area; therefore, proposed project effects on wind comfort are presented for informational purposes only. The wind comfort analysis found that the proposed project would decrease the average wind speed exceeded 10 percent of the time from 13 mph under existing conditions to 12 mph with the proposed project. The analysis found that wind speeds under existing conditions exceed the comfort criterion at 52 of the 83 test points, while with the project, wind speeds would exceed the comfort criterion at 54 of the 86 test points, and 42 of the 86 test points with the project and landscaping. Under cumulative (buildout) conditions, the average speed exceeded 10 percent of the time would be 12 mph or 11 mph with landscaping, and wind speeds would exceed the comfort criterion at 48 of the 86 test points or 31 of the 86 test points with landscaping.

²⁹ The wind comfort speed is useful for characterization of the more common wind environment, as it represents winds that are exceeded 876 hours per year, as opposed to the hazard criterion's one hour per year.

Shadow

Summary of Shadow Impacts in Event Center FSEIR

The Event Center FSEIR concluded that the area of Bayfront Park that would be in continuous shadow for a period of one hour from March to September between 10:00 a.m. and 4:00 p.m. would be less than 20 percent of the park area, which would satisfy the South D for D criterion for adequate sunlight access to open space. Accordingly, the Event Center FSEIR determined that project-level and cumulative impacts related to shadow would be less than significant.

Project Analysis

With respect to the proposed project's shadow impacts, the South D for D requires project-specific shadow analysis for projects that request a variance from the Design Standards, consistent with Mitigation Measure D.08 of the Mission Bay FSEIR. While the proposed project or variant would not seek a variance, as described above, it would require an amendment of the South D for D to increase the height limit for the site, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building's bulk, amend requirements for architectural projections, and other conforming amendments and clarifications. Accordingly, a project-specific shadow analysis was undertaken (see Appendix D, Chase Center: Esplanade Hotel Project CEQA Shadow Study). To evaluate the shadow impact of the proposed project, a three-dimensional (3-D) model of the South Plan area was constructed that included current ground and roadway elevations for the study area using maps provided by OCII; digital 3-D model of the proposed project as provided by the sponsor; and planned development (Cumulative Condition) in the study area consistent with the maximum dimensions and bulks provided for in the South D for D.

The South D for D's *Sunlight Access to Open Space* requirements was prepared with the objective of encouraging new developments to ensure sunlight access to public open spaces and limit the extent and duration of shadows on these public open spaces. The South D for D notes that shadow studies have determined that development complying with the design standards will reasonably limit areas of shadow on public open spaces during the active months of the year (March to September) and during the most active times of the day (10:00 a.m. to 4:00 p.m.).

The project-specific shadow analysis determined that the proposed project or variant would not cast new shadow on any of the four Mission Bay parks identified in the South D for D, including Bayfront Park, Mission Creek Park, Mission Bay Kids' Park (formerly Triangle Square), or Mission Bay Commons during the hours identified in the South D for D—between 10 a.m. and 4 p.m. from March 1 through September 30. Therefore, the project would not increase shading on Bayfront Park (the only park shaded at all by the Event Center project [Event Center FSEIR p. 5.6-8]) or any of the other parks identified in the D for D to more than the applicable percentages between 10 a.m. and 4 p.m. from March 1 through September 30. Accordingly, the Event Center project with the addition of the proposed project or variant would continue to satisfy the South D for D criterion for adequate sunlight access to open space, and the project and cumulative shadow effect would remain less than significant, as determined in the Event Center FSEIR.

Based on the above analysis, the proposed project's or variant's net new shadow would not substantially affect the use and enjoyment of Bayfront Park, and Mission Bay FSEIR Mitigation Measure D.8 has been fully satisfied by the project-specific shadow analysis. Therefore, the proposed project or variant would

not result in substantial new shadow as compared to what was identified in the Event Center FSEIR, and no further mitigation measures are required.

Utilities and Service Systems

Summary of Utilities and Service Systems Impacts in Event Center FSEIR

The Event Center FSEIR estimated that water demand for Blocks 29-32 would be 0.100 million gallons per day (mgd) as adjusted for water conservation measures as required under the Green Building Requirements in Chapter 13C of the 2010 San Francisco Building Code. The Water Supply Assessment (WSA) approved by SFPUC for an earlier design of the project concluded that there are adequate water supplies in the regional water system to serve an estimated 0.109 mgd of water demand for the project and cumulative demands during normal, single dry years, and multiple dry years from 2015 through 2035.³⁰ Since the estimated water demand of 0.100 mgd is less than the 0.109 mgd identified in the 2013 WSA, the water demands of the Event Center project would not require new or expanded water supply resources or entitlements. In addition, when recycled water becomes available in the future, some of the estimated water demand could be met with recycled water for non-potable uses, which could reduce the Event Center project's potable water demand to less than 0.100 mgd. Therefore, existing water supplies serving the City would be sufficient to meet the projected water demand of the Event Center project, and the project would not trigger the need for new or expanded water supply resources or entitlements. Impacts on water supply would be less than significant.

Project Analysis

The proposed project or project variant includes residential and hotel uses that were not part of the Event Center project. Although the Event Center FSEIR did not anticipate such uses, the 2013 WSA prepared for the earlier project design did include analysis of water demand for 176 residential units and 227 hotel rooms. Table 10 in Attachment C to the WSA includes rates for water use based on gallons per day per unit. Using 112 gallons per day per residential unit and 128 gallons per day per hotel room, the proposed project's estimated additional water use would be approximately 0.019 mgd. The WSA also presented the adjusted water demand per water conservation measures required under the Green Building Requirements in Chapter 13C of the 2010 San Francisco Building Code (also shown in Table 10). Applying these lower rates to the proposed project results in a water demand of approximately 0.016 mgd. Therefore, the total water demand of Blocks 29-32 would be approximately 0.116 mgd, which is 0.007 mgd or 7,000 gallons per day greater than identified for the project site in the 2013 WSA. Using the same rates, water demand for the project variant would be approximately 0.026 mgd, resulting in a total water demand of Blocks 29-32 of approximately 0.126 mgd (that is, 0.017 mgd or 17,000 gallons per day greater than identified for the project site in the 2013 WSA).

The 2013 WSA determined that the water demand of the earlier project design would be encompassed within the San Francisco water demand, which considers water demand based on 2012 Land Use Allocation (LUA) projections from the San Francisco Planning Department. In 2018, the State Water Resources Control Board adopted amendments to the Water Quality Control Plan for the San Francisco Bay/Sacramento-San Joaquin Delta Estuary (Bay-Delta Plan Amendment). If the Bay-Delta Plan Amendment were to be implemented, it would result in significant water supply shortages during single dry and multiple dry years, greater than those projected in the 2015 Urban Water Management Plan

³⁰ SFPUC, 2013. Water Supply Assessment for the Event Center and Mixed-Use Development Project at Piers 30-32 and Seawall Lot 330. July 1, 2013.

(UWMP) (which incorporated 2012 LUA housing and employment growth projections). The 2015 UWMP already assumes limited rationing may be needed in multiple dry years to address an anticipated supply shortage by 2040, but implementation of the Bay-Delta Plan Amendment will require rationing in all single dry years and multiple dry years and to a greater degree to address supply shortages not accounted for in the 2015 UWMP. Numerous lawsuits have been filed challenging the Bay-Delta Plan Amendment, and SFPUC is a party to one of those pending lawsuits. The SFPUC, in partnership with other key stakeholders, is currently negotiating with the State a voluntary agreement that could ultimately be adopted as an alternative or substitute for the Bay-Delta Plan Amendment. On March 1, 2019, in accordance with the State Water Resources Control Board's instruction, SFPUC submitted to the State a proposed voluntary agreement ("March 1st Proposed Voluntary Agreement"). For these and other reasons, whether the Bay-Delta Plan Amendment or the March 1st Proposed Voluntary Agreement will be implemented, and how those amendments if implemented will affect the SFPUC's water supply, is currently uncertain and possibly speculative.

The projected increase of only 7,000 gallons per day (0.007 mgd) for the proposed project and only 17,000 gallons per day (0.017 mgd) for the project variant above the 2013 WSA estimate would be encompassed within San Francisco retail water demands ranging from 79.0 to 89.9 mgd between 2025 and 2040.³¹ Therefore, existing water supplies serving the City would be sufficient to meet the projected water demand of the proposed project or variant, and it would not trigger the need for new or expanded water supply resources or entitlements. Impacts on water supply would not be substantially more severe than identified in the Event Center FSEIR.

The proposed project or variant would not require construction of water treatment, stormwater, or wastewater treatment facilities other than standard connections to existing utilities already constructed as part of the Event Center development. For Blocks 29-32, wastewater is routed to the City's combined sewer system via the Mariposa Pump Station or to the Mission Bay Sanitary Pump Station. Wastewater from the proposed project would be directed to the Mission Bay Sanitary Pump Station, according to GSW Hotel LLC. Using an estimated wastewater generation of 90 percent of water demand, the proposed project's or project variant's generation of approximately 0.014-0.023 mgd of additional wastewater, in combination with the Event Center project's 0.230 mgd, would not exceed the estimated 0.29 mgd peak contribution from the project site to the Mission Bay Sanitary Pump Station. The additional wastewater flows would be within the remaining capacity of the pump station and the proposed project or variant would not require or result in the construction or expansion of new wastewater treatment facilities; the impact would be less than significant. Impacts on wastewater would not be substantially more severe than identified in the Event Center FSEIR.

As under the Event Center FSEIR, the proposed project or variant would not require the construction of new water facilities; exceed landfill capacity; or fail to comply with solid waste regulations. Impacts would not be substantially more severe than identified in the Event Center FSEIR.

Other Environmental Topics

Aesthetics

Public Resources Code Section 21099(d) provides that, "aesthetics and parking impacts of a residential, mixed-use residential, or employment center project on an infill site located within a transit priority area shall not be considered significant impacts on the environment." Accordingly, aesthetics and parking are

³¹ SFPUC, 2016. 2015 Urban Water Management Plan for the City and County of San Francisco. June 2016.

no longer to be considered in determining if a project has the potential to result in significant environmental effects for projects that meet the following three criteria: (1) the project is in a transit priority area, (2) the project is on an infill site, and (3) the project is residential, mixed-use residential, or an employment center. As described in the Event Center FSEIR, the project satisfied each of the above three criteria because it (1) is located in proximity to several transit routes; (2) is located on an infill site that has previously been developed with industrial and commercial uses and is surrounded by areas of either recently completed or planned urban development; and (3) would be an employment center supporting a range of commercial uses, located in proximity to several transit routes, and in an urban area on a site already developed and zoned for commercial uses with a floor area ratio (FAR) greater than 0.75. Thus, the Event Center FSEIR Initial Study did not consider aesthetics (or parking) in determining the significance of project impacts under CEQA. The proposed project or variant would be constructed on the same site as the Event Center and also would include a residential component; therefore, any potential aesthetic impacts would similarly not be considered under CEQA.

Cultural Resources

The proposed project or variant would replace existing structures recently completed as part of the Event Center. No impacts to historic architectural resources would result from the demolition of this portion of the Event Center development and replacement with the proposed project. With respect to archeological resources, ground-disturbing activity would not be required in connection with the proposed project because the foundation system has already been constructed. Moreover, archaeological testing required under Event Center FSEIR Mitigation Measure M-CP-2a: Archaeological Testing, Monitoring and/or Data Recovery Program, has already been implemented during construction of the Event Center. Similarly, Mitigation Measure M-CP-2b: Accidental Discovery of Archaeological Resources was implemented during construction.

Population and Housing

The proposed project or variant would require hundreds of construction workers over the approximate two-year construction period, although the number of construction workers present on-site daily would range considerably, depending on the specific construction activities being performed and the overlap between construction phases. Similar to the Event Center project, the proposed project would not result in substantial population growth in San Francisco due to construction-worker demand for housing in the area. The proposed project or variant would create employment opportunities for approximately 223-356 people, which are expected to be filled by existing Bay Area residents.³² Even if new employees relocated to San Francisco, the number of new employees would not be substantial relative to the overall population and would not result in the need to construct new housing. The proposed project or variant would not displace people or existing housing necessitating construction of new housing elsewhere. The project's proposed addition of up to 21 new dwelling units would not result in substantial unplanned population growth in San Francisco.

Regarding **Public Services**, the presence of construction workers on-site could result in an incremental, temporary increase in demand for fire protection, emergency medical services, and law enforcement. It is expected that a portion of the construction labor needs would be met by residents of San Francisco, who are currently being served by these City services and therefore would not represent an increase in

³² Based on an estimate of 1.3 new employees per hotel room and approximately 57 retail employees according to data provided by the hotel operator. Fiscal Analysis of Proposed Warriors Development, Mission Bay, San Francisco, by Seifel Consulting, Inc., February 2020.

demand for City services. In any case, this incremental, temporary increase in demand for services during construction could be accommodated by the existing fire protection, emergency medical services, and law enforcement services and would not require construction of new or physically altered facilities to maintain services. An increase in population at the project site from permanent residents and temporary hotel patrons would result in periodic increases in demand for fire protection and emergency medical services compared to conditions analyzed under the Event Center FSEIR. The population increases associated with the proposed project or variant would be minimal in comparison to the population served by the existing fire and police stations in the project area. The increase in calls for fire protection and medical emergency response would not be substantial in light of the existing demand and capacity for fire protection and emergency medical services in the City. The project site is located in an existing urban area and would not extend demand of the fire protect or law enforcement services beyond the current limits of their respective capabilities. The proposed project or variant would neither adversely affect service standards nor require an increase in staff that would require the construction of new fire protection or law enforcement facilities. The addition of up to 21 residential units could result in school-age children residing on the project site. However, the minimal number of potential children would be within the assumptions analyzed in the Mission Bay FSEIR for the South Plan area and the project would not result in any new or substantially more severe impacts on schools than those identified in the FSEIR.

Regarding **Recreation**, the increase in permanent population associated with the proposed project would not increase the use of neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facilities would occur or be accelerated, nor would the project physically degrade recreational resources in the area. However, although no impact would result from the proposed project, the project sponsor has agreed to pay the “P22 Maintenance Amount” fee pursuant to the 7th amendment to the South OPA.³³ The P22 Maintenance Amount fee will supplement funding that is available from the Community Facilities District No. 5, the Mission Bay Maintenance District, which provides funding for open space operations in Mission Bay. Potential impacts associated with construction of open terraces on the 2nd, 7th, and 13th floors and a fitness center are addressed under normal construction-related impacts associated with the project as a whole.

The project site is entirely disturbed due to construction of the Event Center. No new or substantially more severe significant effects related to **Biological Resources** are anticipated as a result of implementation of Event Center Mitigation Measures M-BI-4a (Preconstruction Surveys for Nesting Birds) and M-BI-4b (Bird Safe Building Practices) from the Event Center FSEIR and compliance with the Migratory Bird Treaty Act and the City’s tree ordinance.

Regarding **Geology and Soils**, because the proposed project or variant would bear on the existing foundation system constructed as part of the Event Center development, which the sponsor has determined is adequate to support the proposed project, the project or variant would not expose people or structures to geologic hazards; cause soil erosion or loss of topsoil; be affected by unstable soils or geologic units; be affected by expansive soils or soils incapable of supporting wastewater disposal systems; or cause a substantial change of topography.

Potential **Hazards and Hazardous Materials** effects of the proposed project or variant are anticipated to be avoided through compliance with applicable regulations and compliance with the Mission Bay Risk Management Plan. Ground-disturbing activity will be limited to minor trenching for utilities connections. The proposed project or variant would comply with the BAAQMD-approved Asbestos Dust Mitigation

³³ See Section 4 of the 7th Amendment to the South OPA.

Plan prepared in accordance with Event Center FSEIR Mitigation Measure M-HZ-1b (Geologic Investigation and Dust Mitigation Plan for Naturally Occurring Asbestos).

Regarding **Hydrology and Water Quality**, the proposed project or variant would not deplete groundwater supplies; alter drainage patterns, resulting in erosion; place housing and/or structures within a 100-year flood zone³⁴; or expose people and structures to hazards associated with failure of a levee or dam, seiche, tsunami, mudflow, or flooding (including sea level rise). As noted in the Event Center FSEIR, the project site is above the 2050 flood elevation, which combines 12 inches of sea level rise with the effects of a 100-year storm surge. In addition, the project site would not be flooded during daily high tide conditions with the 36 inches of sea level rise expected by 2100. The project site could be prone to flooding by 2100 based on the projected sea level rise in combination with the effects of a 100-year storm surge. This flooding scenario is based on 2010/2011 topographic conditions and assumes that no site-specific flood protection measures such as filling to raise the grade of low lying areas or area-wide measures such as construction of berms, levees, or seawalls would be implemented during the intervening period. No portion of the project would be constructed below ground. In addition, the lowest level of hotel guest rooms or dwelling units (4th floor) would be constructed approximately 41 feet above ground level (agl). Compliance with the existing Construction General Stormwater Permit would ensure that the proposed project or variant would not violate water quality standards or otherwise substantially degrade water quality during construction.

As under the Event Center FSEIR, the proposed project or variant would not cause the loss of known valuable **Mineral Resources**; would not encourage activities that result in wasteful use of **Energy** resources; and would not convert **Agriculture or Forestry Resources** to non-agricultural or non-forest use.

Conclusion

Implementation of the proposed project or variant would not require major revisions to the Event Center FSEIR because no new, significant environmental effect or substantial increase in the severity of previously identified significant effects would result. Additionally, since certification of the Event Center FSEIR, no material changes have occurred in the project or the circumstances under which the South Plan would be implemented, and no new information has emerged that would materially change any of the analyses or conclusions of the Event Center FSEIR. Similarly, no new or previously rejected mitigation measures or alternatives have been proposed that would substantially reduce previously identified significant effects that the project sponsor has declined to implement. As such, because none of the criteria set forth in CEQA Guidelines Section 15162 that would require subsequent environmental review have been triggered, the lead agency may approve the subsequent activities as being within the scope of the Event Center FSEIR under CEQA Guidelines Section 15162 without the need for additional environmental documentation.

³⁴ As indicated in the Event Center FSEIR, the project site is not located within the 100-year flood zone based on the City's 2008 interim floodplain maps. The City is a participant in the National Flood Insurance Program (NFIP), which is managed by the Federal Emergency Management Agency (FEMA). To support the NFIP, FEMA publishes Flood Insurance Rate Maps (FIRMs) for participating communities, which are used for flood insurance and floodplain management purposes. FEMA released a preliminary FIRM for San Francisco on November 12, 2015 and released a revised preliminary version on May 31, 2019. The City is currently reviewing the revised preliminary FIRM and preparing comments to submit to FEMA. FEMA expects to finalize the data shown on the FIRM in June 2020 and to publish the FIRM for use in December 2020. Once the preliminary FIRM is finalized, the City will use the Special Flood Hazard Areas shown on the FIRM to implement the City's Floodplain Management Ordinance. The project site is outside the 100-year flood zone according to both the 2015 and 2019 preliminary maps. See "San Francisco Floodplain Management Program" at <https://sfgsa.org/san-francisco-floodplain-management-program>.



Addendum No. 1 to Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report

Appendices

[Appendix A – Transportation](#)

[Appendix B – Air Quality](#)

[Appendix C – Wind Study](#)

[Appendix D – Shadow Study](#)

Exhibit B

Planning Commission Motion No. 20746



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Motion No. 20746

Record No.: 2014.1441GPR
Project: Redevelopment Plan Amendments to the Mission Bay
South Redevelopment Plan for the Development of Blocks 29-30
Zoning: Mission Bay Redevelopment South – Commercial Industrial/Ret
Block/Lot: 8722/025-039, 063, 064, 087, 088
Project Sponsor: GSW Hotel LLC
1 Warriors Way
San Francisco, CA 94158
Property Owner: GSW Arena LLC
1 Warriors Way
San Francisco, CA 94158
Staff Contact: Mat Snyder (415-509-5335)
mathew.snyder@sfgov.org

1650 Mission St.
Suite 400
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CA 94103-2479

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Information:
415.558.6377

ADOPTING FINDINGS OF CONSISTENCY WITH THE GENERAL PLAN AND WITH THE GENERAL PLAN PRIORITY POLICIES OF PLANNING CODE SECTION 101.1 FOR THE PROPOSED REDEVELOPMENT PLAN AMENDMENT TO THE REDEVELOPMENT PLAN FOR THE MISSION BAY SOUTH REDEVELOPMENT PROJECT TO ALLOW FOR A MIX OF HOTEL AND RESIDENTIAL USES ON MISSION BAY SOUTH BLOCKS 29-30, INCREASE THE TOTAL LEASABLE SQUARE FEET OF RETAIL SPACE PERMITTED ON BLOCKS 29-32 IN THE MISSION BAY PLAN AREA, INCREASE THE NUMBER OF HOTELS AND HOTEL ROOMS IN THE MISSION BAY PLAN AREA, AND AUTHORIZE CERTAIN DWELLING UNITS TO BE BUILT ON BLOCKS 29-30 IN THE MISSION BAY PLAN AREA AND ADOPTING ENVIRONMENTAL FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT .

PREAMBLE

Section 4.105 of the City Charter and 2A.53 of Administrative Code require General Plan referrals to the Planning Commission (hereinafter “Commission”) for certain matters, including changes to redevelopment project plans within the City and County of San Francisco, to determine conformity of the proposed redevelopment plan with the General Plan prior to consideration by the Board of Supervisors.

On June 25, 2019, GSW Hotel LLC, a Delaware limited liability company (“Project Sponsor”) submitted a General Plan Referral application for the Redevelopment Plan Amendment for the *Redevelopment Plan for the Mission Bay South Redevelopment Project* (the “Project” or “Redevelopment Plan Amendment”).

The proposed project is part of the Mission Bay South Redevelopment Plan Project (“Mission Bay Project”) for which the former Redevelopment Agency Commission by Resolution No. 190-98 and the Commission by Resolution No. 14696 certified the Mission Bay Final Supplemental Environmental Impact Report (“Mission Bay FSEIR”) on September 17, 1998. The Board of Supervisors affirmed the certification of the FSEIR by Motion No. 98-132, and adopted CEQA findings, including a statement of overriding

considerations and a Mission Bay mitigation monitoring and reporting program in support of various approval actions for the Mission Bay Project, which findings are incorporated in this resolution by this reference.

The Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 (“Event Center Project”) Final Subsequent Environmental Impact Report (“Event Center FSEIR”) analyzed the development of the Event Center Project, and was tiered from the Mission Bay FSEIR. The Commission of the Successor Agency to the former Redevelopment Agency (“Successor Agency Commission”) on November 3, 2015 by Resolution 69-2015 certified the Event Center FSEIR, and on the same date by Resolution No. 70-2015 adopted CEQA findings, including a statement of overriding considerations and a mitigation monitoring and reporting program in support of various approval actions for the Event Center Project. An Addendum to the Event Center FSEIR (the “Addendum”) has been prepared by the Office of Community Investment and Infrastructure, Successor Agency to the SF Redevelopment Agency, in connection with the proposed Redevelopment Plan Amendment. The Addendum concludes that the proposed Redevelopment Plan Amendment is within the scope of the Event Center Project analyzed in the Event Center FSEIR and will not result in any new significant impacts or a substantial increase in the severity of previously identified significant effects that would alter the conclusions reached in the Event Center FSEIR. The Successor Agency Commission certified the Addendum on May 19, 2020 by Resolution No. 05-2020. The Addendum and any supporting documents have been made available to the Commission and the public, and the Addendum is incorporated in this resolution by this reference.

On June 18, 2020, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on General Plan Referral Application No. 2014.1441GPR.

The Commission Secretary is the Custodian of Records, the File for Record No. 2014.1441GPR is located at 1650 Mission Street, Suite 400, San Francisco, California.

The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the applicant, Department staff, and other interested parties.

MOVED, that the Commission hereby finds the Mission Bay South Redevelopment Plan amendments in conformity with the General Plan and the General Plan Priority Findings of Planning Code Section 101.1.

FINDINGS

Having reviewed the material identified in the preamble above, and having heard all testimony and arguments, this Commission finds, concludes, and determines as follows:

1. The above recitals are accurate and constitute findings of the Commission.
2. **Background.** The Mission Bay South Redevelopment Project Area is one of two Redevelopment Project Areas that make up the Mission Bay development, which together, covers 303 acres of land between the San Francisco Bay and Interstate-280; the two Redevelopment Project Areas (and respective Development Plans) were established in 1998 and enable the development of up to 6,514 housing units (approximately 29% affordable), 5 million square feet of commercial space (office/lab uses and the 18,000 seat Event Center), the new UCSF research campus, the 550 bed UCSF medical center, 560,000 square feet of retail, and 41 acres of new public open space.

As Redevelopment Plan Areas established under California Community Redevelopment Law, development is controlled by the respective Redevelopment Plans and their associated Design for Development documents, rather than the Planning Code. Similarly, land use and entitlement decisions are generally made by the Office of Community Investment and Infrastructure (“OCII”), the successor agency to the Redevelopment Agency, or the Commission on Community Investment and Infrastructure (“CCII”), and not by the Planning Department or Planning Commission.

Project Sponsors of development in Mission Bay South are required to pay impact fees as provided in the Redevelopment Plan, which include (1) the School Facilities Impact Fee; (2) the Child Care Requirements; (3) the Art Requirement; and (4) the Transportation Sustainability Fee as well as all new or increased applicable development fees or exactions as outlined in the Redevelopment Plan. The master developer of Mission Bay, FOCIL-MB, LLC and project sponsors, through assignment and assumption agreements, are required to participate in the creation of community benefits and infrastructure through their participation in the Mission Bay Owner Participation Agreement (“OPA”). In Mission Bay South, the master developer FOCIL-MB, LLC, is required to develop 34 acres of Open Space and provide approximately 11.56 acres on 9 parcels of land for the development of 1,218 units of affordable housing.

- 3. Project Description.** The proposal is to amend the Mission Bay South Redevelopment Plan (“South Redevelopment Plan”) to enable the construction of a new hotel / residential project (“Hotel Project”) on Mission Bay South Blocks 29-30, adjacent to Chase Center. The Project would include the construction of a 160-foot tall building that would contain up to 230 hotel rooms and up to 21 residential units (or any combination thereof), along with related accessory uses, such as a banquet hall, fitness center, and the like. The Hotel Project would also include approximately 20,000 gross square feet of retail uses, including restaurants and a spa. The Hotel Project would be located on the northeastern corner of the site, on Blocks 29-30 and would be bordered by Terry Francois Boulevard on its east and Warriors Way on its north.

The following South Redevelopment Plan amendments are required to enable the above Hotel Project: (1) allowing hotel use and dwelling units as principal uses within the Mission Bay South “Commercial Industrial/Retail” land use district for Blocks 29-30 where they are currently not permitted; and (2) increasing the number of allowable hotel projects from one to two and the number of allowable hotel rooms within Mission Bay South. In addition to authorizing the Hotel Project, the amendments also increase the amount of retail leasable square footage by 65,000 square feet to create added flexibility in the design of retail floorplates; the current Redevelopment Plan has a maximum limit of 335,000 square feet with certain restrictions on the size of each retail use. However, in the case of the Event Center Project on Blocks 29-32, 54,000 square feet of this increase is to re-categorize retail space that already exists on Blocks 29-32, which is currently restricted to 5,000 square feet or less in size and through an exemption specified in the Redevelopment Plan, is excluded from the total leasable square feet. The remaining 11,000 square feet will allow existing retail patios at Blocks 29-32 to be partially enclosed.

Separately from the Redevelopment Plan Amendments, but related to them, Amendments to the Design for Development for the Mission Bay South Project Area (hereinafter “D4D”) have been approved by CCII to enable the hotel at its height and dimension at the proposed location. These D4D amendments do not require Planning Commission approval.

Also related to the Redevelopment Plan amendments, an amendment to the Mission Bay South Owner Participation Agreement, (“OPA”) is being processed by the Project Sponsor concurrently with the Redevelopment Plan Amendment that would require any market-rate residential development on Blocks 29-30 to pay an in-lieu fee equal to \$210.47 per square foot of Gross Floor Area of residential use, applied to 30% of the Gross Floor Area of such residential use, for affordable housing. This exceeds the requirements of the City’s Inclusionary Affordable Housing Program, which requires the application of a fee to 20% of the Gross Floor Area. In addition, the OPA amendment would require any hotel development on Blocks 29-30 to pay an in-lieu fee equal to \$22.57 per net new square foot of Gross Floor Area of hotel use to fund affordable housing. This is consistent with the requirements of the City’s Jobs-Housing Linkage Program. (Planning Code Section 413). In addition, GSW has agreed to pay an annual fee of \$175,000 to offset the added costs of maintenance required at Bayfront Park (P22) due to usage by Event Center and Hotel Project guests. Like the D4D Amendments, these OPA amendments do not require Planning Commission approval.

4. **Public Outreach and Comments.** As of May 14, 2020, the Planning Department received one letter of support from UCSF for the Project. In addition, OCII received numerous letters of support for the Project from local residents and small business owners. OCII staff reports that the proposed amendments have been presented to the Mission Bay Citizens Advisory Committee (hereinafter “CAC”) on January 9, 2020 where the CAC voted in favor of the proposed amendments. In addition, the Golden State Warriors have reached out to the following neighborhood organizations: South Beach | Rincon Hill | Mission Bay Neighborhood Association, Dogpatch Neighborhood Association, UCSF, neighboring business community, neighboring residential community, including the Madrone and Radiance, and Potrero Boosters.
5. **General Plan Findings.** The Project is, on balance, consistent with the following Objectives and Policies of the General Plan:

HOUSING ELEMENT

OBJECTIVE 1

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

Policy 1.1

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

Policy 1.8

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

Under the existing land use designation for Blocks 29-30 in the South Redevelopment Plan, no housing would have been provided in the development of Blocks 29-30. The Redevelopment Plan Amendment allows for the option to develop up to 21 residential units and per the OPA the affordable housing requirements will exceed the City’s affordable housing requirements.

Policy 1.10

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

The Project would add up to 21 residential units to the Mission Bay neighborhood, all within walking distance to public transportation serving the City and the region, neighborhood- and City-serving retail and a major employment center. The site is suited for dense, mixed-use development, where residents can commute and satisfy convenience needs without frequent use of a private automobile.

OBJECTIVE 7

SECURE FUNDING AND RESOURCES FOR PERMANENTLY AFFORDABLE HOUSING, INCLUDING INNOVATIVE PROGRAMS THAT ARE NOT SOLELY RELIANT ON TRADITIONAL MECHANISMS OR CAPITAL.

Policy 7.1

Expand the financial resources available for permanently affordable housing, especially permanent sources.

Policy 7.3

Recognize the importance of funds for operations, maintenance and services to the success of affordable housing programs.

Under the existing land use designation for Blocks 29-30 in the South Redevelopment Plan, no affordable housing would have been provided as a result of the development of Blocks 29-30. The Redevelopment Plan Amendment allows for the option to develop up to 21 residential units and per the OPA the affordable housing requirements will exceed the City's affordable housing requirements.

OBJECTIVE 8

BUILD PUBLIC AND PRIVATE SECTOR CAPACITY TO SUPPORT, FACILITATE, PROVIDE AND MAINTAIN AFFORDABLE HOUSING.

Policy 8.1

Support the production and management of permanently affordable housing.

Under the existing land use designation for Blocks 29-30 in the South Redevelopment Plan, no affordable housing would have been provided as a result of the development of Blocks 29-30. The Redevelopment Plan Amendment allows for the option to develop up to 21 residential units and per the OPA the affordable housing requirements will exceed the City's affordable housing requirements.

OBJECTIVE 13

PRIORITIZE SUSTAINABLE DEVELOPMENT IN PLANNING FOR AND CONSTRUCTING NEW HOUSING.

Policy 13.1

Support "smart" regional growth that locates new housing close to jobs and transit.

Policy 13.3

Promote sustainable land use patterns that integrate housing with transportation in order to increase transit, pedestrian, and bicycle mode share.

The Project would provide a mixed-use development suited to an urban context. The up to 21 new households, as well as the numerous hotel guests, would be located within a short walking distance of Muni light rail and bus stations. Development of the site promotes sustainable and “smart” land use patterns, allowing individuals and families to live closer to the City’s employment centers and to rely more heavily on the City and region’s public transportation network. Moreover, given the presence of both City- and neighborhood-serving retail in the vicinity of the Project and throughout Mission Bay North and South, residents would be able to satisfy convenience needs without frequent use of a private automobile.

COMMERCE AND INDUSTRY ELEMENT

OBJECTIVE 6

MAINTAIN AND STRENGTHEN VIABLE NEIGHBORHOOD COMMERCIAL AREAS EASILY ACCESSIBLE TO CITY RESIDENTS.

Policy 6.4

Encourage the location of neighborhood shopping areas throughout the city so that essential retail goods and personal services are accessible to all residents.

Policy 6.10

Promote neighborhood commercial revitalization, including community-based and other economic development efforts where feasible.

By drawing numerous hotel guests and up to 21 new households to the Mission Bay area, the Project would increase demand for both City-serving and neighborhood-serving retail and increase patronage of the existing neighborhood-serving retail located within Mission Bay and adjacent neighborhoods.

OBJECTIVE 8

ENHANCE SAN FRANCISCO’S POSITION AS A NATIONAL CENTER FOR CONVENTIONS AND VISITOR TRADE.

Policy 8.1

Guide the location of additional tourist related activities to minimize their adverse impacts on existing residential, commercial, and industrial activities.

Policy 8.3

Assure that areas of particular visitor attraction are provided with adequate public services for both residents and visitors.

The allowance of a hotel use on Blocks 29-30 would enable a complementary use to the existing Event Center, and create synergies with the surrounding entertainment, office, and retail uses. The hotel use would be located in close proximity to generous new parks and open space and the City’s major transit lines. The new hotel use would be appropriately located while contributing to the entertainment and retail mix of uses.

ENVIRONMENTAL PROTECTION ELEMENT

OBJECTIVE 15

INCREASE THE ENERGY EFFICIENCY OF TRANSPORTATION AND ENCOURAGE LAND USE PATTERNS AND METHODS OF TRANSPORTATION WHICH USE LESS ENERGY.

Policy 15.3

Encourage an urban design pattern that will minimize travel requirements among working, shopping, recreation, school and childcare areas.

The Project site is in a mixed-use neighborhood within walking distance of Muni light rail and bus stations. Development of the site promotes further infill development in Mission Bay South, allowing individuals and families to live closer to the City's employment centers and allowing both hotel guests and residents to rely more heavily on the City and region's public transportation network. Moreover, given the presence of both City-serving and neighborhood-serving retail in the vicinity of the Project and throughout Mission Bay North and South, residents would be able to satisfy convenience needs without frequent use of a private automobile.

AIR QUALITY ELEMENT

OBJECTIVE 3

DECREASE THE AIR QUALITY IMPACTS OF DEVELOPMENT BY COORDINATION OF LAND USE AND TRANSPORTATION DECISIONS.

Policy 3.1

Take advantage of the high density development in San Francisco to improve the transit infrastructure and also encourage high density and compact development where an extensive transportation infrastructure exists.

Policy 3.2

Encourage mixed land use development near transit lines and provide retail and other types of service oriented uses within walking distance to minimize automobile dependent development.

By promoting dense infill development near existing transit, the Project would promote walking and the use of public transportation for daily commuting, entertainment/recreation and convenience needs. By facilitating modes of transportation other than private automobile, the Project's air quality impacts would be reduced.

PROPOSITION M FINDINGS – PLANNING CODE SECTION 101.1

Planning Code Section 101.1 establishes Eight Priority Policies and requires review of discretionary approvals and permits for consistency with said policies. The Project, Redevelopment Plan Amendments to Mission Bay South Redevelopment Plan, is found to be consistent with the Eight Priority Policies as set forth in Planning Code Section 101.1 for the following reasons:

1. That existing neighborhood-serving retail uses be preserved and enhanced and future opportunities for resident employment in and ownership of such businesses enhanced.

The proposed Project would not adversely impact neighborhood-serving retail uses because it would not displace any existing neighborhood-serving retail uses or directly compete with neighborhood-serving retail uses in the Redevelopment Plan area. In fact, the Project would enhance neighborhood-serving retail uses by drawing up to 21 new households and numerous hotel guests to the Mission Bay area, thereby increasing demand for neighborhood-serving retail and increasing patronage of the existing neighborhood-serving retail located within Mission Bay. In addition, construction and operation of the proposed Project could create employment and business opportunity for City residents.

2. That existing housing and neighborhood character be conserved and protected in order to preserve the cultural and economic diversity of our neighborhood.

The proposed Project would have no adverse effect on the City's existing housing stock because the site is part of the Event Center Project, which currently provides no housing. The proposed Project would greatly enhance the character of the neighborhood by bringing new residents and hotel guests to the neighborhood, creating the potential for a more active, dynamic and vibrant neighborhood surrounding the Event Center.

3. That the City's supply of affordable housing be preserved and enhanced.

The proposed Project would preserve and enhance the City's supply of affordable housing through payment of fees that would be available to support affordable housing preservation and production.

4. That commuter traffic not impede MUNI transit service or overburden our streets or neighborhood parking.

Commuter traffic generated by new residents and visitors of the proposed Project would not impede Muni transit service or overburden City streets or parking. The proposed Project would be constructed within walking distance of Muni light rail and bus stations. As confirmed in the Addendum, the proposed Project would not create any significant transportation impacts beyond those identified in the 2015 Event Center FSEIR.

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

The proposed project does not include any commercial office development that could displace industrial or service sectors. The hotel component of the proposed Project would be subject to OCII's first source hiring requirements and would provide ample opportunities for resident employment in the service sector.

6. That the City achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake.

The proposed Project would help the City achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake because the proposed new building would be constructed in accordance with all applicable building codes and regulations with regard to seismic safety.

7. That landmarks and historic buildings be preserved.

The proposed Project will not affect any landmarks or historic buildings. The site is part of the Event Center Project, and there are no landmarked buildings or buildings of historic significance on the site.

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

The Project would have a less than significant effect on parks and open space or their access to sunlight and vista. It should be noted that Mission Bay parks are owned by OCII, and are not subject to Planning Code Section 295.

The Commission conducted a duly noticed public hearing at a regularly scheduled meeting to consider the proposed environmental findings and findings of General Plan conformity on June 18, 2020.

NOW THEREFORE BE IT MOVED, that the Commission has reviewed and considered the CEQA Findings and statement of overriding considerations that the Successor Agency previously adopted in Resolution No. 70-2015, and reviewed and considered the CEQA Findings contained in the Addendum, which the Successor Agency adopted in Resolution No. 05-2020, and hereby adopts these additional CEQA Findings as its own. The Commission additionally finds that: (A) implementation of the Project does not require major revisions in the Event Center FSEIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects; (B) no substantial changes have occurred with respect to the circumstances under which the Event Center Project analyzed in the Event Center FSEIR will be undertaken that would require major revisions to the Event Center FSEIR due to the involvement of new significant environmental effects, or a substantial increase in the severity of effects identified in the Event Center FSEIR; and (C) no new information of substantial importance to the Event Center Project analyzed in the Event Center FSEIR has become available which would indicate that (i) the Project will have significant effects not discussed in the Event Center FSEIR; (ii) significant environmental effects will be substantially more severe; (iii) mitigation measures or alternatives found not feasible which would reduce one or more significant effects have become feasible; or (iv) mitigation measures or alternatives which are considerably different from those in the Event Center FSEIR will substantially reduce one or more significant effects on the environment; and be it,

FURTHER MOVED, that the Commission hereby finds the proposed amendment to the Mission Bay South Redevelopment Plan, as described above, to be consistent with the General Plan of the City and County of San Francisco, including, but not limited to the Housing Element, Commerce and Industry Element, Environmental Projection Element, and Air Quality Element, and is consistent with the eight Priority Policies in City Planning Code Section 101.1 for reasons set forth in this motion.

I hereby certify that the foregoing motion was adopted by the Commission at its meeting on June 18, 2020.



Jonas P. Ionin
Commission Secretary

AYES: Koppel, Diamond, Imperial, Moore, Fung

NOES: None

ABSENT: Chan, Johnson

ADOPTED: June 18, 2020

COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 07-2020

Adopted May 19, 2020

APPROVING AN AMENDMENT TO THE REDEVELOPMENT PLAN FOR THE MISSION BAY SOUTH REDEVELOPMENT PROJECT IN CONNECTION WITH A HOTEL AND RESIDENTIAL DEVELOPMENT ON BLOCKS 29-32; RECOMMENDING ADOPTION OF THE REDEVELOPMENT PLAN AMENDMENT BY THE BOARD OF SUPERVISORS AND SUBMITTING THE RECOMMENDATION, INCLUDING THE REDEVELOPMENT PLAN AMENDMENT, TO THE BOARD OF SUPERVISORS; AND ADOPTING ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA

WHEREAS, On September 17, 1998, the former Redevelopment Agency of the City and County of San Francisco (“Redevelopment Agency”) approved, by Resolution No. 190-98, the Redevelopment Plan for the Mission Bay South Redevelopment Project (“Redevelopment Plan”). The Redevelopment Agency also conditionally authorized, by Resolution No. 193-98, the execution of the Mission Bay South Owner Participation Agreement (“South OPA”) and related documents between Catellus Development Corporation, a Delaware corporation (“Catellus”), and the Redevelopment Agency. On November 2, 1998, the San Francisco Board of Supervisors (“Board of Supervisors”), adopted, by Ordinance No. 335-98, the Redevelopment Plan and amended it on July 9, 2013 by Ordinance 143-13 and on March 6, 2018 by Ordinance 032-18; and,

WHEREAS, On February 1, 2012, state law dissolved the former Redevelopment Agency and required the transfer of certain of its assets and obligations to the Successor Agency to the Redevelopment Agency (“Successor Agency”), commonly known as the Office of Community Investment and Infrastructure (“OCII”) (Cal. Health & Safety Code §§ 34170 et seq., “Redevelopment Dissolution Law”). On June 27, 2012, the Redevelopment Dissolution Law was amended to clarify that successor agencies are separate public entities from the city or county that had originally established a redevelopment agency; and,

WHEREAS, On October 2, 2012 the Board of Supervisors, acting as the legislative body of the Successor Agency, adopted Ordinance No. 215-12 (the “Implementing Ordinance”), which Implementing Ordinance was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that the Successor Agency is a separate legal entity from the City, and (b) established the successor agency commission, the Commission on Community Investment and Infrastructure (“Commission” or “CCII”) and delegated to it the authority to (i) act in place of the Redevelopment Commission to, among other matters, implement, modify, enforce and complete the Redevelopment Agency’s enforceable obligations, (ii) approve all contracts and actions related to the assets transferred to or retained by the Successor Agency, including, without limitation, the authority to exercise land use, development, and design approval and the approval of amendments to redevelopment plans as allowed under the Redevelopment Dissolution Law, and (iii) take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that

this Commission deems appropriate, consistent with the Redevelopment Dissolution Law, to comply with such obligations; and,

WHEREAS, Sections 33450-33458 of the California Health and Safety Code establishes the process for amending a redevelopment plan (hereinafter, Cal. Health & Safety Code §§ 33000 et seq. “Community Redevelopment Law” or “CRL”). This process includes, among other things, a publicly-noticed hearing of the successor agency; environmental review to the extent required, preparation of a report to the legislative body addressing the justification for, and impact of, the plan amendment, adoption of the amendment by the successor agency after the public hearing; referral of the amendment to the planning commission for a determination of General Plan conformity, a publicly-noticed hearing of the legislative body, and the legislative body’s consideration of plan amendment approval after the public hearing; and,

WHEREAS, Mission Bay South Blocks 29-32 is an 11-acre site bounded by Warriors Way on the north, Third Street on the west, 16th Street on the south, and by Terry A. Francois Boulevard on the east; and,

WHEREAS, FOCIL-MB, LLC, (“FOCIL-MB”), a subsidiary of Farallon Capital Management, LLC, has assumed all of Catellus’ obligations under the South OPA, as well as all responsibilities under the related public improvement agreements and land transfer agreements with the City and County of San Francisco (“City”). FOCIL-MB is bound by all terms of the South OPA and related agreements, including the requirements of the affordable housing program, equal opportunity program, and design review process; and,

WHEREAS, FOCIL-MB transferred its ownership interests in Mission Bay South Blocks 29-32 to GSW Arena LLC and GSW ECOP 3P Retail LLC (together, “GSW”), affiliates of Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association team. GSW is the current owner of Blocks 29-32; and,

WHEREAS, The Successor Agency proposes to adopt a third amendment to the Redevelopment Plan, in conjunction with a seventh amendment to the South OPA, which would allow a mixture of hotel and residential uses on Blocks 29-30, increase the number of hotels and hotel rooms in the Mission Bay South Redevelopment Plan Area (“Plan Area”), allocate up to 21 dwelling units to Blocks 29-30, increase the limitation on total retail leasable square feet in the Plan Area and allocated to Blocks 29-32 (“Plan Amendment”). The Plan Amendment does not increase financing limits or the duration of the Redevelopment Plan; and,

WHEREAS, The Plan Amendment would allow, at a maximum, a 230-room hotel and up to 21 residential dwelling units, as principally permitted uses on Blocks 29-30, and provide for a corresponding increase in the total number of hotels and hotel rooms in the Plan Area. The Plan Amendment would also increase the limitation on the total Leasable square footage of retail permitted in the Plan Area from 335,000 square feet to 400,000 square feet, which would include approximately 54,000 Leasable square feet of previously approved retail uses on Blocks 29-32 currently excluded from the calculation of total retail square footage in the Plan Area through various exemptions; and,


- WHEREAS, The Plan Amendment is consistent with Redevelopment Plan objectives to provide flexibility in the development of the Plan Area, to respond readily and appropriately to market conditions, and to strengthen the economic base of the Plan Area; and,
- WHEREAS, Pursuant to Section 33352 of the CRL, the Successor Agency has prepared the Report to the Board of Supervisors on the Plan Amendment (“Report to the Board”) that contains only the information required by Health and Safety Code Section 33352 that is warranted by the scope of the Plan Amendment. The environmental document prepared in conjunction with the consideration of this Plan Amendment has been included as part of the Successor Agency’s Report to the Board, and is more particularly described below; and,
- WHEREAS, On January 9, 2020, the Mission Bay Citizens Advisory Committee considered and recommended approval of the Plan Amendment by the CCII and adoption by the Board of Supervisors; and,
- WHEREAS, Copies of the notice of public hearing were mailed by first-class mail to property owners and all residents and businesses in the Plan Area; and,
- WHEREAS, Copies of the notice of public hearing were mailed, by certified mail, return receipt requested, to the governing body of each taxing agency which receives taxes from property in the Plan Area; and,
- WHEREAS, The Commission held a public hearing on May 19, 2020 on adoption of the Plan Amendment, notice of which was duly and regularly published in a newspaper of general circulation in the City and County of San Francisco once a week for three successive weeks beginning 21 days prior to the date of that hearing, and a copy of that notice and affidavit of publication are on file with the Successor Agency; and,
- WHEREAS, The Commission has provided an opportunity for all persons to be heard and has considered all evidence and testimony presented for or against any and all aspects of the Plan Amendment; and,
- WHEREAS, Development within the Plan Area is subject to an Owner Participation Agreement between the Successor Agency and FOCIL-MB that requires, among other things, that the Successor Agency shall obtain the consent of FOCIL-MB to amend the Redevelopment Plan, which consent has been, or will be, provided prior to approval of the Plan Amendment by the Commission; and,
- WHEREAS, On May 19, 2020, the Commission adopted Resolution No. 05-2020, by which the Commission determined that the Event Center Final Subsequent Environmental Impact Report (“FSEIR”) (therein defined), together with further analysis provided in Addendum No. 1, remains adequate, accurate, and objective and in compliance with the California Environmental Quality Act (California Public Resources Code Sections 21000 et seq., "CEQA") and the CEQA Guidelines (14 California Code of Regulations Sections 15000 et seq.), for purposes of evaluating the potential environmental effects of the Plan Amendment; and,
- WHEREAS, The environmental effects of the Plan Amendment have been analyzed in the environmental documents as described in Commission Resolution No. 05-2020. Copies of the environmental documents are on file with the Commission Secretary; now, therefore be it:

RESOLVED, That the Commission hereby finds that for purposes of compliance with CEQA, the Plan Amendment is included in the actions identified in Resolution No. 05-2020 adopted concurrently with this Resolution; and, be it further

RESOLVED, That in Resolution No. 05-2020, the Commission adopted findings that various actions, including the Plan Amendment, comply with CEQA. Said findings, which are on file with the Commission Secretary, are in furtherance of the actions contemplated in this Resolution and are made part of this Resolution by reference herein; and, be it further

RESOLVED, That the Commission approves the Plan Amendment in the form attached in Exhibit A and recommends forwarding the Plan Amendment to the San Francisco Board of Supervisors for its approval.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of May 19, 2020.



Commission Secretary

Exhibit A: Amendment to the Redevelopment Plan for the Mission Bay South Redevelopment Project

**REDEVELOPMENT PLAN
FOR THE
MISSION BAY SOUTH REDEVELOPMENT PROJECT**



office of

**COMMUNITY INVESTMENT
and INFRASTRUCTURE**

**SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY OF THE
CITY OF SAN FRANCISCO**

**Mission Bay South Redevelopment Plan Approved
and Adopted by the Board of Supervisors of the City
and County of San Francisco
Ordinance No. 335-98, November 2, 1998**

**Amendment Adopted by the Board of Supervisors
of the City and County of San Francisco
Ordinance No. 143-13, July 9, 2013**

**Amendment Adopted by the Board of Supervisors
of the City and County of San Francisco
Ordinance No. 032-18, March 6, 2018**

**Amendment Adopted by the Board of Supervisors
of the City and County of San Francisco
Ordinance No. []-20], [], 2020**

**REDEVELOPMENT PLAN
FOR THE
MISSION BAY SOUTH REDEVELOPMENT PROJECT**

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100 INTRODUCTION

All initially capitalized terms shall have the meaning set forth herein, including Section 304.9 and Attachment 5.

101 Legal Foundation

This is the Redevelopment Plan (the “Plan”) for the Mission Bay South Redevelopment Project in the City and County of San Francisco (the “City”), State of California, and consists of the Text, the Legal Description of the Plan Area (Attachment 1), the Plan Area Map (Attachment 2), the Redevelopment Land Use Map (Attachment 3), the Zone Map (Attachment 3A), Proposed Public Improvements (Attachment 4) and Definitions (Attachment 5). This Plan was prepared by the Redevelopment Agency of the City and County of San Francisco (the “Agency”) pursuant to the Community Redevelopment Law of the State of California (Health and Safety Code Section 33000 *et seq.*), the California Constitution and all applicable local laws and ordinances. The Plan is also referred to as the “Mission Bay South Redevelopment Plan.” The Mission Bay South Project Area covered by this Plan is hereinafter referred to as the Plan Area.

The proposed redevelopment of the Plan Area as described in this Plan is consistent with the Central Waterfront Plan, adopted by the Planning Commission of the City and County of San Francisco (the “Planning Commission”) on September 27, 1990, and other applicable elements of the General Plan for the City and County of San Francisco, in effect on the effective date of this Plan, and is in conformity with the eight Priority Policies of Section 101.1 of the City Planning Code in effect at the date of adoption of this Plan.

This Plan is based upon a Preliminary Plan formulated and adopted by the Planning Commission by **Motion No. 14483**, on October 23, 1997. It provides the Agency with the powers, duties, and obligations to implement and further the program generally formulated in this Plan for the redevelopment, rehabilitation, and revitalization of the Plan Area. This Plan sets forth the objectives and the basic land use controls within which specific redevelopment activities in the Plan Area will be pursued. It is consistent with provisions of the Community Redevelopment Law in effect at the date of adoption of this Plan.

This Plan and the other Plan Documents, including the Design for Development, shall supersede the San Francisco Planning Code in its entirety, except as otherwise provided herein.

Regardless of any future action by the City or the Agency, whether by ordinance, resolution, initiative or otherwise, the rules, regulations, and official policies applicable to and governing the overall design, construction, fees, use or other aspect of development of the Plan Area shall be (i) this Plan and the other applicable Plan Documents, (ii) to the extent not inconsistent therewith or not superseded by this Plan, the Existing City Regulations and (iii) any new or changed City Regulations permitted under this Plan.

102 Relationship of Plan to Plan Documents

This Plan is enacted to establish the powers, duties, and obligations to implement and further the program generally formulated in this Plan. All real property in the Plan Area is made subject to the controls and requirements of this Plan, and the other applicable Plan Documents.

In order to facilitate the implementation of this Plan, the City and the Agency have entered into the Mission Bay South Interagency Cooperation Agreement (“ICA”). The ICA is intended to provide the framework for cooperation among various City Agencies and the Agency in accordance with this Plan and the other applicable Plan Documents with respect to the review and approval of development authorizations in the Plan Area and, where appropriate, to facilitate cooperation of the City Agencies in issuance of those permits, approvals, agreements and entitlements at each applicable stage of development.

103 Redevelopment Project Objectives

The purposes of the Community Redevelopment Law, which will be attained through, and the major objectives of this Plan are:

- A. Eliminating blighting influences and correcting environmental deficiencies in the Plan Area, including, but not limited to, abnormally high vacancies, abandoned buildings, incompatible land uses, depreciated or stagnant property values, and inadequate or deteriorated public improvements, facilities and utilities.
- B. Retaining and promoting, within the City and County of San Francisco, academic and research activities associated with the University of California San Francisco (“UCSF”), which seeks to provide space for existing and new programs and consolidate academic and support units from many dispersed sites at a single major new site which can accommodate the 2,650,000 square foot program analyzed in the UCSF Long Range Development Plan.
- C. Assembling land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation in the Plan Area.
- D. Replanning, redesigning and developing undeveloped and underdeveloped areas which are improperly utilized.
- E. Providing flexibility in the development of the Plan Area to respond readily and appropriately to market conditions.
- F. Providing opportunities for participation by owners in the redevelopment of their properties.
- G. Strengthening the community’s supply of housing by facilitating economically feasible, affordable housing through installation of needed site improvements and expansion and improvement of the housing supply by the

construction of up to approximately 3,440 very low-, low- and moderate-income and market-rate units, including approximately 1,100 units of very low-, low- and moderate-income housing.

H. Strengthening the economic base of the Plan Area and the community by strengthening retail and other commercial functions in the Plan Area through the addition of up to approximately ~~335,000~~400,000 Leasable square feet of retail space ~~and~~, a hotel of up to 500 rooms and associated uses [in the Hotel land use district](#), depending on the amount of residential uses constructed in the Hotel land use district, [a hotel of up to 230 rooms and associated uses on Blocks 29-30 in the Commercial Industrial/Retail land use district](#), and about 5,953,600 Leasable square feet of mixed office, research and development and light manufacturing uses.

I. Facilitating emerging commercial-industrial sectors including those expected to emerge or expand due to their proximity to the UCSF new site, such as research and development, bio-technical research, telecommunications, business service, multi-media services, and related light industrial, through improvement of transportation access to commercial and industrial areas, improvement of safety within the Plan Area, and the installation of needed site improvements to stimulate new commercial and industrial expansion, employment, and economic growth.

J. Facilitating public transit opportunities to and within the Plan Area to the extent feasible.

K. Providing land in an amount of approximately 41 acres for a variety of publicly accessible open spaces.

L. Achieving the objectives described above in the most expeditious manner feasible.

104 Planning Objectives and Policies

The Central Waterfront Plan of the San Francisco General Plan sets forth broad land use planning objectives and policies for the entire Central Waterfront, of which Mission Bay South is a part. In addition to the redevelopment objectives listed in Section 103, the following planning objectives and policies provide a more detailed treatment of the basic General Plan objectives and policies for the Plan Area, and will guide the uses permitted in the Plan Area, the construction of facilities therein, and other physical development of the Plan Area. Application of these objectives and policies is a concerted effort to recognize the positive attributes of the City, to enhance and conserve those attributes, and to improve the quality of the living environment based on human needs. This Plan implements the following to the extent feasible:

A. LAND USE

Objective 1 Create a vibrant urban community in Mission Bay South which incorporates a variety of uses including medical research, office, business

services, retail, entertainment, hotel, light industrial, education, utility, housing, recreation and open space, and community facilities.

Policy 1 Consider land use compatibility in siting the various uses.

Policy 2 Integrate Mission Bay South land uses, scale and circulation systems with surrounding districts and San Francisco Bay.

Policy 3 Create a variety of retail and other visitor-serving uses that benefit residents, workers and visitors, including regional retail, entertainment, recreational, and hotel uses.

Policy 4 Where appropriate, encourage the siting of ground floor neighborhood-serving retail and personal service uses in locations convenient to serve Mission Bay South businesses, residents, visitors and working populations, and/or encourage the siting of other pedestrian-interest activities along pedestrian pathways, at major intersections and at transit stops.

Policy 5 Where appropriate, design building forms and ground floor uses that enliven and activate streets and open space and which provide visual interaction between building occupants and pedestrians (“eyes on the street”) for safety and security.

Objective 2 Assure that adequate community services and facilities are provided for Mission Bay South residents and working population.

Policy 1 Provide for general community services and recreational facilities at a scale appropriate to serve Mission Bay South.

Policy 2 Include adequate public improvements, utilities and amenities.

B. URBAN DESIGN

Objective 3 Emphasize in Mission Bay South the characteristic San Francisco development patterns, which give its neighborhoods image and means of orientation.

Policy 1 Provide pedestrian scale and interest in ground floor treatments of buildings through the use of treatments such as clear glass fenestration, cornice treatments and detailed facades.

Policy 2 Design in consideration of protecting major views of the Bay, the Bay Bridge and the Downtown skyline from Mission Bay South and, if feasible, the elevated 1-280 freeway along Mission Bay South, using street view corridors, open space, the careful placement of building forms and building massing.

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Policy 3 Create a visual and physical access to San Francisco Bay and the channel of China Basin.

Policy 4 Recognize that buildings, open spaces and view corridors, seen together, will create the character of Mission Bay South.

Policy 5 Achieve high quality design for buildings and landscaping.

Policy 6 Emphasize the importance of intersections by encouraging higher density uses, taller buildings (one to two stories or the tallest portion of buildings) and architectural variety on street corners.

Policy 7 Avoid extreme contrasts in color, shape and other characteristics, which will cause new buildings to stand out in excess of their public importance.

Policy 8 Promote building forms that enhance sun exposure on public open spaces.

Objective 4 Create a building form for the Mission Bay South area such that the scale of new development relates to the adjacent waterfront and to adjacent buildings.

Policy 1 Building heights should decrease as they approach the water's edge.

Policy 2 Provide variety in building design within a block to break up the perception of bulk and to achieve a visually interesting streetscape.

C. NEIGHBORHOOD ENVIRONMENT

Objective 5 Develop new residential neighborhoods in consideration of the character and quality of traditional San Francisco neighborhoods.

Policy 1 Create a pattern of buildings built to the front property line so that building facades generally define streets and public places.

Policy 2 As appropriate to the neighborhood, provide on-street parking in the manner typical throughout the City. Limit the amount of curb cut and garage door access to off-street parking in housing blocks.

Policy 3 Whenever possible, orient housing entrances toward the street or walkway.

Policy 4 Screen parking garages at-grade along streets with retail, housing, art elements or landscape treatments.

Policy 5 Encourage social interaction by use of outdoor common areas for horizontal circulation in residential blocks, when feasible.

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Policy 6 Provide adequate active outdoor recreation spaces, including passive recreational spaces, and facilities for the area's residential population.

Policy 7 Provide for building security through street orientation of housing, housing design and adequate street lighting.

Policy 8 Provide for pedestrian and open space security through visibility of public spaces and avoid obscured spaces with little sense of proprietorship.

Policy 9 Design buildings in consideration of noise and traffic in the area. Such design can include measures such as placing residential units above a podium of parking or commercial uses, installing double-glazed windows and using sound attenuation construction methods and materials along the traffic-facing walls, placing sleeping quarters away from noise sources, and installing varieties of trees that tolerate traffic impacts.

D. RECREATION AND OPEN SPACE

Objective 6 Provide a variety of open spaces adequate to serve the Mission Bay South community and to augment the City's open space network.

Policy 1 Create parks, open space and recreational facilities within a comfortable walking/wheelchair traveling distance to serve the needs of Mission Bay South residents, workers and visitors of all ages and that are accessible to everyone, including the physically disabled and the elderly.

Policy 2 Create an open space network which provides walking, jogging and bicycle paths between recreation and open space areas throughout Mission Bay South, and provide connections to City-wide pedestrian, bicycle and open space networks, where applicable.

Policy 3 Orient development and parks, public and private open space, and pedestrian areas to facilitate solar access and wind protection for public open space where feasible and consistent with the land uses and intensities contemplated by this Plan.

Policy 4 Enhance parks and open spaces by maintaining view corridors from such areas.

E. COMMERCE AND INDUSTRY

Objective 7 Maintain, enhance and diversify a sound and dynamic economic base for Mission Bay South and the City.

Policy 1 Encourage the siting of educational institutions, medical research and development, retail, multi-media/ telecommunications, recreational, entertainment and public and private utility uses at Mission Bay South in a manner compatible with adjacent uses.

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Policy 2 Encourage complementary support services to Mission Bay South such as office, light industrial, business service and neighborhood-serving retail in order to add to the economic diversity of the area and the City.

Objective 8 Expand employment opportunities in Mission Bay South for San Francisco residents.

Policy 1 Promote the creation of jobs for a highly skilled and professional work force.

Policy 2 Promote efforts to attract, retain and expand employment improvement opportunities for unskilled and semi-skilled workers.

F. TRANSPORTATION

Objective 9 Establish a street system, which is consistent in function and design with the character and use of adjacent land and efficient traffic flow.

Policy 1 Design the Mission Bay South street system in consideration of the layout of surrounding City streets consistent with the Infrastructure Plan for Mission Bay South.

Policy 2 Design the Mission Bay South streets (curb to curb) to the minimum scale necessary to provide required movement, parking, transit, bicycle and access functions.

Policy 3 Establish a truck route system to facilitate truck movements within and through Mission Bay South.

Policy 4 Within a “Transit First” environment, provide parking facilities in consideration of the needs of residents, workers, visitors and their service providers.

Policy 5 Explore opportunities for shared use of parking facilities, both day and night.

Objective 10 Accommodate the expansion of transit services to, from, through and within Mission Bay South.

Policy 1 Work with transit providers to coordinate the siting of transit stops at locations serving high-density uses.

Policy 2 Encourage the siting of shelters, and retail and personal service uses at or near transit stops.

Objective 11 Provide for the safe and convenient use of the bicycle as a means of transportation and recreation.

Objective 12 Provide for convenient, safe, and pleasant pedestrian circulation.

Policy 1 Recognize the importance of the pedestrian environment in the street level design of buildings.

Policy 2 Where appropriate, provide for public pedestrian-dominated streets with limited vehicular access.

Policy 3 Ensure quality street level environments, including street furniture.

Policy 4 Expand and enhance pedestrian access to San Francisco Bay and to the channel of China Basin.

200 DESCRIPTION OF THE PLAN AREA

The boundaries of the Plan Area are described in the “Legal Description of the Plan Area,” attached as Attachment I and shown on the “Plan Area Map,” attached as Attachment 2.

300 USES PERMITTED IN THE PLAN AREA

301 Redevelopment Land Use Map

The “Redevelopment Land Use Map,” attached hereto as Attachment 3, illustrates the location of the Plan Area boundaries, major streets within the Plan Area and the proposed land uses to be permitted in the Plan Area.

302 Designated Land Uses

Land uses are permitted in the Plan Area as either principal or secondary uses as provided below. Principal uses shall be permitted in the Plan Area in the particular land use district as set forth in Sections 302.1 through 302.7 of this Plan, in accordance with the provisions of this Plan.

Secondary uses shall be permitted in a particular land use district as set forth in Sections 302.1, 302.3 and 302.4, provided that such use generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan and is determined by the Executive Director to make a positive contribution to the character of the Plan Area, based on a finding of consistency with the following criterion: the secondary use, at the size and intensity contemplated and at the proposed location, will provide a development that is necessary or desirable for, and compatible with, the neighborhood or the community.

302.1 Mission Bay South Residential

The Mission Bay South Residential land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of residential uses and compatible local-serving retail and other uses which can be in mixed use facilities.

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- A. The following principal uses are permitted in the Mission Bay South Residential district:

Dwelling Units

Retail Sales and Services:

- Local-Serving Business, excluding Bars, aerobics studios, and dry- cleaning facilities that conduct onsite dry-cleaning operations
- Restaurants
- Automobile Rental

Arts Activities and Spaces:

- Arts activities in ground floor commercial spaces and/or in Live/Work Units

Office Use:

- Local-Serving Business above the ground floor

Home and Business Services:

- Catering Establishment
- Household and business repair
- Interior decorating shop

Other Uses:

- Family Child Care Facility
- Home Occupation
- Live/Work Units
- Open Recreation
- Outdoor Activity Area
- Parking
- Automated Teller Machines (ATMs)
- Telecommunications antenna and equipment
- Installation of tower or antenna for reception of radio and television for benefit of building occupants

- B. The following secondary uses shall be permitted in the Mission Bay South Residential district if the criteria set forth in this Section 302 are met:

Institutions, including but not limited to:

- Local-Serving Child Care Facility
- Small residential care facility licensed by the State
- Small social service/philanthropic facility
- Small vocational/job training facility
- Church/religious institution

Retail Sales and Services:

- Aerobics studios

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Animal Care:

Animal Services in enclosed building

Office Use:

Local-Serving Business on the ground floor

Other Uses:

Walk-Up Facility, except ATMs

Commercial wireless transmitting, receiving or relay facility with these reports if required

302.2 Hotel

The Hotel land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of primarily hotel, retail sales, destination retail, assembly and entertainment with compatible other uses, excluding Theaters.

The following principal uses are permitted in the Hotel district:

Retail Sales and Services:

Tourist Hotel

All Retail Sales and Services, including Bars and aerobic studios and excluding dry-cleaning facilities that conduct onsite dry-cleaning operations

Restaurants

Automobile Rental

Art Activities and Spaces

Assembly and Entertainment:

Amusement Enterprise

Nighttime Entertainment

Recreation building

Institutions:

Local-Serving Child Care Facility

Home and business services:

Catering Establishment

Animal Care:

Animal Services in enclosed building

Other Uses:

Open Recreation

Outdoor Activity Area

Parking

Walk-Up Facility, including ATMs

Commercial wireless transmitting, receiving or relay facility with required
EMR reports
Telecommunications antenna and equipment
Installation of tower or antenna for reception of radio and television for
benefit of building occupants

The following secondary uses shall be permitted in the Hotel district if the criterion for a secondary use as set forth in Section 302 is met:

Dwelling Units, as long as they do not preclude within the Hotel land use district the development of an economically feasible hotel (subject to the limitations in Section 304.5 of this Plan) that will comply with the Design for Development and other Plan Documents, which determination the Agency shall make at the time it approves any dwelling units in the Hotel land use district.

302.3 Commercial Industrial

The Commercial Industrial land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of Commercial Industrial uses, including Manufacturing, Office Use, Animal Care facilities, Wholesaling and Other Uses, as described below. This district also includes compatible local-serving retail and personal services (excluding Theaters), consisting of the balance of the uses discussed below.

A. The following principal uses are permitted in the Commercial Industrial district:

Manufacturing (including office space and administrative uses associated therewith):

Light manufacturing uses involving assembly, packaging, repairing or
processing of previously prepared materials
Software development and multimedia
Industrial or chemical research or testing laboratory
Medical research and bio-technical research facility
Experimental laboratory

Institutions:

Vocational/job training facility

Retail Sales and Services:

Local-Serving Business, including Bars and aerobics studios
Automobile Rental

Arts Activities and Spaces

Office Use

Home and business services:

Blueprinting shop

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- Building, plumbing, electrical, printing, roofing, furnace, or pest-control contractor's office
- Carpenter shop, sheet metal fabrication
- Household and business repair shop
- Multi-media business services
- Newspaper publication, desktop publishing
- Printing shop
- Sign-painting shop

Animal Care:

- Animal Services in enclosed building
- Animal care facilities for animal housing, handling, treatment, transport
- Commercial kennel

Wholesaling:

- Storage of household or business goods in enclosed building
- Wholesale Sales and Services in enclosed building
- Wholesale storage warehouse
- Cold storage plant

Automotive:

- Automobile service station
- Automobile wash

Other Uses:

- Greenhouse or plant nursery
- Open Recreation
- Outdoor Activity Area
- Parking
- Walk-Up Facility, including ATMs
- Commercial wireless transmitting, receiving or relay facility with required EMR reports
- Telecommunications antenna and equipment
- Installation of tower or antenna for reception of radio and television for benefit of building occupants

- B. The following secondary uses shall be permitted in the Commercial Industrial district if the criteria set forth in this Section 302 are met:

Institutions, including but not limited to the following:

- Clinic for outpatient care
- Local-Serving Child Care Facility
- Post secondary school
- Social service/philanthropic facility
- Church/religious institution
- Clubhouse
- Lodge building

Meeting hall

Assembly and Entertainment:
Nighttime Entertainment
Recreation building

Other Uses:
Public structure or use of a nonindustrial character

302.4 Commercial Industrial/Retail

The Commercial Industrial/Retail land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of industrial, commercial and office uses, retail and compatible other uses, excluding theaters, which can be in mixed-use facilities. The definitions of “Commercial Industrial” and “Retail” are as provided in Section 302.3.

A. The following principal uses are permitted in the Commercial Industrial/Retail district:

Manufacturing (including office space and administrative uses associated therewith):

Light manufacturing uses involving assembly, packaging, repairing or processing of previously prepared materials
Software development and multimedia
Industrial or chemical research or testing laboratory
Medical research and bio-technical research facility
Experimental laboratory

Institutions:

Vocational/job training facility

Retail Sales and Services:

All Retail Sales and Services, including Bars and aerobic studios
Restaurants
Automobile Rental
[Tourist Hotel \(Blocks 29-30 only\)](#)

Arts Activities and Spaces

Office Use

Home and business services:

Blueprinting shop
Building, plumbing, electrical, printing, roofing, furnace, or pest-control contractor’s office
Carpenter shop, sheet metal fabrication
Household and business repair shop
Multi-media business services
Newspaper publication, desktop publishing

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Printing shop
Sign-painting shop

Animal Care:

Animal Services in enclosed building
Animal care facilities for animal housing, handling, treatment, transport
Commercial kennel

Wholesaling:

Storage of household or business goods in enclosed building
Wholesale Sales and Services in enclosed building
Wholesale storage warehouse
Cold storage plant

Automotive:

Automobile service station
Automobile wash

Dwelling Units (Blocks 29-30 only)

Other Uses:

Greenhouse or plant nursery
Open Recreation
Outdoor Activity Area
Parking
Walk-Up Facility, including ATMs
Commercial wireless transmitting, receiving or relay facility with required
EMR reports
Telecommunications antenna and equipment
Installation of tower or antenna for reception or radio and television for
benefit of building occupants

- B. The following secondary uses shall be permitted in the Commercial Industrial/Retail district if the criteria set forth in this Section 302 are met:

Institutions, including but not limited to:

Local-Serving Child Care Facility
Social service/philanthropic facility
Church/religious institution
Clinic for outpatient care
Post secondary school
Clubhouse
Lodge building
Meeting hall

Assembly and Entertainment:

Nighttime Entertainment
Recreation building

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Other Uses:

Public structure or use of a nonindustrial character

302.5 UCSF

The UCSF land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of institutional and academic uses as outlined in the 1996 Long Range Development Plan (“LRDP”). The land use district includes a proposed approximately 2.2-acre San Francisco Unified School District public school site. (Refer to Section 403 herein regarding cooperation between UCSF and the Agency.) The following indicates the type of uses, as defined in the UCSF LRDP, that will be developed by The Regents in the UCSF land use district, and which are generally consistent with the uses contemplated under this Plan:

Instruction:

Auditoriums, classrooms, seminar rooms
Teaching laboratories

Research:

Medical and biomedical laboratory facilities
Office-based or computer-based research facilities
Cold rooms, glass wash, microscopy areas, and other instrument areas

Clinical:

Community-serving clinic for outpatient care

Academic Support:

Animal care facilities for animal housing, handling, treatment, transport
Library and library facilities
Multimedia business services
Newspaper publication, desktop publishing

Academic/Campus Administration:

Administrative offices and administrative service
Academic offices and academic department/school facilities
Non-academic offices such as police and personnel offices

Campus Community:

Arts activities
Local-serving business and professional service
Local-serving child care facility
Elementary school or secondary school
Local-serving retail business or personal service establishments
Social service/philanthropic facility
Meeting hall
Recreation building
Open recreation/open space
Public structure or use of a non-industrial character

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Logistics:

- Automatic laundry
- Dry-cleaning establishment and hand-ironing establishment
- Hospital laundry plant
- Blueprinting shop
- Building, plumbing, electrical, printing, roofing, or pest-control office
- Carpenter shop, sheet metal fabrication
- Printing shop
- Sign-painting shop
- Service yard
- Storage building
- Cold storage plant
- Utility plant
- Installation of tower or antenna for reception
- Uses accessory to and supportive of the principal uses within a building

302.6 Mission Bay South Public Facility

The Mission Bay South Public Facility land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of land other than housing sites or open space owned by a governmental agency or other public or semi-public entity and in some form of public or semi-public use.

The following principal uses are permitted in the Mission Bay South Public Facility district:

- Fire/Police station
- Open lot or enclosed Storage
- Railroad tracks and related facilities
- Other public structure or use

302.7 Mission Bay South Open Space

The Mission Bay South Open Space land use district, shown on the Redevelopment Land Use Map (Attachment 3), consists of a comprehensive system of open spaces, including parks, plazas, and open space corridors. Only recreational uses and uses accessory to and supportive of recreational use are permitted in this district including, but not limited to, accessory parking,

kiosks and pushcarts; except that a facility containing up to 13,637 Leasable square feet of retail uses on a development footprint not to exceed 7,500 gross square feet may be constructed on parcel P22 on Attachment 2.

303 Other Land Uses

303.1 Public Rights-of-Way

As illustrated on the Redevelopment Land Use Map (Attachment 3) the major public streets within the Plan Area include: Owens Street, Third Street, Terry Francois Boulevard,

Channel Street, Sixteenth Street, and Mariposa Street. Up to five new east-west major streets will be created between Channel Street and Sixteenth Street. Alignments are not exact and are shown on the Redevelopment Land Use Map for illustrative purposes.

Fourth Street will be realigned and extended from the channel of Mission Creek to Mariposa Street; Owens Street will be extended from Sixteenth Street to Mariposa Street; and Channel Street will be extended from Fourth Street to Third Street. Other existing streets, alleys and easements may be abandoned, closed or modified as necessary for proper development of the Plan Area.

Any changes in the existing street layout within the Plan Area, and in the event that Agency funding is used, outside of the Plan Area, shall be in accordance with the objectives of this Plan.

The public rights-of-way may be used for railroad, vehicular and/or pedestrian traffic, as well as for public improvements, public and private utilities and activities typically found in public rights-of-way. Railroad rights-of-way are allowed in any land use district.

Railroad rights-of-way may be outside the street rights-of-way.

303.2 Other Public and Semi-Public Uses

In any area shown on the Redevelopment Land Use Map (Attachment 3), the Agency is authorized to permit the maintenance, establishment or enlargement of utility easements and boxes and equipment appurtenant thereto. Other permitted public uses are specified in Sections 302.6 and 302.7 of this Plan.

303.3 Temporary and Interim Uses

Pending the ultimate development of land consistent with the land use program described in Attachment 3, certain interim and temporary uses are authorized as follows:

- A. Temporary Uses: The following uses are authorized as of right pursuant to this Plan for a period not to exceed ninety (90) days:
 - Booth for charitable, patriotic or welfare purposes;
 - Exhibition, celebration, festival, circus or neighborhood carnival;
 - Open Air Sales of agriculturally produced seasonal decorations including, but not necessarily limited to, Christmas trees and Halloween pumpkins;
 - Convention staging;
 - Parking; and
 - Truck parking and loading.
- B. Interim Uses: Interim Uses of over ninety (90) days may be authorized for an initial time period to be determined by the Executive Director of the Agency not to exceed fifteen (15) years, upon a determination by the Executive Director that the authorized uses will not impede the orderly development of the Plan Area as contemplated in this Plan. Extensions of this approval period may be authorized

by the Executive Director in increments of up to five (5) year periods, subject to the same determination as required for the initial period. Permissible interim uses are as follows:

Rental or sales office incidental to a new development, provided that it be located in the development or a temporary structure;

Structures and uses incidental to environmental cleanup and staging;

Temporary structures and uses incidental to the demolition or construction of a structure, building, infrastructure, group of buildings, or open space, including but not limited to construction staging of materials and equipment;

Storage;

Parking; and

Truck Parking.

- C. Interim Pacific Bell Ballpark Parking: Interim parking associated with the Pacific Bell (San Francisco Giants) Ballpark within the Plan Area which was previously approved by the City Zoning Administrator is permitted as a matter of right, pursuant to the terms and conditions of the Zoning Administrator letter. Extensions of the original approval shall be governed by Section 303.3(B).

303.4 Nonconforming Uses

The Agency shall provide for the reasonable continuance, modification and/or termination of nonconformities as provided in this Section 303.4 to promote compatibility of uses, eliminate blighting conditions and effectuate the purposes, goals, and objectives of this Plan. The Agency shall permit the continuation of existing, nonconforming uses and structures for (1) 15 years after the date of adoption of this plan; or (2) for such use in fully enclosed warehouse buildings east of Third Street for an initial period through February 27, 2001 with an additional period of at least 25 years after the expiration of this initial period. In either case, the Executive Director is authorized to grant extensions of time if he/she determines that the extension will not impede the orderly development of the Plan Area. No extension shall be for a period in excess of two years. Successive extensions, subject to the same limitations, may be granted upon new application.

The Executive Director may authorize additions, alterations, reconstruction, rehabilitation, or changes in use through uses or structures which do not conform to the provisions of this Plan, subject to the same determination as is provided above for extensions of the nonconforming use period.

304 General Controls and Limitations

All real property in the Plan Area is made subject to the controls and requirements of this Plan. No real property shall be developed or rehabilitated after the date of the adoption of this Plan, except in conformance with the provisions of this Plan and the other applicable Plan Documents.

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304.1 Construction

All construction in the Plan Area shall comply with the provisions of Section 306 of this Plan, the applicable Plan Documents, and all applicable laws.

304.2 Rehabilitation and Retention of Properties

Any existing structure within the Plan Area approved by the Agency for retention and rehabilitation shall be repaired, altered, reconstructed or rehabilitated in such a manner that it will be safe and sound in all physical respects and be attractive in appearance and not detrimental to the surrounding uses.

304.3 Limitation on the Number of Buildings

The number of Buildings in the Plan Area shall not exceed 500.

304.4 Number of Dwelling Units

The number of Dwelling Units ~~presently~~ in the Plan Area ~~is currently none, and~~ shall be approximately 3,440 under this Plan. Of those 3,440 Dwelling Units, 350 are allocated to the Hotel land use district and cannot be constructed on any site other than Block 1, and up to 21 are allocated to Blocks 29-30 in the Commercial Industrial/Retail land use district and cannot be constructed on any site other than Blocks 29-30, with the remaining Dwelling Units allocated to the Mission Bay South Residential land use district. The total number of Dwelling Units that may be constructed within the Hotel land use district must not exceed 350 Dwelling Units and must not preclude the development of a hotel within the Hotel land use district as provided for in Section 302.2. Further, inclusion of Dwelling Units within the Hotel land use district will reduce the total number of hotel size rooms and Leasable square footage of retail allowed in the ~~Plan Area~~Hotel land use district as provided for in Section 304.5.

304.5 Limitation on Type, Size and Height of Buildings

The type of buildings may be as permitted in the Building Code as in effect from time to time. Approximately ~~335,000~~400,000 Leasable square feet of retail space, ~~an up to~~ 500-room hotel in the Hotel land use district and an up to 230-room hotel on Blocks 29-30 in the Commercial Industrial/Retail land use district, including associated uses such as retail, banquet and conferencing facilities, approximately 5,953,600 Leasable square feet of mixed office, research and development and light manufacturing uses, with about 2,650,000 square feet of UCSF instructional, research and support uses are allowed in the Plan Area.

The 5,953,600 Leasable square feet is allocated to the Zones depicted on Attachment 3A as follows: 504,000 Zone B; 414,000 Zone C; 35,600 Zone D. The balance is permitted in Zone A and on other sites designated Commercial Industrial on Attachment 3. In addition to the 5,953,600 Leasable square feet of Commercial Industrial uses, up to 45,000 Leasable square feet of such Commercial Industrial uses are permitted in Zone B and 36,000 Leasable square feet in Zone C, respectively, in lieu of all or a portion of the retail allocations provided below for such zones; provided, however, that the total development programs for Zones B and C shall not exceed 549,000 and 450,000 Leasable square feet, respectively.

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Of the ~~335,000~~400,000 Leasable square feet, up to ~~105,700~~170,700 Leasable square feet may be City-serving retail, allocated as follows: ~~20,700~~85,700 on blocks 29, 30, 31, 32 and 36 in Zone A (except that approximately 65,000 Leasable square feet of such City-serving retail may only be located on Blocks 29-32); 45,000 Zone B; 36,000 Zone C; 4,000 Zone D. The balance of the permitted retail use, 229,300 Leasable square feet, is allocated as follows: 50,000 entertainment/neighborhood-serving retail in the Hotel district, 159,300 neighborhood-serving retail in Zone A and sites designated Commercial or Mission Bay South Residential on Attachment 3 in the Plan Area, and 20,000 neighborhood-serving retail on Agency-sponsored affordable housing sites.

In addition to the maximum densities described above, the following uses are permitted: (a) a total of up to approximately 10,000 additional Leasable square feet of neighborhood-serving retail uses on Agency-sponsored affordable housing sites (bringing the total permitted allocation of neighborhood-serving retail on Agency-sponsored affordable housing sites to 30,000 Leasable square feet); and (b) an up to approximately 13,637 Leasable square foot retail facility on parcel P22 on Attachment 2.

The floor area ratio for Commercial Industrial and Commercial Industrial/Retail shall be a maximum of 2.9:1, averaged over the entire area of these two land use districts combined, except that the area in Zones B-D shall be excluded from the calculation. The floor area ratio for Zones B-D shall be a maximum of 2.9:1, calculated separately for each Zone. Maximum building height within the Plan Area is 160 feet.

If Dwelling Units are constructed within the Hotel land use district, the maximum size of the hotel within the Hotel land use district will be reduced to 250 rooms and the maximum amount of retail square footage within the Hotel land use district will be reduced to 25,000 Leasable square feet.

304.6 Open Space

Open space to be provided in the Plan Area is the total of all public open spaces and shall be approximately 41 acres, including approximately 8 acres of publicly accessible open space that will be provided within the UCSF land use district.

304.7 Utilities

All utilities within the Plan Area, and in the event Agency funding is used, outside of the Plan Area, shall be placed underground whenever physically and economically feasible.

304.8 Nondiscrimination and Nonsegregation

There shall be no discrimination or segregation based upon race, color, creed, religion, sex, gender identity, sexual orientation, age, marital or domestic partner status, national origin or ancestry, or disability including HIV/AIDS status permitted in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of property in the Plan Area.

304.9 Fees and Exactions: All Plan Area Property Excepting X2, X3 and X4

The following provisions shall apply to all property in the Plan Area excepting the property designated X2, X3 and X4 on Attachment 2 and parcels utilized as affordable housing developed by Agency-sponsored entities.

- A. Definitions: For purposes of this Section 304.9 only, the definitions below shall apply.

Administrative Fee. Any fee charged by any City Agency or the Agency in effect at the time of submission for the processing of any application for Building Permits, subdivision maps, other City regulatory actions or approvals for a Major Phase or Project in the Plan Area that are generally applicable on a City-wide basis for similar land uses.

Art Requirement. The installation and maintenance of works of art costing an amount equal to 1 percent of the hard costs of initial construction (excluding therefrom the costs of Infrastructure and tenant improvements) of a Project for retail or commercial uses exceeding 25,000 gross square feet of floor area prior to the issuance of the first certificate of occupancy or such later time as may be determined by the Agency not to exceed one year thereafter; provided, however, that where the works of art are proposed to be included within an Open Space Parcel, such installation may occur any time prior to completion of the improvements to the Open Space Parcel. Such works may include sculpture, bas-relief, murals, mosaics, decorative water features, fountains, tapestries or other artwork and shall be located in and permanently affixed to a Project, its grounds or an Open Space Parcel or the surrounding area.

Child Care Requirements. The requirements set forth in City Planning Code Section 314.

City-Wide. All privately-owned property within (1) the territorial limits of the City or (2) any designated use district or use classification of the City so long as (a) any such use district or use classification includes more than an insubstantial amount of affected private property other than affected private property within the Plan Area and the Mission Bay North Plan Area, (b) the use district or use classification includes all private property within the use district or use classification that receives the general or special benefits of, or causes the burdens that occasion the need for, the new City Regulation or Development Fees or Exactions, and (c) the cost of compliance with the new City Regulation or

Development Fee or Exaction applicable to the same type of use in the Plan Area (or portion thereof) does not exceed the proportional benefits to, or the proportional burdens caused by private development of that type of use in, the Plan Area (or portion thereof).

Development Fees or Exactions. A monetary or other exaction including in-kind contributions, other than a tax or special assessment or Administrative Fee, which is charged by the Agency or any City Agency in connection with any permit, approval, agreement or entitlement for a Major Phase or Project or any requirement for the provision of land for a construction of public facilities or Infrastructure or any requirement to provide or contribute to any public amenity or services. Development Fee or Exaction does not include Building Codes in effect from time to time generally applicable on a City-wide basis to similar land uses.

Improvements. Buildings, structures, Infrastructure and other work of improvement to be constructed in or for the benefit of the Plan Area.

Infrastructure. Open space (including, among other items, park improvements and restrooms), streets, sewer and storm drainage systems, water systems, street improvements, traffic signal systems, dry utilities, and other Improvements any of which are to be constructed in or for the benefit of the Plan Area.

Major Phase. A development segment comprising one or more of the numbered parcels shown on Attachment 2 (or portions of parcels) included with a numbered parcel or a remaindered parcel if so approved by Agency pursuant to the design review and document approval procedure under an applicable owner participation agreement containing one or more Projects.

Open Space Parcel. Those parcels or portions thereof designated for use as parks, plazas, or other public open space in Attachment 3 of this Plan.

Project. An individual Building and the related Improvements anticipated to be constructed in connection therewith under this Plan.

School Facilities Impact Fee. The sum payable to the San Francisco Unified School District pursuant to Government Code Section 65995.

- B. Administrative Fees: Nothing in this Plan shall preclude or constrain the Agency or any City Agency from charging and collecting an Administrative Fee or any such fee which may be provided for in any owner participation agreement.
- C. Development Fees and Exactions:
 - (i) Existing Development Fees or Exactions. Except as provided in the following provisions of this Section 304.9C, from and so long as this Plan is in effect, the following Development Fees or Exactions as same are in effect as of the date of adoption of this Plan, and only the following, are applicable to the Plan Area: (a) the School Facilities Impact Fee; (b) the Child Care Requirements; and (c) the Art Requirement.
 - (ii) New or Increased Development Fees or Exactions. No increase in any Development Fee or Exaction and no new Development Fee or Exaction shall be

applicable to the Plan Area for ten (10) years following the date of issuance to Owner of the first Building Permit for a Project in the South Plan Area and, thereafter, shall only be applicable if said new or increased Development Fee or Exaction is generally applicable on a City-Wide basis to similar land uses; provided, however, that any increase in the School Facilities Impact Fee authorized by any change in state law at any time after the approval of this Plan shall apply. Any new or increased Development Fee or Exaction which becomes effective more than ten (10) years following the date of issuance to Owner of the first Building Permit for a Project in the Plan Area shall be applicable to the Plan Area so long as such new or increased Development Fee or Exaction is (i) generally applicable on a City-Wide basis to similar land uses and (ii) not redundant as to the initial Project of a fee, dedication, program, requirement or facility described in the applicable Plan Documents related to (A) affordable housing or (B) open space.

Notwithstanding the foregoing, new or increased Development Fees or Exactions may be imposed in order to comply with changes in applicable federal or state law or regulations as further provided in Subsection 304.9C(iii); provided, however, that any such new or increased Development Fee or Exaction shall be applied to the Plan Area on a Project by Project basis in a manner which is proportional to the impacts caused by the development in the Plan Area; that is, any such Development Fee or Exaction shall be no more than the equitable share of the cost of funding reasonable compliance with the applicable federal or state law or regulation taking into account the equitable amount allocable to the impacts caused by previous or existing development within the City. In no event shall any Project within the Plan Area be required to pay a new or increased Development Fee or Exaction in connection with compliance with any such federal or state law or regulation which is not applied on a City-Wide basis to similar land uses.

(iii) Protection of Public Health and Safety. Notwithstanding any provision of this Section 304.9C to the contrary, the Agency and any City Agency having jurisdiction, shall exercise its discretion under this Plan and the other applicable Plan Documents in a manner which is consistent with the public health, safety and welfare and shall retain, at all times, its and their respective authority to take any action that is necessary to protect the physical health and safety of the public including without limitation authority to condition or deny a permit, approval, agreement or other entitlement or to change or adopt any new City Regulation if required (a) to protect the physical health or safety of the residents in the Plan Area, the adjacent community or the public, or (b) to comply with applicable federal or state law or regulations including without limitation changes in

Existing City Regulations reasonably calculated to achieve new, more restrictive federal or state attainment or other standards applicable to the City for water quality, air quality, hazardous materials or otherwise relating to the physical environment where such City Regulations are generally applicable and proportionally applied to similar land uses on a City-Wide basis but subject, in all

events, to any rights to terminate any owner participation agreement between an owner and the Agency as set forth in the applicable Plan Documents. Except for emergency measures, any City Agency or the Agency, as the case may be, will meet and confer with the owner in advance of the adoption of such measures to the extent feasible, provided, however, that said City Agency and the Agency shall each retain the sole and final discretion with regard to the adoption of any new City Regulation in furtherance of the protection of the physical health and safety of the public as provided in this Subsection 304.9C(iii).

(iv) Nonconflicting Laws. In addition to the reservation set forth in Section 304.9C(iii), the City Agencies and the Agency reserve the right to impose any new City Regulations and any changes to the Existing City Regulations (except for the Planning Code sections superseded by this Plan) that do not conflict with the development allowed by this Plan and the other applicable Plan Documents. As used herein, “conflict” means any proposed new or changed City Regulations which preclude or materially increase the cost of performance of or compliance with any provision of this Plan or the applicable Plan Documents or do any of the following: alter the permitted uses of land; decrease the maximum building height of buildings; reduce the density or intensity of development permitted; delay development; limit or restrict the availability of Infrastructure; impose limits or controls on the timing, phasing or sequencing of development; or modify Development Fees or Exactions except as permitted by this Section 304.9C. Notwithstanding the foregoing, the City may apply its then current standards for Infrastructure pursuant to then applicable City Regulations. Nothing in this Plan or the other applicable Plan Documents shall be deemed to limit any City Agency’s or the Agency’s ability to comply with the California Environmental Quality Act (“CEQA”).

304.10 Fees and Exactions: Parcels X2, X3 and X4

The parcels designated X2, X3 and X4 (as shown on Attachment 2) shall be subject to all fees and exactions under the City Planning Code in effect from time to time, except as otherwise provided pursuant to an owner participation agreement if the Agency determines that the public benefits under the owner participation agreement exceed those that would otherwise be obtained through imposition of the City Planning Code fees and exactions.

304.11 Office Development Limitations. By Resolution No. 14702, the Planning Commission adopted findings pursuant to Planning Code Section 321(b)(1) that the office development contemplated in this Plan in particular promotes the public welfare, convenience and necessity, and in so doing considered the criteria of Planning Code Section 321(b)(3)(A)-(G). The findings contained in Resolution No. 14702 are incorporated herein by reference and

attached as Attachment 6 to this Plan. Because the office development contemplated by this Plan has been found to promote the public welfare, convenience and necessity, the determination required under Section 321(b), where applicable, shall be deemed to have been made for all specific office development projects undertaken pursuant to this Plan. No office development project contemplated by this Plan may be disapproved either (i) for inconsistency with Planning

Code Sections 320-325 or (ii) in favor of another office development project that is located outside the Plan Area and subject to Planning Code Sections 320-325; provided, however, that (x) no office development project shall be approved that would cause the then applicable annual limitation contained in Planning Code Section 321 to be exceeded, and (y) the Planning Commission shall consider the design of the particular office development project to confirm that it is consistent with the Commission's findings contained in Resolution No. 14702. Upon such determination, the Planning Commission shall issue a project authorization for such project. The decision on the design of any particular office development project reviewed pursuant to this Section 304.11 shall be binding on the Agency.

305 Variations

The Agency may modify the land use controls in this Plan where, owing to unusual and special conditions, enforcement would result in undue hardships or would constitute an unreasonable limitation beyond the intent and purposes of these provisions. Upon written request for variation from the Plan's land use provisions from the owner of the property, which states fully the grounds of the application and the facts pertaining thereto, and upon its own further investigation, the Agency may, in its sole discretion, grant such variation from the requirements and limitations of this Plan. The Agency shall find and determine that the variation results in substantial compliance with the intent and purpose of this Plan, provided that in no instance will any variation be granted that will change the land uses of this Plan.

306 Design for Development

Within the limits, restrictions and controls established in this Plan, the Agency is authorized to establish height limits of buildings, land coverage, density, setback requirements, design and sign criteria, traffic circulation and access standards, and other development and design controls necessary for proper development of both private and public areas within the Plan Area, as set forth in the Design for Development.

400 PROPOSED REDEVELOPMENT ACTIONS

401 General Redevelopment Actions

The Agency proposes to achieve the objectives of Sections 103 and 104 and effectuate the policies of Section 104 of this Plan by:

- A. The acquisition of real property;
- B. The demolition or removal of certain buildings and improvements and the relocation of rail lines;
- C. The provision for participation in redevelopment by owners presently located in the Plan Area and the extension of preferences to business occupants and other tenants desiring to remain or relocate within the redeveloped Plan Area;
- D. The management of any property acquired by and under the ownership or control of the Agency;

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- E. The provision of relocation assistance to eligible occupants displaced from property in the Plan Area;
- F. The installation, construction or reconstruction of streets, utilities, parks, other open spaces, and other public improvements;
- G. The disposition of property for uses in accordance with this Plan;
- H. The redevelopment of land by private enterprise or public agencies for uses in accordance with this Plan and to promote economic development of the area;
- I. The rehabilitation of structures and improvements by present owners, their successors and the Agency;
- J. The assembly of adequate sites for the development and construction of residential, commercial or industrial facilities; and
- K. Provision for very low-, low- and moderate-income housing.

To accomplish the above activities in the implementation and furtherance of this Plan, the Agency is authorized to use all the powers provided in this Plan and all the powers now or hereafter permitted by law.

402 Participation Opportunities; Extension of Preferences for Reentry Within Redeveloped Plan Area

402.1 Opportunities for Owners and Business Tenants

In accordance with this Plan and the rules for participation by owners and the extension of preferences to business tenants adopted by the Agency pursuant to this Plan and the Community Redevelopment Law, persons who are owners of real property in the Plan Area shall be given a reasonable opportunity to participate in redevelopment by: (1) retaining all or a portion of their properties and developing or improving such property for use in accordance with this Plan; (2) acquiring adjacent or other properties within the Plan Area and developing or improving such property for use in accordance with this Plan; or (3) selling their properties to the Agency and purchasing other properties in the Plan Area.

The Agency shall extend reasonable preferences to persons who are engaged in business in the Plan Area to participate in the redevelopment of the Plan Area, or to reenter into business within the redeveloped Plan Area, if they otherwise meet the requirements of this Plan.

402.2 Rules for Participation Opportunities, Priorities and Preferences

In order to provide opportunities to owners to participate in the redevelopment of the Plan Area and to extend reasonable preferences to businesses to reenter into business within the redeveloped Plan Area, the Agency has promulgated rules for participation by owners and the extension of preferences to business tenants for reentry within the redeveloped Plan Area.

402.3 Owner Participation Agreements

The Agency shall require as a condition to participation in redevelopment that each participant enter into a binding agreement with the Agency by which the participant agrees to rehabilitate, develop, use and maintain the property in conformance with this Plan and to be subject to its provisions.

Whether or not a participant enters into an owner participation agreement with the Agency, all other provisions of this Plan are applicable to all public and private property in the Plan Area.

In the event that a participant fails or refuses to rehabilitate, develop and use and maintain its real property pursuant to this Plan and the owner participation agreement, the real property or any interest therein may be acquired by the Agency and sold or leased for rehabilitation or development in accordance with this Plan.

402.4 Conforming Owners

Subject to any owner participation agreement provisions, the Agency may determine in its sole and absolute discretion, that certain real property within the Plan Area meets the requirements of this Plan, and the owner of such property will be permitted to remain as a conforming owner without an owner participation agreement with the Agency, provided such owner continues to operate, use and maintain the real property within the requirements of this Plan. However, a conforming owner shall be required by the Agency to enter into an owner participation agreement with the Agency in the event that such owner desires to: (a) construct any additional improvements or substantially alter or modify existing structures on any of the real property described above as conforming; or (b) acquire additional contiguous property within the Plan Area.

402.5 Phasing with Development

Subject to the terms of owner participation agreements, owners shall be required to provide for infrastructure, affordable housing and open space in conjunction with development of improvements in the Plan Area.

403 Cooperation with Public Bodies

The Agency is authorized to financially (and otherwise) assist any public entity in the cost of public land, buildings, facilities, structures or other improvements (within or without the Plan Area) which land, buildings, facilities, structures or other improvements are or would be of benefit to the Plan Area, in accordance with the ICA.

The Regents of the University of California will work cooperatively with the Agency regarding land use and planning issues in that portion of the Plan Area to be used by the University for educational purposes. This cooperative effort will assure that the mutual interests of UCSF and the Agency are addressed. However, because the University is exempt under Article 9, Section 9 of the State Constitution from local planning, zoning and redevelopment

regulations when using its property in furtherance of its educational purposes, the portion of the Plan Area to be used by UCSF for educational purposes would not be subject to the actions of the Agency to implement this Plan. That portion of the Plan Area within the UCSF land use district to be developed either as a site for the San Francisco Unified School District or as public open space and the dedicated public streets (i.e., 4th Street) would be subject to the jurisdiction of the Agency.

The Regents would develop the UCSF site in accordance with the uses and total gross square footage described in UCSF's 1996 Long Range Development Plan ("LRDP"), as it may be amended from time to time. The LRDP has been subjected to environmental analysis pursuant to the California Environmental Quality Act ("CEQA"), and a Final Environmental Impact Report has been certified by the Regents. As each UCSF development project within the Plan Area is proposed, the Regents will determine whether additional environmental review will be necessary. To the extent provided in CEQA, the CEQA Guidelines and the UC CEQA Handbook, the City, the Agency and the public would have an opportunity to comment on any environmental documentation prepared by the Regents for individual development projects.

404 Property Acquisition

404.1 Real Property

The Agency may acquire real property located in the Plan Area by any means authorized by law.

It is in the public interest and necessary in order to eliminate the conditions requiring redevelopment and in order to implement this Plan for the power of eminent domain to be employed by the Agency to acquire real property in the Plan Area which cannot be acquired by gift, devise, exchange, purchase or any other lawful method, except that the Agency is not authorized to employ the power of eminent domain to acquire property on which any persons legally reside. Eminent domain proceedings, if used, must be commenced within twelve (12) years from the date the ordinance adopting this Plan becomes effective.

The Agency is authorized to acquire structures without acquiring the land upon which those structures are located. The Agency is authorized to acquire either the entire fee or any other interest in real property less than a fee.

404.2 Personal Property

Where necessary to implement this Plan, the Agency is authorized to acquire personal property in the Plan Area by any lawful means, including eminent domain.

405 Property Management

During such time as property, if any, in the Plan Area is owned or leased by the Agency, such property shall be under the management and control of the Agency. Such property may be rented or leased by the Agency, and such rental or lease shall be pursuant to such policies as the Agency may adopt.

406 Relocation of Persons, Business Concerns and Others Displaced by the Project

406.1 Assistance in Finding Other Locations

The Agency shall assist or cause to be assisted all eligible persons (including individuals and families), business concerns and others displaced from the Plan Area pursuant to this Plan in finding other locations and facilities, as may be required by law. In order to implement this Plan with a minimum of hardship to eligible persons, business concerns and others, if any, displaced by implementation of this Plan, the Agency shall assist such persons, business concerns and others in finding new locations in accordance with all applicable relocation statutes and regulations (Section 33410 et seq. of the Community Redevelopment Law).

406.2 Relocation Payments

The Agency shall make or cause to be made relocation payments to persons (including individuals and families), business concerns and others displaced by implementation of this Plan as may be required by law. Such relocation payments shall be made pursuant to the California Relocation Assistance Law (Government Code Section 7260 et seq.), Agency rules and regulations adopted pursuant thereto, and as may be applicable in the event that federal funding is used in the implementation of this Plan, in accordance with the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, as amended. The Agency may make such other payments as it determines to be appropriate and for which funds are available.

407 Demolition, Clearance, and Building and Site Preparation

407.1 Demolition and Clearance

The Agency is authorized to demolish and clear buildings, structures and other improvements from any real property in the Plan Area owned or leased by the Agency or other public entity as necessary to carry out the purposes of this Plan.

407.2 Preparation of Building Sites

The Agency is authorized to prepare, or cause to be prepared, as building sites, any real property in the Plan Area owned or leased by the Agency or other public entity. In connection therewith, the Agency may cause, provide for, or undertake the installation or construction of streets, utilities, parks, playgrounds and other public improvements necessary to carry out this Plan. The Agency is also authorized to construct foundations, platforms and other structural forms necessary for the provision or utilization of air rights sites for buildings to be used for residential, commercial, public and other uses provided in this Plan.

408 Property Disposition and Development

408.1 Real Property Disposition and Development

For the purposes of this Plan, the Agency is authorized to sell, lease, exchange, subdivide, transfer, assign, pledge, encumber by mortgage or deed of trust or otherwise dispose of any interest in real property. To the extent permitted by law, the Agency is authorized to

dispose of or acquire real property by negotiated lease, sale or transfer without public bidding. Property containing buildings or structures rehabilitated by the Agency shall be offered for resale within one (1) year after completion of rehabilitation or an annual report concerning such property shall be published by the Agency as required by law.

Real property acquired by the Agency may be conveyed by the Agency without charge to the City and, where beneficial to the Plan Area, without charge to any public body. All real property acquired by the Agency in the Plan Area shall be sold or leased to public or private persons or entities for development for the uses permitted in this Plan, or may be developed by the Agency for public uses.

All purchasers or lessees of property acquired from the Agency shall be made obligated to use the property for the purposes designated in this Plan, to begin and complete development of the property within a period of time which the Agency fixes as reasonable and to comply with other conditions which the Agency deems necessary to carry out the purposes of this Plan.

408.2 Disposition and Development Documents

To provide adequate safeguards to ensure that the provisions of this Plan will be carried out and to prevent the recurrence of blight, all real property sold, leased or conveyed by the Agency, as well as all property subject to owner participation agreements, is subject to the provisions of this Plan.

The Agency shall reserve such powers and controls in the disposition and development documents as may be necessary to prevent transfer, retention or use of property for speculative purposes and to ensure that development is carried out pursuant to this Plan.

Leases, deeds, contracts, agreements and declarations of restrictions of the Agency may contain restrictions, covenants, covenants running with the land, rights of reverter, conditions subsequent, equitable servitudes or any other provisions necessary to carry out this Plan. Where appropriate, as determined by the Agency, such documents, or portions thereof, shall be recorded in the office of the County Recorder.

All property in the Plan Area is hereby subject to the restriction that there shall be no discrimination or segregation based upon race, color, creed, religion, sex, gender identity, sexual orientation, age, marital or domestic partner status, national origin or ancestry, or disability including HIV/AIDS status permitted in the sale, lease, sublease, transfer, use, occupancy, tenure or enjoyment of property in the Plan Area. All property sold, leased, conveyed or subject to a participation agreement shall be expressly subject by appropriate documents to the restriction that all deeds, leases or contracts for the sale, lease, sublease or other transfer of land in the Plan Area shall contain such nondiscrimination and nonsegregation clauses.

408.3 Development by the Agency

To the extent now or hereafter permitted by law, the Agency is authorized to pay for, develop or construct any publicly-owned building, facility, structure or other improvement either within or without the Plan Area, for itself or for any public body or entity, which buildings,

facilities, structures or other improvements are or would be of benefit to the Plan Area. Specifically, the Agency may pay for, install or construct the buildings, facilities, structures and other improvements, and may acquire or pay for the land and site preparation required therefor.

In addition to the public improvements authorized under this Section 408 and the specific publicly-owned improvements, the Agency is authorized to install and construct, or to cause to be installed and constructed, within or without the Plan Area, for itself or for any public body or entity for the benefit of the Plan Area, public improvements and public utilities, including, but not limited to, those described in Attachment 4.

The Agency is authorized to install and construct or cause to be installed and constructed temporary public improvements necessary to carry out this Plan. Temporary public improvements may include, but are not limited to, parks, streets, and utilities. Temporary utilities may be installed above ground only with the written approval of the Agency.

The Agency may enter into contracts, leases and agreements with the City or other public body or entity pursuant to this Section 408.3, and the obligation of the Agency under such contract, lease or agreement shall constitute an indebtedness of the Agency which may be made payable out of the taxes levied in the Plan Area and allocated to the Agency under subdivision (b) Section 33670 of the Community Redevelopment Law, Section 502 of this Plan or out of any other available funds.

408.4 Development Plans

All private development plans shall be submitted to the Agency for approval and architectural review consistent with the Plan and the other applicable Plan Documents. Except for UCSF, all public development plans shall be in accordance with the Plan and any applicable Plan Documents.

408.5 Personal Property Disposition

For the purposes of this Plan, the Agency is authorized to lease, sell, exchange, transfer, assign, pledge, encumber or otherwise dispose of personal property which is acquired by the Agency.

409 Rehabilitation, Conservation and Moving of Structures

409.1 Rehabilitation and Conservation

The Agency is authorized to rehabilitate and conserve or to cause to be rehabilitated and conserved, any building or structure in the Plan Area owned by the Agency. The Agency is also authorized and directed to advise, encourage and assist in the rehabilitation and conservation of property in the Plan Area not owned by the Agency. The Agency is also authorized to acquire, restore, rehabilitate, move and conserve buildings of historic or architectural significance.

It shall be the purpose of this Plan to encourage the retention of existing businesses that are generally compatible with proposed developments in the Plan Area and in conformity with the uses permitted in this Plan, and to add to the economic viability of such businesses by

programs that encourage voluntary participation in conservation and rehabilitation. The Agency is authorized to conduct a program of assistance and incentives to encourage owners of property within the Plan Area to upgrade and maintain their property in a manner consistent with the Plan and with other standards that may be established by the Agency for the Plan Area.

409.2 Moving of Structures

As necessary in carrying out this Plan, the Agency is authorized to move, or to cause to be moved, any structure or building which can be rehabilitated to a location within or outside the Plan Area.

410 Low-and Moderate-Income Housing

410.1 Replacement Housing

In accordance with Section 33334.5 of the Community Redevelopment Law, whenever dwelling units housing persons and families of low or moderate income are destroyed or removed from the low and moderate income housing market as part of implementation of this Plan, the Agency shall, within four (4) years of such destruction or removal, rehabilitate, develop or construct, or cause to be rehabilitated, developed or constructed, for rental or sale to persons and families of low or moderate income an equal number of replacement dwelling units at affordable rents within the Plan Area or within the territorial jurisdiction of the City in accordance with all of the provisions of Sections 33413 and 33413.5 of the Community Redevelopment Law.

410.2 Affordable Housing Production

In accordance with subdivision (b) of Section 33413 of the Community Redevelopment Law, at least 15 percent of all new or rehabilitated dwelling units developed within the Plan Area by public or private entities or persons other than the Agency, shall be available at affordable housing cost to persons and families of very low, low or moderate income. Not less than 40 percent of the dwelling units required to be available at affordable housing cost to persons and families of very low, low or moderate income shall be available at affordable housing cost to very low income households.

At least 30 percent of all new or rehabilitated dwelling units developed by the Agency shall be available at affordable housing cost to persons and families of very low, low or moderate income. Not less than 50 percent of these dwelling units shall be available at affordable housing cost to, and occupied by, very low income households.

410.3 Increased and Improved Housing Supply

Pursuant to Section 33334.2 of the Community Redevelopment Law, not less than twenty percent (20%) of all taxes which are allocated to the Agency pursuant to subdivision (b) of Section 33670 of the Community Redevelopment Law and Section 502 of this Plan shall be used by the Agency for the purposes of increasing, improving and preserving the City's supply of housing for persons and families of very low, low or moderate income unless certain findings are

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made as required by that section to lessen or exempt such requirement. In carrying out this purpose, the Agency may exercise any or all of its powers, including the following:

- A. Acquire land or building sites;
- B. Improve land or building sites with on-site or off-site improvements;
- C. Donate land to private or public persons or entities;
- D. Finance insurance premiums pursuant to Section 33136 of the Community Redevelopment Law;
- E. Construct buildings or structures;
- F. Provide subsidies to or for the benefit of persons or families of very low, low or moderate income;
- G. Develop plans, pay principal and interest on bonds, loans, advances or other indebtedness or pay financing or carrying charges;
- H. Preserve the availability of affordable housing units which are assisted or subsidized by public entities and which are threatened with conversion to market rates;
- I. Require the integration of affordable housing sites with sites developed for market rate housing;
- J. Assist the development of housing by developers.

The Agency may use the funds specified in this Section to meet, in whole or in part, the replacement housing provisions in Section 410.1 or the affordable housing production provisions in Section 410.2 above. These funds may be used inside the Plan Area, or outside the Plan Area only if findings of benefit to the Plan Area are made as required by said Section 33334.2 of the Community Redevelopment Law.

500 METHODS OF FINANCING THE PROJECT

501 General Description of the Proposed Financing Method

The Agency is authorized to finance the implementation of this Plan with financial assistance from the City, State of California, federal government, tax increment funds, interest income, Agency bonds, donations, loans from private financial institutions, assessments, the lease or sale of Agency-owned property or any other available source, public or private.

The Agency is also authorized to obtain advances, borrow funds and create indebtedness in carrying out this Plan. The principal and interest on such advances, funds and indebtedness may be paid from tax increments or any other funds available to the Agency.

The City or any other public agency may expend money to assist the Agency in carrying out this Plan. As available, gas tax funds from the state and county may be used for street improvements and public transit facilities.

502 Tax Increment Funds

All taxes levied upon taxable property within the Plan Area each year, by or for the benefit of the State of California, the City, any district or any other public corporation (hereinafter sometimes called “taxing agencies”) after the effective date of the ordinance approving this Plan, shall be divided as follows:

- A. That portion of the taxes which would be produced by the rate upon which the tax is levied each year by or for each of said taxing agencies upon the total sum of the assessed value of the taxable property in the Plan Area as shown upon the assessment roll used in connection with the taxation of such property by such taxing agencies, last equalized prior to the effective date of such ordinance, shall be allocated to and when collected shall be paid into the funds of the respective taxing agencies as taxes by or for said taxing agencies on all other property are paid (for the purpose of allocating taxes levied by or for any taxing agency or agencies which does not include the territory of the Plan Area on the effective date of such ordinance but to which such territory is annexed or otherwise included after such effective date, the assessment roll of the County of San Francisco last equalized on the effective date of said ordinance shall be used in determining the assessed valuation of the taxable property in the Plan Area on said effective date).

- B. Except as provided in subdivision (e) of Section 33670 or in Section 33492.15 of the Community Redevelopment Law, that portion of said levied taxes each year in excess of such amount shall be allocated to and, when collected, shall be paid into a special fund of the Agency to pay the principal of and interest on loans, monies advanced to or indebtedness (whether funded, refunded, assumed or otherwise) incurred by the Agency to finance or refinance, in whole or in part, the implementation of this Plan. Unless and until the total assessed valuation of the taxable property in the Plan Area exceeds the total assessed value of taxable property in the Plan Area as shown by the last equalized assessment roll referred to in subdivision A hereof, all of the taxes levied and collected upon the taxable property in the Plan Area shall be paid into the funds of the respective taxing agencies. When said loans, advances indebtedness, if any, and interest thereon, have been paid, all monies thereafter received from taxes upon the taxable property in the Plan Area shall be paid into the funds of the respective taxing agencies as taxes on all other property are paid.

The portion of taxes mentioned in 502B above are hereby irrevocably pledged for the payment of the principal of and interest on the advance of monies, or making of loans or the incurring of any indebtedness (whether funded, refunded, assumed or otherwise) by the Agency to finance or refinance the implementation of this Plan in whole or in part, including but not

limited to direct and indirect expenses. The Agency is authorized to make such pledges as to specific advances, loans and indebtedness as appropriate in carrying out this Plan.

The Agency is authorized to issue bonds from time to time, if it deems appropriate to do so, in order to finance all or any part of the implementation of this Plan. Neither the members of the Agency nor any persons executing the bonds are liable personally on the bonds by reason of their issuance.

The amount of bonded indebtedness of the Agency to be repaid from the allocation of taxes to the Agency pursuant to Section 33670 of the Community Redevelopment Law, which can be outstanding at one time, shall not exceed \$450,000,000, except by amendment of this Plan.

The bonds and other obligations of the Agency are not a debt of the City or the State, nor are any of its political subdivisions liable for them, nor in any event shall the bonds or obligations be payable out of any funds or properties other than those of the Agency, and such bonds and other obligations shall so state on their face. The bonds do not constitute indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

The Agency shall not establish or incur loans, advances or indebtedness to finance in whole or in part the Project beyond twenty (20) years from the effective date of the ordinance adopting this Plan unless amended following applicable provisions of the Community Redevelopment Law, except that the Agency may incur loans, advances or indebtedness beyond twenty (20) years from the effective date of the ordinance adopting this Plan to be paid from the Low and Moderate Income Housing Fund as defined by the Community Redevelopment Law or to meet the Agency's replacement housing or inclusionary housing requirements as set forth in Sections 33413 and 33413.5 of the Community Redevelopment Law. This limit shall not prevent the Agency from refinancing, refunding, or restructuring indebtedness after the time limit if the indebtedness is not increased and the time during which the indebtedness is to be repaid is not extended beyond the time limit to repay indebtedness required by Section 33333.2 of the Community Redevelopment Law.

The Agency shall not pay indebtedness or receive property taxes pursuant to Section 33670 from the Plan Area after forty-five (45) years from the effective date of the ordinance adopting this Plan.

503 Other Loans and Grants

Any other loans, grants, guarantees or financial assistance from the United States government, the State of California or any other public or private source will be used if available.

600 ACTIONS BY THE CITY AND COUNTY

The City shall aid and cooperate with the Agency in carrying out this Plan and shall take all actions necessary to ensure the continued fulfillment of the purposes of this Plan and the other applicable Plan Documents, including preventing the recurrence or spread of conditions causing blight in the Plan Area, pursuant to the ICA.

700 ADMINISTRATION AND ENFORCEMENT

Except as otherwise specified in Section 600 above, the administration and enforcement of this Plan, including the preparation and execution of any documents implementing this Plan, shall be performed by the Agency.

The provisions of this Plan or other documents entered into pursuant to this Plan may also be enforced by legal action instituted by the Agency to seek appropriate remedy, except as may be limited by owner participation agreements. Such remedies may include, but are not limited to, specific performance, damages, reentry, injunctions or any other remedies appropriate to the purposes of this Plan. In addition, any recorded provisions, which are expressly for the benefit of owners of property in the Plan Area, may be enforced by such owners.

800 PROCEDURE FOR AMENDMENT

This Plan may be amended by means of the procedure established in Sections 33450-33458 of the Community Redevelopment Law or by any other procedure hereafter established by law.

900 SEVERABILITY

If any provision, section, subsection, subdivision, sentence, clause or phrase of the Plan is for any reason held to be invalid or unconstitutional, such decision shall not affect the validity of the remaining portion or portions of the Plan.

1000 DURATION AND EFFECTIVENESS OF THIS PLAN

The Provisions of this Plan shall be effective for thirty (30) years from the date of adoption of this Plan by the Board of Supervisors, except that the nondiscrimination and nonsegregation provisions shall run in perpetuity. After this time limit on the duration and effectiveness of the plan, the Agency shall have no authority to act pursuant to this Plan except to pay previously incurred indebtedness and to enforce existing covenants or contracts, and,

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except that, if the Agency has not completed its housing obligations pursuant to Section 33413 of the Community Redevelopment Law, it shall retain its authority to implement its requirements under Section 33413, including its ability to incur and pay indebtedness for this purpose, and shall use this authority to complete these housing obligations as soon as reasonably possible.

ATTACHMENT 1

LAND USE PLAN AND LEGAL DESCRIPTION

All that certain real property situate in the City and County of San Francisco, State of California, more particularly described as follows:

Commencing at the intersection point of the northeasterly line of Sixth Street (82.50 feet wide) with the southeasterly line of Berry Street (82.50 feet wide), said intersection having a coordinate of north 468817.32, east 1451868.98 in the California Coordinate System of 1927, Zone 3; thence along said southeasterly line of Berry Street south $46^{\circ} 18' 07''$ west 990.05 feet to the southwesterly line of Seventh Street (82.50 feet wide); thence along said southwesterly line of Seventh Street south $43^{\circ} 41' 53''$ east 440.00 feet to the southeasterly line of Channel Street (200.00 feet wide), and being the true point of beginning; thence continuing along said southwesterly line of Seventh Street south $43^{\circ} 41' 53''$ east 2017.19 feet to the westerly line of Pennsylvania Street (90.00 feet wide); thence along said westerly line of Pennsylvania Street south $3^{\circ} 10' 56''$ east 600.92 feet to the southerly line of Mariposa Street (66.00 feet wide); thence along said southerly line of Mariposa Street north $86^{\circ} 49' 04''$ east 1690.17 feet to the westerly line of Illinois Street (80.00 feet wide); thence along said westerly line of Illinois Street south $3^{\circ} 10' 56''$ east 63.85 feet; thence north $86^{\circ} 49' 04''$ east 80.00 feet to a point on the easterly line of Illinois Street, last said point being on the Mission Bay Project boundary; thence along said Mission Bay Project boundary the following courses and distances; thence north $35^{\circ} 06' 05''$ east 616.30 feet; thence northeasterly along an arc of a curve to the left, tangent to the preceding course with a radius of 440.00 feet through a central angle of $12^{\circ} 49' 53''$ an arc distance of 98.54 feet; thence tangent to the preceding curve north $22^{\circ} 16' 12''$ east 700.07 feet; thence northerly along an arc of a curve to the left, tangent to the preceding course with a radius of 340.00 feet through a central angle of $12^{\circ} 28' 00''$ an arc distance of 73.98 feet; thence tangent to the preceding curve north $9^{\circ} 48' 12''$ east 86.42 feet; thence northerly along the arc of a curve to the left, tangent to the preceding course with a radius of 340.00 feet, through a central angle of $11^{\circ} 58' 09''$, an arc distance of 71.03 feet; thence tangent to the preceding curve north $2^{\circ} 09' 57''$ west 121.44 feet; thence north $3^{\circ} 10' 56''$ west 198.86 feet; thence north $2^{\circ} 19' 47''$ west 292.70 feet; thence northwesterly along an arc of a curve to the left, tangent to the preceding course with a radius of 481.57 feet through a central angle of $24^{\circ} 30' 49''$, an arc distance of 206.04 feet; thence tangent to the preceding curve north $26^{\circ} 50' 36''$ west 402.03 feet; thence northwesterly along an arc of a curve to the right, tangent to the preceding course with a radius of 236.29 feet, through a central angle of $9^{\circ} 00' 04''$ an arc distance of 37.12

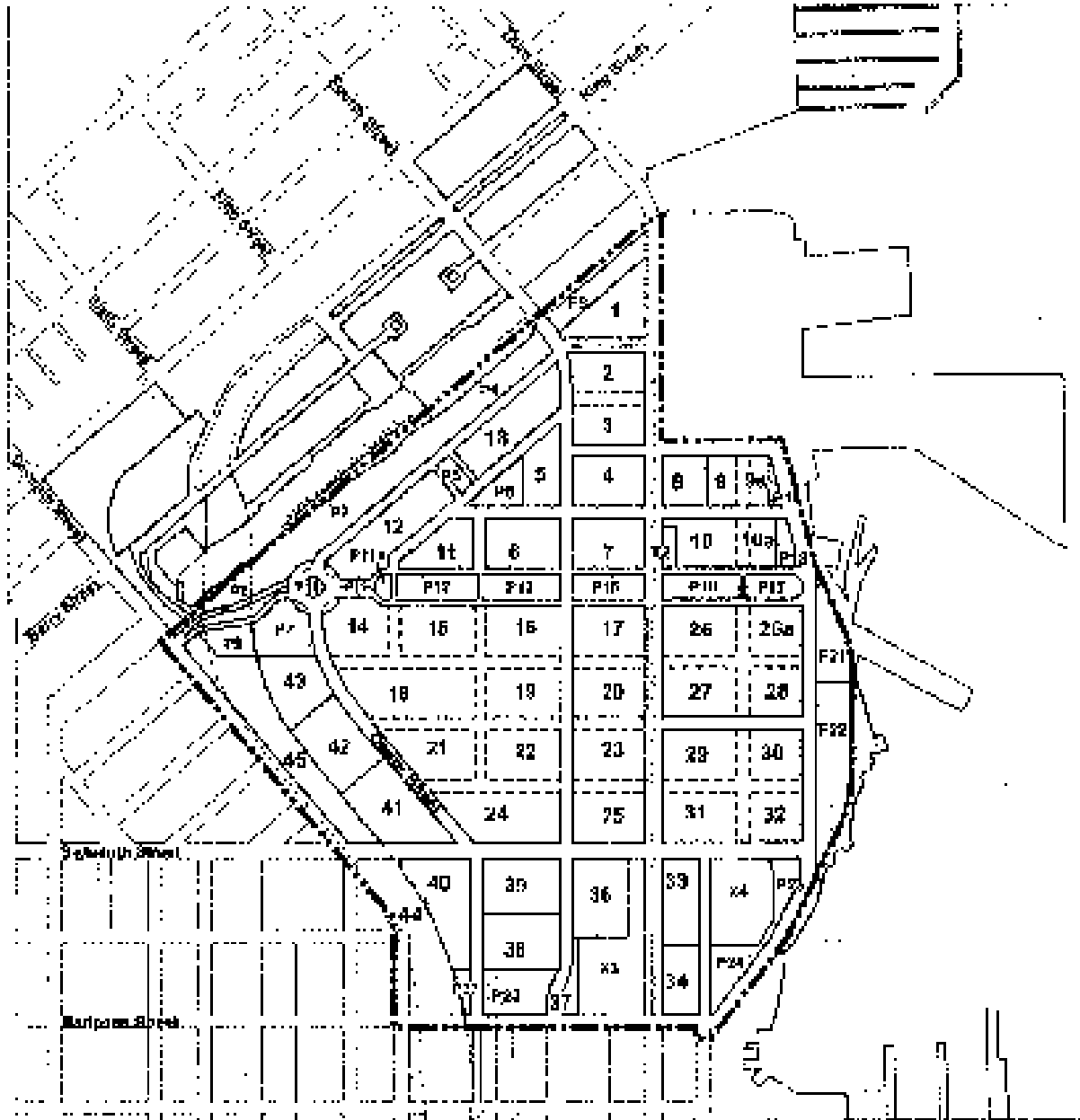
Mission Bay South Redevelopment Plan

feet; thence tangent to the preceding curve north $17^{\circ} 50' 32''$ west 652.35 feet to the easterly prolongation of the northerly line of future Mission Rock Street (65.25 feet wide); thence leaving said Mission Bay Project boundary, along said easterly prolongation and along said northerly line of future Mission Rock Street, south $86^{\circ} 49' 04''$ west 673.43 feet to the easterly line of Third Street; thence along said easterly line of Third Street north $3^{\circ} 10' 56''$ west 23.36 feet to an angle point therein; thence along said easterly line of Third Street south $86^{\circ} 49' 04''$ west 12.50 feet to an angle point in the easterly line of Third Street; thence along said easterly line of Third Street north $3^{\circ} 10' 56''$ west 1265.04 feet; thence south $64^{\circ} 21' 26''$ west 95.76 feet to the intersection of the westerly line of Third Street with said southeasterly line of Channel Street; thence along said southeasterly line of Channel Street south $46^{\circ} 18' 07''$ west 3578.74 feet to the true point of beginning.

Containing 10,340,343 square feet, more or less.

The bearings used in the above description are on the California Coordinate System of 1927, Zone 3. Multiply the above distances by 0.999928 to obtain grid distances.

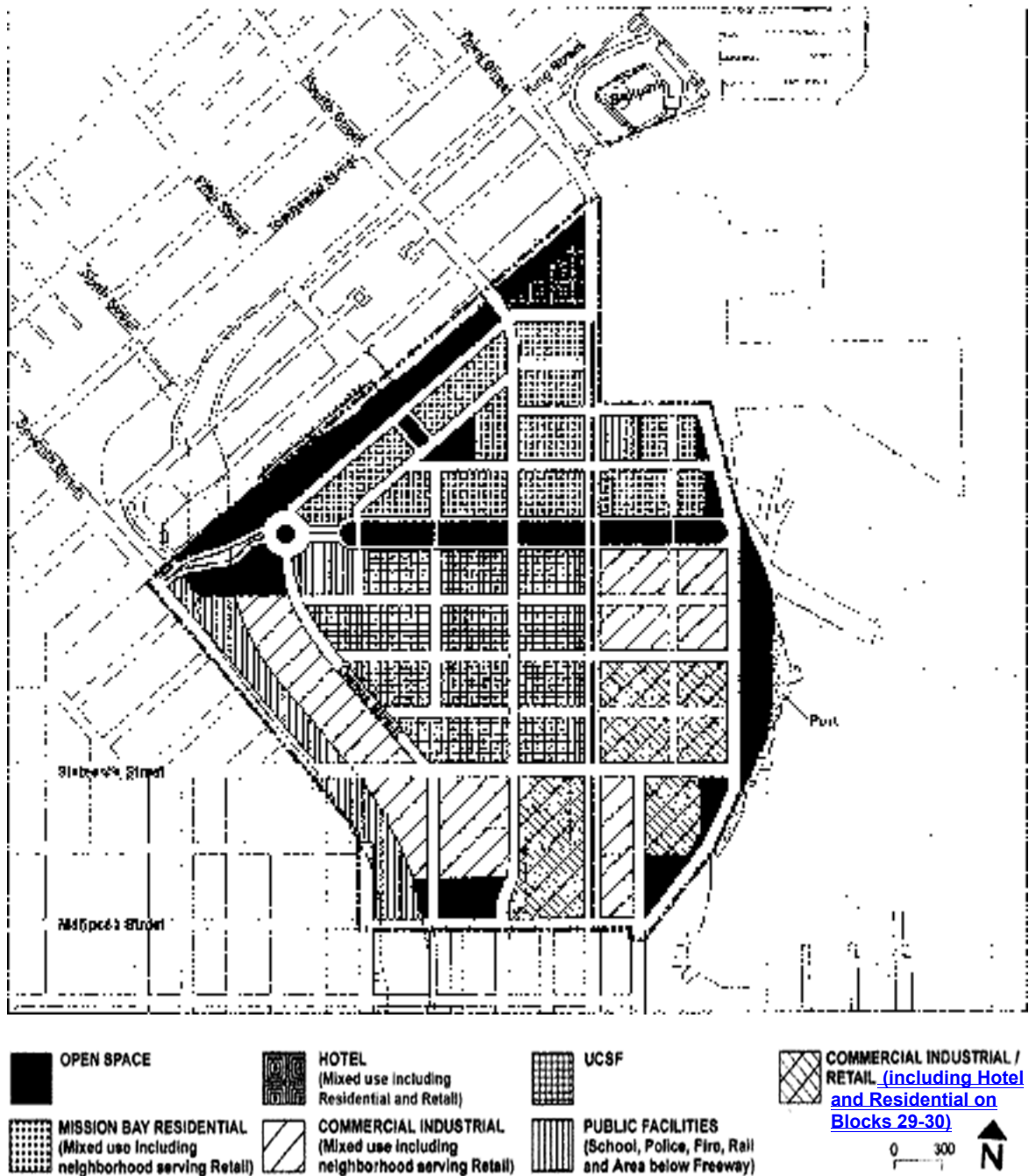
ATTACHMENT 2
PLAN AREA MAP



Note: Street alignments and open space configurations shown on the figure are not exact and are indicated for illustrative purposes.

ATTACHMENT 3

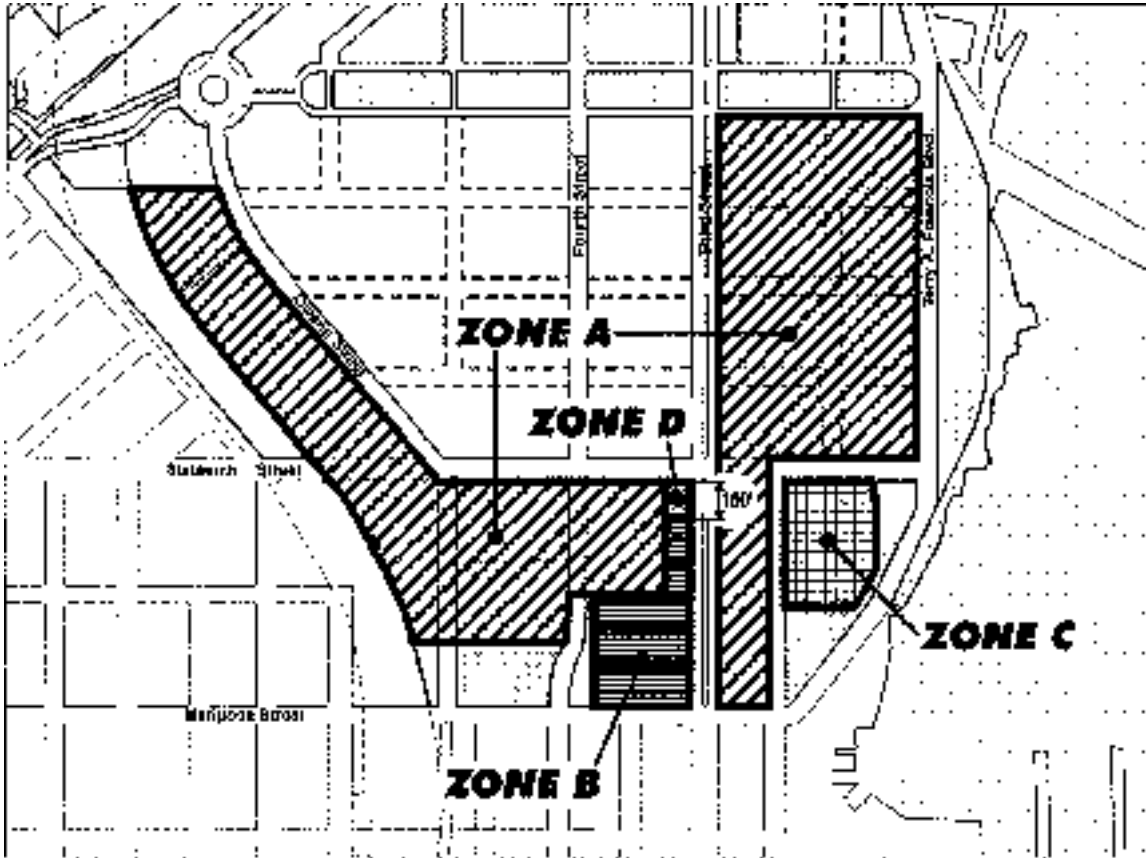
REDEVELOPMENT LAND USE MAP



Note: Street alignments and open space configurations shown on the figure are not exact and are indicated for illustrative purposes.

ATTACHMENT 3a

ZONE MAP



Note: Street alignments and open space configurations shown on the figure are not exact and are indicated for illustrative purposes.

ATTACHMENT 4

PROPOSED PUBLIC IMPROVEMENTS

Public roadways and other walkways, roadways, lanes and connections
Freeway improvements; such as bridge widenings and freeway ramp and related improvements
Median, curbs, gutters and sidewalks
Traffic signals, street signage and pavement striping
Street lighting Landscaping (including street right-of-way landscaping)
Public open spaces, including plazas and parks
Functional and decorative facilities in parks and plazas such as fountains, bathrooms, benches, tables, trash receptacles, signage and landscaping
China Basin Channel and San Francisco Bay edge improvements and landscaping
Potable water distribution and fire suppression facilities (low pressure water and high pressure water)
Reclaimed and/or recycled water facilities
Combined and/or separated sanitary and storm sewer facilities (including pumping and treatment facilities)
Storm drains, pump stations facilities, treatment facilities and flood control facilities
Natural gas, electric telephone and telecommunications facilities
Utilities and utility relocations
Suction inlets along China Basin Channel or the San Francisco Bay for fire protection
Police and/or Fire Station structure and police and fire equipment and facilities
Pedestrian bridge across China Basin Channel
Structures for environmental investigations/testing/remediation in connection with roads, plazas, parks or other improvements
Water recirculation facilities
Rail facilities, signals, crossings and improvements
Islais Creek rail bridge and related improvements
Erosion control features related to public facilities
Improvements related to overland flows
MUNI light rail/bus/transit facilities and related improvements
Public school, school yard and related facilities
Additional temporary, interim and/or permanent facilities and improvements related to the foregoing

ATTACHMENT 5

DEFINITIONS

Following are definitions for certain words and terms used in this Plan. All words used in the present tense shall include the future. All words in the plural number shall include the singular number and all words in the singular number shall include the plural number, unless the natural construction of the wording indicates otherwise. The word “shall” is mandatory and not directory.

Adult Entertainment. An amusement and entertainment use which includes the following: adult bookstore, as defined by Section 791 of the San Francisco Police Code; adult theater, as defined by Section 791 of the Police Code; and encounter studio, as defined by Section 1072.1 of the Police Code, as in effect as of the date of adoption of this Plan.

Amusement Enterprise. An amusement and entertainment use which provides eleven or more amusement game devices such as video games, pinball machines or other such similar mechanical and electronic amusement devices, in a quantity which exceeds that specified in Section 1036.31 of the San Francisco Police Code, as in effect as of the date of adoption of this Plan, as accessory uses.

Animal Services. An animal care use which provides medical care and accessory boarding services for animals, not including a commercial kennel.

Arts Activities and Spaces. Arts activities shall include performance, exhibition (except exhibition of films), rehearsal, production, post-production and schools of any of the following: dance, music, dramatic art, film, video, graphic art, painting, drawing, sculpture, small-scale glass works, ceramics, textiles, woodworking, photography, custom-made jewelry or apparel, and other visual, performance and sound arts and crafts. It shall include commercial arts and art-related business service uses including, but not limited to, recording and editing services; small-scale film and video developing and printing; titling; video and film libraries; special effects production; fashion and photo stylists; production, sale and rental of theatrical wardrobes; and studio property production and rental companies. Art spaces shall include studios, workshops, galleries, museums, archives, and other similar spaces customarily used principally for arts activities, exclusive of Theaters, dance halls, and any other establishment where liquor is customarily served during performances.

Automobile Rental. A retail use which provides vehicle rentals whether conducted within a building or on an open lot.

Bar. A principal retail use not located in a Restaurant which provides on-site alcoholic beverage sales for drinking on the premises, including bars serving beer, wine and/or liquor to the customer where no person under 21 years of age is admitted (with Alcoholic Beverage Control “ABC” licenses 42, 48 or 61) and drinking establishments serving liquor (with ABC licenses 47 or 49) in conjunction with other uses which admit minors, such as theaters and other entertainment.

Building. Any structure having a roof supported by columns or walls, and intended for permanent occupancy.

Building Code. The City’s Building Code, Electric Code, Mechanical Code and Plumbing Code and any construction requirements in the Housing Code and the Fire Code of the City (including the Port) and including H-8 occupancy for life science buildings and laboratories above the third floor permitted by the State of California Building Code.

Building Permit. A permit issued by the Central Permit Bureau of the City, which will allow the commencement of construction.

Business or Professional Service. An office use which provides to the general public, general business or professional services, including but not limited to, accounting, architectural, clerical, consulting, insurance, legal, management, real estate brokerage and travel services. It also includes business offices of building, electrical, furnace, painting, pest control, plumbing or roofing contractors, if no storage of equipment or items for wholesale use are located on-site. It may also include incidental accessory storage of office supplies and samples. Loading and unloading of all vehicles shall be located entirely within the building containing the use. It may provide services to the business community, provided that it also provides services to the general public. This use does not include research service of an industrial or scientific nature in a commercial or medical laboratory, other than routine medical testing and analysis by a healthcare professional or hospital.

Catering Establishment. A home and business service, which involves the preparation and delivery of goods, such as the following items: food, beverages, balloons, flowers, plants, party decorations and favors, cigarettes and candy.

City Agency/Agencies. Includes all City departments, agencies, boards, commission and bureaus with subdivision or other permit, entitlement, or approval authority or jurisdiction over development within the Plan Area, or any portion thereof, including, without limitation, the Port Commission (the “Port”), the City Administrator, the Public Works Department, the Public Utilities Commission, the Planning Commission, the Public Transportation Commission, the Parking and Traffic Commission, the Building Inspection Commission, the Public Health Commission, the Fire Commission, and the Police Commission, together with any successor City Agency, department or officer designated by or pursuant to law.

City Regulations. Includes (i) those City land use codes, including those of its Port Commission (including, without limitation, the Planning and Subdivision Codes, the City General Plan and Waterfront Land Use Plan), (ii) those ordinances, rules, regulations and official policies adopted thereunder and (iii) all those ordinances, rules, regulations, official policies and plans governing zoning, subdivisions and subdivision design, land use, rate of development, density, building size, public improvements and dedications, construction standards, new construction and use, design standards, permit restrictions, development fees or exactions, terms and conditions of occupancy, or environmental guidelines or review, including those relating to hazardous substances, pertaining to the Plan Area, as adopted and amended by the City from time to time.

Developable Land Area. All areas within a lot including without limitation, private open space, private lanes, and private sidewalks; but excluding public streets and rights-of-way, and public open space.

Dwelling Unit. A room or suite of two or more rooms that is designed for residential occupancy for 32 consecutive days or more, with or without shared living spaces, such as kitchens, dining facilities or bathrooms.

Existing City Regulations. Those City Regulations in effect as of the date of adoption of this Plan.

Family Child Care Facility. A use in a residential unit, which provides less than 24-hour care for up to 12 children by licensed personnel and which meets the requirements of the State of California and other authorities.

Floor Area Ratio. The ratio of the Gross Floor Area of buildings to Developable Land Area, calculated as described in Section 304.5 for Commercial Industrial and Commercial Industrial/Retail areas. In cases in which portions of the Gross Floor Area of a building project horizontally beyond the lot lines, all such projecting Gross Floor Area shall also be included in determining the floor area ratio. If the height per story of a building, when all the stories are added together, exceeds an average of 18 feet, then additional Gross Floor Area shall be counted in determining the floor area ratio of the building, equal to the average Gross Floor Area of one additional story for each 18 feet or fraction thereof by which the total building height exceeds the number of stories times 18 feet; except that such additional Gross Floor Area shall not be counted in the case of Live/Work Units or a church, Theater or other place of public assembly.

Gross Floor Area. The sum of the gross areas of the several floors of a building or buildings, measured from the exterior faces of exterior walls or from the centerlines of walls separating two buildings. Where columns are outside and separated from an exterior wall (curtain wall) which encloses the building space or are otherwise so arranged that the curtain wall is clearly separate from the structural members, the exterior face of the curtain wall shall be the line of measurement, and the area of the columns themselves at each floor shall also be counted.

(a) Except as specifically excluded in this definition, “gross floor area” shall include, although not be limited to, the following:

- (1) Basement and cellar space, including tenants’ storage areas and all other space except that used only for storage or services necessary to the operation or maintenance of the building itself;
- (2) Elevator shafts, stairwells, exit enclosures and smokeproof enclosures, at each floor;
- (3) Floor space in penthouses except as specifically excluded in this definition;
- (4) Attic space (whether or not a floor has been laid) capable of being made into habitable space;

Mission Bay South Redevelopment Plan

- (5) Floor space in balconies or mezzanines in the interior of the building;
 - (6) Floor space in open or roofed porches, arcades or exterior balconies, if such porch, arcade or balcony is located above the ground floor or first floor of occupancy above basement or garage and is used as the primary access to the interior space it serves;
 - (7) Floor space in accessory buildings, except for floor spaces used for accessory off-street parking or loading spaces as described herein, and driveways and maneuvering areas incidental thereto; and
 - (8) Any other floor space not specifically excluded in this definition.
- (b) “Gross floor area” shall not include the following:
- (1) Basement and cellar space used only for storage or services necessary to the operation or maintenance of the building itself;
 - (2) Attic space not capable of being made into habitable space;
 - (3) Elevator or stair penthouses, accessory water tanks or cooling towers, and other mechanical equipment, appurtenances and areas necessary to the operation or maintenance of the building itself, if located at the top of the building or separated therefrom only by other space not included in the gross floor area;
 - (4) Mechanical equipment, appurtenances and areas, necessary to the operation or maintenance of the building itself if located at an intermediate story of the building and forming a complete floor level;
 - (5) Outside stairs to the first floor of occupancy at the face of the building which the stairs serve, or fire escapes;
 - (6) Floor space used for accessory off-street parking and loading spaces and driveways and maneuvering areas incidental thereto;
 - (7) Arcades, plazas, walkways, porches, breezeways, porticos and similar features (whether roofed or not), at or near street level, accessible to the general public and not substantially enclosed by exterior walls; and accessways to public transit lines, if open for use by the general public; all exclusive of areas devoted to sales, service, display, and other activities other than movement of persons;
 - (8) Balconies, porches, roof decks, terraces, courts and similar features, except those used for primary access as described in Paragraph (a)(6) above, provided that:
 - (A) If more than 70 percent of the perimeter of such an area is enclosed, either by building walls (exclusive of a railing or parapet not more than three feet eight inches high) or by such walls and interior lot

lines, and the clear space is less than 15 feet in either dimension, the area shall not be excluded from gross floor area unless it is fully open to the sky (except for roof eaves, cornices or belt courses which project not more than two feet from the face of the building wall).

(B) If more than 70 percent of the perimeter of such an area is enclosed, either by building walls (exclusive of a railing or parapet not more than three feet eight inches high), or by such walls and interior lot lines, and the clear space is 15 feet or more in both dimensions, (1) the area shall be excluded from gross floor area if it is fully open to the sky (except for roof eaves, cornices or belt courses which project no more than two feet from the face of the building wall), and (2) the area may have roofed areas along its perimeter which are also excluded from gross floor area if the minimum clear open space between any such roof and the opposite wall or roof (whichever is closer) is maintained at 15 feet (with the above exceptions) and the roofed area does not exceed 10 feet in depth; (3) in addition, when the clear open area exceeds 625 square feet, a canopy, gazebo, or similar roofed structure without walls may cover up to 10 percent of such open space without being counted as gross floor area.

(C) If, however, 70 percent or less of the perimeter of such an area is enclosed by building walls (exclusive of a railing or parapet not more than three feet eight inches high) or by such walls and interior lot lines, and the open side or sides face on a yard, street or court, the area may be roofed to the extent permitted by such codes in instances in which required windows are involved;

(9) On lower, nonresidential floors, elevator shafts and other life-support systems serving exclusively the residential uses on the upper floors of a building;

(10) One-third of that portion of a window bay conforming to the requirements of Section 136(d)(2) of the San Francisco Planning Code (in effect as of the date of adoption of this Plan) which extends beyond the plane formed by the face of the facade on either side of the bay but not to exceed seven square feet per bay window as measured at each floor;

(11) Ground floor area devoted to building or pedestrian circulation and building service;

(12) Space devoted to personal services, Restaurants, and retail sales of goods intended to meet the convenience shopping and service needs of downtown workers and residents, not to exceed 5,000 occupied square feet per use and, in total, not to exceed 75 percent of the area of the ground floor of the building plus the ground level, on-site open space;

(13) An interior space provided as an open space feature in accordance with the requirements herein;

- (14) Floor area devoted to child care facilities provided that:
 - (A) Allowable indoor space is no less than 3,000 square feet and no more than 6,000 square feet, and
 - (B) The facilities are made available rent free, and
 - (C) Adequate outdoor space is provided adjacent, or easily accessible, to the facility. Spaces such as atriums, rooftops or public parks may be used if they meet licensing requirements for child care facilities, and
 - (D) The space is used for child care for the life of the building as long as there is a demonstrated need. No change in use shall occur without a finding by the Redevelopment Agency that there is a lack of need for child care and that the space will be used for a facility described herein dealing with cultural, educational, recreational, religious, or social service facilities;

- (15) Floor area permanently devoted to cultural, educational, recreational, religious or social service facilities available to the general public at no cost or at a fee covering actual operating expenses, provided that such facilities are:
 - (A) Owned and operated by a nonprofit corporation or institution, or
 - (B) Are made available rent-free for occupancy only by nonprofit corporations or institutions for such functions. Building area subject to this subsection shall be counted as occupied floor area, except as provided herein, for the purpose of calculating the off-street parking and freight loading requirements;
 - (C) For the purpose of calculating the off-street parking and freight loading requirement for the project, building area subject to this subsection shall be counted as occupied floor area, except as provided herein.

Home Occupation. A work-related use in a Dwelling Unit intended for sole proprietor businesses.

Leasable Floor Area. The Floor Rentable Area, as defined and calculated in the 1996 Building Owners and Managers Association International publication “Standard Method for Measuring Floor Area in Office Buildings.”

Live/Work Unit. A building or portion of a building combining residential living space with an integrated work space principally used by one or more of the residents. Live/work Units are subject to the same land use controls as Dwelling Units.

Local-Serving Business. A local-serving business provides goods and/or services which are needed by residents and workers in the immediately surrounding neighborhood to satisfy basic

personal and household needs on a frequent and recurring basis, and which if not available would require trips outside of the neighborhood. Also referred to as “neighborhood-serving” business.

Local-Serving Child Care Facility. A local-serving institutional use, which provides less than 24-hour care for children by licensed personnel and which meets the requirements of the State of California and other authorities. Such use is local-serving in that it serves primarily residents and workers of the immediately surrounding neighborhood on a frequent and recurring basis, and which if not available would require trips outside of the neighborhood.

Nighttime Entertainment. An assembly and entertainment use that includes dance halls, discotheques, nightclubs, private clubs, and other similar evening-oriented entertainment activities, excluding Adult Entertainment, which require dance hall keeper police permits or place of entertainment police permits which are not limited to non-amplified live entertainment, including Restaurants and Bars which present such activities, but shall not include any arts activities or spaces as defined by this Plan, any Theater performance space which does not serve alcoholic beverages during performances, or any temporary uses permitted by this Plan.

Office Use. A space within a structure intended or primarily suitable for occupancy by persons or entities which perform for their own benefit or provide to others at that location, administrative services, design services, business and professional services, financial services or medical services, excluding office space and administrative uses associated with Manufacturing, as described in Sections 302.3 and 302.4, above.

Open Air Sales. A retail use involving open air sale of new and/or used merchandise, except vehicles, but including agricultural products, crafts, and/or art work.

Open Recreation. An area, not within a building, which is provided for the recreational uses of patrons of a commercial establishment.

Outdoor Activity Area. An area, not including primary circulation space or any public street, located outside of a building or in a courtyard which is provided for the use or convenience of patrons of a commercial establishment including, but not limited to, sitting, eating, drinking, dancing, and food-service activities.

Parking. A parking facility serving uses located on either parcels or blocks occupied by said facility or on other parcels or blocks.

Plan Documents. This Plan and its implementing documents including, without limitation, any owner participation agreements, the Mission Bay ~~North~~South Design for Development and the Mission Bay Subdivision Ordinance and regulations adopted thereunder.

Restaurant. A full service or self-service retail facility primarily for eating use which provides ready-to-eat food to customers for consumption on or off the premises, which may or may not

provide seating, and which may include a Bar. Food may be cooked or otherwise prepared on the premises.

Retail Sales and Services. A commercial use which provides goods and/or services directly to the customer including Outdoor Activity Areas and Open Air Sales Areas. It may provide goods and/or services to the business community, provided that it also serves the general public.

Storage. A use which stores goods and materials used by households or businesses at other locations, but which does not include junk, waste, salvaged materials, automobiles, inflammable or highly combustible materials. A storage building for household or business goods may be operated on a self-serve basis.

Theater. An assembly and entertainment use other than Adult Entertainment, which displays motion pictures, slides, or closed-circuit television pictures, or is used as live theater performance space.

Walk-Up Facility. A structure designed for provision of pedestrian-oriented services, located on an exterior building wall, including window service, self-service operations, and automated bank teller machines (“ATMs”).

ATTACHMENT 6

PLANNING COMMISSION RESOLUTION

September 17, 1998

Case No. 96.771EMTZR
Finding of Consistency
With the General Plan and
Sections 320 through 325 of the
Planning Code And Recommending
For Approval of the Mission
Bay South Redevelopment Plan

SAN FRANCISCO
CITY PLANNING COMMISSION

RESOLUTION NO. 14702

WHEREAS, On September 17, 1998, by Resolution No. 14698, the Planning Commission adopted amendments to the General Plan and recommended to the Board of Supervisors approval of those amendments to the General Plan including amendments to Part 2 of the Central Waterfront Plan which would eliminate the Mission Bay Specific Plan in order to facilitate the adoption of proposed Mission Bay North and Mission Bay South Redevelopment Plans which would guide the development of the Mission Bay area of the City, generally bounded by Townsend Street to the north, Third Street and Terry Francois Boulevard to the east, Mariposa Street to the south, and Interstate 280 and Seventh Street to the west, for the term of the Redevelopment Plans; and

WHEREAS, Pursuant to Section 33346 of the California Health and Safety Code regarding California Redevelopment Law, the planning policies and objectives and land uses and densities of the Redevelopment Plans must be found consistent with the General Plan prior to Redevelopment Plan approval by the Board of Supervisors; and

WHEREAS, The Planning Commission wishes to facilitate the physical, environmental, social and economic revitalization of the Mission Bay area, using the legal and financial tools of a Redevelopment Plan, while creating jobs, housing and open space in a safe, pleasant, attractive and livable mixed use neighborhood that is linked rationally to adjacent neighborhoods; and

WHEREAS, The proposed Mission Bay South Redevelopment Plan provides for a type of development, intensity of development and location of development that is consistent with the overall goals and objectives and policies of the General Plan as well as the Eight Priority Policies of Section 101.1 of the Planning Code; and

WHEREAS, The Planning Commission believes that the Mission Bay South Redevelopment Plan would achieve these objectives; and

WHEREAS, The proposed Mission Bay South Redevelopment Plan ("Plan") and its implementing documents, including, without limitation, owner participation agreements, the Design for Development and the Mission Bay Subdivision Ordinance (the "Plan Documents") contain the

land use designations of Commercial Industrial and Commercial Industrial/Retail which could allow development of up to approximately 5.9 million square feet of commercial/industrial space, including office space, over the next 30 years; and

WHEREAS, The Design for Development document proposed for adoption by the San Francisco Redevelopment Agency (“Agency”) contains detailed design standards and guidelines for all proposed development in the Mission Bay South Redevelopment Plan Area (“South Plan Area”); and

WHEREAS, The South Plan Area comprises approximately 238 acres bounded by the south embankment of the China Basin Channel and Seventh Street, Interstate 280, Mariposa Street, Terry Francois Boulevard and Third Street; and

WHEREAS, Any office development in the South Plan Area will be subject to the limitation on the amount of square footage which may be approved, as set forth in Planning Code 321 or as amended by the voters; and

WHEREAS, Planning Code Sections 320-325 require review of proposed office development, as defined in Planning Code Section 320, by the Planning Commission and consideration of certain factors in approval of any office development; and

WHEREAS, Based upon the information before the Planning Commission regarding design guidelines for the South Plan Area, location of the Commercial Industrial and Commercial Industrial/Retail land use designations in the South Plan Area, and the goals and objectives of the Plan and the Plan Documents, the Planning Commission hereby makes the findings set forth below, in accordance with Planning Code Section 321; and

WHEREAS, The Planning Commission has reviewed and considered the factors set forth in Planning Code Section 321(b) in order to make the determination that the office development contemplated by the Plan in particular would promote the public welfare, convenience and necessity. Those factors include consideration of the balance between economic growth and housing, transportation and public services, the contribution of the office development to the objectives and policies of the General Plan, the quality of the design of the proposed office development, the suitability of the proposed office development for its location, the anticipated uses of the proposed office development, in light of employment opportunities to be provided, needs of existing businesses, and the available supply of space suitable for such anticipated uses, the extent to which the proposed development will be owned or occupied by a single entity, and the use of transferable development rights for such office development; and

WHEREAS, The Planning Commission will review the design and details of individual office developments which are proposed in the South Plan Area, using the design standards and

guidelines set forth in the Design for Development reviewed by this Planning Commission, to confirm that the specific office development continues to be consistent with the findings set forth herein; and

WHEREAS, On September 17, 1998 by Motion No. 14696, the Commission certified the Final Subsequent Environmental Impact Report (“FSEIR”) as accurate, complete and in compliance with the California Environmental Quality Act (“CEQA”); and

WHEREAS, On September 17, 1998 by Resolution No. 14697, the Commission adopted findings in connection with its consideration of, among other things, the adoption of the Mission Bay South Redevelopment Plan, under CEQA, the State CEQA Guidelines and Chapter 31 of the San Francisco Administrative Code and made certain findings in connection therewith, which findings are hereby incorporated herein by this reference as if fully set forth; and

WHEREAS, The Planning Commission finds the Mission Bay South Redevelopment Plan as described in Exhibit A to this Resolution consistent with the General Plan, as it is proposed to be amended, and to Section 101.1 of the Planning Code as described in Exhibit A to Resolution No. 14699 which findings are hereby incorporated herein by this reference as if fully set forth.

NOW, THEREFORE ,BE IT RESOLVED, That the Planning Commission having considered this proposal at a public meeting on September 17, 1998 pursuant to Planning Code Sections 302(b) and 340, having heard and reviewed oral and written testimony and reports, and having reviewed and certified the Final Subsequent Environmental Impact Report on the Redevelopment Plans as adequate and complete, does hereby find the Mission Bay South Redevelopment Plan , dated September 4, 1998, in conformity with the General Plan as it is recommended to be amended by Resolution No. 14698 ; and

BE IT FURTHER RESOLVED, That the Planning Commission hereby finds that the office development contemplated by the Plan in particular promotes the public welfare, convenience and necessity for the following reasons:

1. The office development is part of the Plan, which would eliminate blighting influences and correct environmental deficiencies in the South Plan Area through a comprehensive plan for redevelopment, including the implementation of Risk Management Plans to address environmental deficiencies.
2. The Plan and Plan Documents include a series of detailed design standards and guidelines which will ensure quality design of office development as well as a quality urban design scheme.
3. The Plan provides the important ability to retain and promote, within the City and County of San Francisco, academic and research activities associated with UCSF through the provision of a major new site and space for adjacent office and related uses.

4. The retention of UCSF through the Plan will also allow the facilitation of commercial-industrial sectors expected to emerge or expand due to their proximity to the UCSF new site, which sectors are likely to need office space as part of their activities.
5. Implementing permitted office uses as part of the Plan enables the achievement of a coordinated mixed-use development plan incorporating many features, such as large open spaces and parks and a new street grid, which would not be achieved if the area were to be developed in a piecemeal fashion under existing land ownership patterns and regulations.
6. Implementing the office use contemplated by the Plan would strengthen the economic base of the South Plan Area and the City as a whole by strengthening retail and other commercial functions in the South Plan Area community through the addition of approximately 358,600 leasable square feet of various kinds of retail space, and about 5,953,000 leasable square feet of mixed office, research and development and light manufacturing use:
7. Build-out, including office uses, of both the Mission Bay North Redevelopment Plan Area and the South Plan Area is anticipated to result in significant positive fiscal impacts to the City. These impacts include a cumulative surplus to the City's General Fund of up to \$452 million in 1998 dollars. Another approximately \$117 million in net revenues will accrue to other City funds with dedicated uses, such as senior programs, hotel tax funds (including grants for the arts, fine art museums, visitors and convention services and housing), the Department of Public Works and MUNI. The San Francisco Unified School District is projected to receive a net cumulative surplus of about \$5 million.
8. The development proposed by the Project will also have significant positive economic impacts on the City. At full build-out, employment in the Mission Bay North and South Plan Areas is expected to be about 31,100. Direct and indirect job generation is estimated to be about 42,000. About 56% of the direct and indirect jobs are expected to be held by San Francisco residents. The estimated total of 23,500 jobs will comprise about 5% of all jobs held by City residents. Project-related construction employment is projected to total 700 annual full-time equivalent jobs over the build-out period, representing a five percent increase in the City's construction job industry base. The employees working at Mission Bay are expected to generate total household wealth of about \$1.5 billion annually. Total direct and indirect wages are expected to be \$2.15 billion, of which \$1.2 billion is expected to be earned by San Franciscans.
9. The Plan provides an unprecedented system for diversity and economic development, including good faith efforts to meet goals for hiring minority-and women-owned consulting and contracting businesses, hiring of minority and women laborers, compliance with prevailing wage policies, participation in the City's "First Source Hiring Program" for economically disadvantaged individuals, and contribution of \$3 million to the City to help fund the work force development program. The Plan also includes the payment of fees for child care and school facilities. Development of office uses will help to create the employment opportunities to achieve such hiring goals.

10. The Plan includes the opportunity for substantial new publicly accessible open spaces totaling approximately 49 acres, including a large Bayfront park and open space on both edges of the Channel. Office users will benefit from the conveniently located open space, and the development of office uses will help to finance the provision of such open space and its maintenance.

11. The office uses would be located in an ideal area to take advantage of a wide variety of transit, including the Third Street light rail system. The South Plan Area has been designed in consultation with the City, including MUNI, to capitalize on opportunities to coordinate with and expand transit systems to serve the Project. The South Plan Area also includes Transportation Management Programs which will be in place throughout the development of the Plan Areas.

12. The South Plan Area includes sites for both a new school site and fire/police stations to serve the South Plan Area, so that necessary services and assistance are available near the office uses and so that office uses will not otherwise burden existing services.

13. The Plan and Plan Documents include significant new infrastructure, including a linked program for creation of a comprehensive vehicular, bicycle and pedestrian circulation system. The public infrastructure will include public streets, underground pipes, traffic signals and open space, plus additional substantial infrastructure as described in the Mission Bay South Infrastructure Plan. The office development would be adequately served by the infrastructure and the tax increment generated by office development in the South Plan Area will also provide a critical component of the financing of such infrastructure.

14. This new infrastructure included in the Plan will be financed through a self-taxing financing device to be imposed upon the South Plan Area (excluding affordable housing sites and open space). If the uses in the South Plan Area, including any office uses, generate new property tax revenue, then 60% of that new revenue will be dedicated to retiring the special taxes which initially will finance the infrastructure to be donated to the City. This system will allow for substantial infrastructure to be constructed without contributions from the General Fund or new taxes on other areas of the City.

15. In addition, 20% of the new property tax revenue generated by the uses in the South Plan Area, including office uses, will be dedicated to the creation of affordable housing in Mission Bay; and

BE IT FURTHER RESOLVED, That the Planning Commission has considered the factors set forth in Planning Code Section 321(b)(3)(A)-(G) and finds as follows:

(A) The apportionment of potential office space over the course of many approval periods during the anticipated 30-year build-out of the South Plan Area will remain within the limits of Planning Code Section 321 and will maintain a balance between economic growth and housing, transportation and public services, pursuant to the terms of the Plan and the Plan Documents which provide for the appropriate construction and provision of housing, roadways, transit and all other necessary public services in accordance with the Infrastructure Plan; and

(B) As determined in this Resolution, above, and for the additional reasons set forth in Planning Commission Resolution No. 14699, the adoption of the Plan, which includes office uses and

contemplates office development, and all of the other implementation actions, are consistent with the objectives and policies of the General Plan and Priority Policies of Planning Code Section 101.1 and will contribute positively to the achievement of City objectives and policies as set forth in the General Plan; and

(C) The design guidelines for the South Plan Area are set forth in the Design for Development. This Planning Commission has reviewed the design standards and guidelines and finds that such standards and guidelines will ensure quality design of any proposed office development. In addition, the Planning Commission will review any specific office development subject to the terms of Planning Code §§320-325 to confirm that the design of that office development is consistent with the findings set forth herein; and

(D) The potential office development contemplated in the Plan is suitable for the South Plan Area where it would be located. As discussed above, transportation, housing and other public services including open space will be provided in the South Plan Area. In addition, the office development would be located convenient to UCSF, which will allow other businesses locating in the South Plan Area to be able to develop research and development, light industrial and office space as necessary to accommodate their needs. The office development would be located in an area which is not currently developed, nor is it heavily developed with other office uses; and

(E) As noted above, the anticipated uses of the office development will enhance employment opportunities and will serve the needs of UCSF and other businesses which wish to locate in the South Plan Area, where the underdeveloped nature of the area provides a readily available supply of space for potential research and development, light industrial and office uses; and

(F) The proposed office development is available to serve a variety of users, including a variety of businesses expected to locate or expand in proximity to the UCSF site, and could accommodate a multiplicity of owners; and

(G) The Plan does not provide for the use of transferrable development rights ("TDRs") and this Planning Commission does not believe that the use of TDRs is useful or appropriate in the South Plan Area, given the availability of space for development and the fact that only one building in the South Plan Area, the former Fire Station No. 30, has been identified as a potential historic resource; and

BE IT FURTHER RESOLVED, That the Planning Commission will review and approve the design of specific office development which may be proposed in the South Plan Area and subject to the provisions of Planning Code §§320-325, using the design standards and guidelines set forth in the Design for Development, as reviewed by this Planning Commission, to confirm that the specific office development continues to be consistent with the findings set forth herein; and

BE IT FURTHER RESOLVED, That upon such determination, the Planning Commission will issue a project authorization for the proposed office development project; and

BE IT FURTHER RESOLVED, That the Planning Commission does hereby recommend approval of the Mission Bay South Redevelopment Plan to the Board of Supervisors.

I hereby certify that the foregoing Resolution was ADOPTED by the Planning Commission at a special joint hearing with the Redevelopment Agency Commission on September 17, 1998.

Linda Avery
Commission Secretary

AYES: Commissioners Antenore, Chinchilla, Joe, Martin and Mills

NOES: None

ABSENT: Commissioners Hills and Theoharis

ADOPTED: September 17, 1998

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COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 69-2015

Adopted November 3, 2015

CERTIFYING THE FINAL SUBSEQUENT ENVIRONMENTAL IMPACT REPORT FOR THE GOLDEN STATE WARRIORS EVENT CENTER AND MIXED-USE DEVELOPMENT ON BLOCKS 29-32 IN MISSION BAY SOUTH UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (“CEQA”) AND THE CEQA GUIDELINES; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA

WHEREAS, The Commission on Community Investment and Infrastructure, (“Commission”), the successor agency to the San Francisco Redevelopment Agency (“Successor Agency”), takes the following certification action in compliance with the California Environmental Quality Act (“CEQA”), the California Public Resources Code Sections 21000 et seq., and the CEQA Guidelines, 14 Cal. Code Reg. Sections 15000 et seq. (“CEQA Guidelines”) and acting in its capacity as lead agency under CEQA Section 21067; and,

WHEREAS, On September 17, 1998, the Commission of the former Redevelopment Agency of the City and County of San Francisco (“Redevelopment Commission”) by Resolution No. 182-98, and the San Francisco Planning Commission, by Resolution No. 14696, together acting as co-lead agencies for conducting environmental review for the Redevelopment Plans for the Mission Bay North Redevelopment Project Area and the Mission Bay South Redevelopment Project Area (the “Plans”), the Mission Bay North Owner Participation Agreement (“North OPA”) and the Mission Bay South Owner Participation Agreement (“South OPA”), and other permits, approvals and related and collateral actions (the “Mission Bay Project”), certified the Final Subsequent Environmental Impact Report (“Mission Bay FSEIR”) (State Clearinghouse Number 97092068), as a program EIR for Mission Bay North and South pursuant to CEQA and CEQA Guidelines Sections 15168 (Program EIR) and 15180 (Redevelopment Plan EIR). The Mission Bay FSEIR document provided programmatic environmental review of the overall Mission Bay Redevelopment Plan (consisting of the approximately 300-acre Mission Bay North and South Redevelopment Plan Areas); and,

WHEREAS, On the same day, the Redevelopment Commission adopted Resolution No. 183-98, which adopted environmental findings, including a mitigation monitoring and reporting program (“MMRP”) and a statement of overriding considerations, in connection with the approval of the Plans and other Mission Bay Project approvals, and adopted Resolution No. 190-98, approving the Redevelopment Plan for the Mission Bay South Redevelopment Project Area (“Plan”) and Resolution No. 193-98 authorizing execution of the South OPA and related documents between the Redevelopment Agency and the Mission Bay Master Developer (originally Catellus Development Corporation and now FOCIL-MB, LLC, the successor to Catellus Development Corporation); and,

WHEREAS, On October 19, 1998, the Board of Supervisors adopted Motion No. 98-132 affirming certification of the Mission Bay FSEIR by the Planning Commission and the Redevelopment Agency, and Resolution No. 854-98 adopting environmental findings, including an MMRP and a statement of overriding considerations, for the Mission Bay Project. On November 2, 1998, the San Francisco Board of Supervisors (“Board of Supervisors”), by Ordinance No. 335-98, adopted the Plans; and,

WHEREAS, On February 1, 2012, state law dissolved the Former Redevelopment Agency and required the transfer of certain of its assets and obligations to the Successor Agency, and on June 27, 2012, state law clarified that successor agencies are separate public entities, Cal. Health & Safety Code §34170 et seq. (“Redevelopment Dissolution Law”); and,

WHEREAS, Redevelopment Dissolution Law required creation of an oversight board to the successor agency and provided that with approval from its oversight board and the State Department of Finance (“DOF”), a successor agency may continue to implement “enforceable obligations” such as existing contracts, bonds and leases, that were executed prior to the suspension of redevelopment agencies’ activities. On January 24, 2014, DOF finally and conclusively determined that the Mission Bay North and South Owner Participation Agreements and Mission Bay Tax Increment Allocation Pledge Agreements are enforceable obligations pursuant to Health and Safety Code Section 34177.5(i); and,

WHEREAS, On October 2, 2012, the Board of Supervisors of the City, acting as the governing body of the Successor Agency, adopted Ordinance No. 215-12 (the “Implementing Ordinance”), which Implementing Ordinance was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that the Successor Agency is a separate legal entity from the City, and (b) established this Commission and the Office of Community Investment and Infrastructure (“OCII”) and delegated to the Commission the authority to (i) act in place of the Redevelopment Agency Commission to, among other matters, implement, modify, enforce and complete the Redevelopment Agency’s enforceable obligations, (ii) approve all contracts and actions related to the assets transferred to or retained by the Successor Agency, including, without limitation, the authority to exercise land use, development, and design approval, consistent with applicable enforceable obligations, and (iii) take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that this Commission deems appropriate, consistent with the Redevelopment Dissolution Law, to comply with such obligations; and,

WHEREAS, The Board of Supervisors’ delegation to this Commission includes the authority to act as the lead agency that administers environmental review for private projects in Mission Bay North and South Redevelopment Plan Areas in compliance with the requirements of CEQA and the CEQA Guidelines, including CEQA Section 21067; and,

WHEREAS, The proposed project is the Golden State Warriors Event Center and Mixed-Use Development at Mission Bay South Blocks 29-32, with the MUNI UCSF/Mission Bay Station Variant and the Third Street Plaza variant, and related actions (“Event Center Project” or “Project”), as described in Chapter 3 of the Final Subsequent Environmental Impact Report (“FSEIR”). The Project Sponsor is GSW Arena LLC (“GSW”), an affiliate of the Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association team. GSW proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space, and structured parking on an approximately 11-acre site on Bocks 29-32. The Project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. Francois Boulevard on the east; and

WHEREAS, In compliance with CEQA and the CEQA Guidelines, OCII determined that the Project required preparation of a Subsequent Environmental Impact Report and OCII provided public notice of that determination to governmental agencies and organizations and persons interested in the proposed project on November 19, 2014, initiating a 30-day public scoping period, which ended on December 19, 2014 and included a public scoping meeting on December 9, 2014.

WHEREAS, On June 5, 2015, OCII published and circulated the Draft Subsequent Environmental Impact Report (hereinafter “GSW DSEIR”) to local, state, and federal agencies and to interested organizations and individuals. In addition, electronic copies of the GSW DSEIR were made available for public review on the OCII website and paper copies of the GSW DSEIR were made available for public review at OCII (1 South Van Ness Avenue, 5th Floor), the San Francisco Planning Department (1660 Mission Street, 1st Floor, Planning Information Counter), the San Francisco Main Library (100 Larkin Street) and San Francisco Library, Mission Bay Branch (960 4th Street).

WHEREAS, Notices of availability of the GSW DSEIR and of the date and time of the public hearing were posted near the project site and published in a newspaper of general circulation in San Francisco on June 5, 2015.

WHEREAS, On October 23, 2015, OCII published the Final Subsequent Environmental Impact Report (“FSEIR”) for the Event Center Project consisting of the GSW DSEIR, the comments received during the review period, any additional information that became available after the publication of the GSW DSEIR, and the Responses to Comments document, all as required by law, copies of which are available through the Secretary of the Commission and at www.gsweventcenter.com, and are incorporated herein by reference; and,

WHEREAS, The administrative record that contains the GSW DSEIR, the FSEIR and all documents related to, or relied on in the preparation thereof has been prepared by OCII in accordance with the Jobs and Economic Improvement through Environmental Leadership Act (AB 900). Governor Jerry Brown certified the proposed project as an environmental leadership development project under this Act on April 30, 2015, and on May 27, 2015, the Joint Legislative Budget

Committee concurred with this certification. Therefore, this project is eligible for streamlined judicial review. Project EIR files have been made available for review by the Commission and the public. These files are available for public review at OCII at 1 South Van Ness Avenue, 5th Floor, can be found at www.gsweventcenter.com and are part of the record before the Commission; now therefore be it,

RESOLVED, The Commission hereby certifies the Final Environmental Impact Report identified as OCII Case No. ER-2014-919-97 (also identified as Planning Department Case No. 2014.1441E and State Clearinghouse No. 2014112045), Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 (hereinafter “Project”), based upon the following findings:

1. The Commission has reviewed and considered the FSEIR and hereby does find that the contents of said report and the procedures through which the FSEIR was prepared, publicized, and reviewed comply with the provisions of CEQA and the CEQA Guidelines.
2. The Commission hereby does find that the FSEIR concerning Case No. ER-2014-919-97, Event Center and Mixed-Use Development at Mission Bay Blocks 29-32, reflects its independent judgment and analysis, is adequate, accurate and objective, and that the Comments and Responses document contains no significant revisions to the GSW DSEIR, and hereby does certify the completion of said FSEIR in compliance with CEQA and the CEQA Guidelines.
3. The Commission, in certifying the completion of said FSEIR, hereby does find that the Project:
 - A. Will have a significant and unavoidable project-specific effect on the environment in the following areas:
 - 1) On days without a SF Giants game at AT&T Park:
 - a) Increased traffic congestion and traffic impacts at seven intersections that would operate at LOS E or LOS F.
 - b) Increased traffic congestion and traffic impacts at one freeway ramp location that would operate at LOS E or LOS F.
 - c) A substantial increase in transit demand that could not be accommodated by regional transit capacity that would result in a significant impact to North Bay and South Bay regional transit service (Caltrain, Golden Gate Transit and Water Emergency Transportation Authority (WETA)).
 - 2) On days with overlapping evening events at the project site and at

AT&T Park:

- a) Increased traffic and traffic impacts at ten additional intersections that would operate at LOS E or LOS F.
 - b) Increased traffic and traffic impacts at three freeway ramp locations that would operate at LOS E or LOS F.
 - c) A substantial increase in transit demand that could not be accommodated by regional transit capacity would result in a significant impact to East Bay, North Bay and South Bay regional transit service (Bay Area Rapid Transit, Caltrain, Golden Gate transit and WETA).
- 3) Without implementation of the Muni Special Event Transit Service Plan:
- a) Increased traffic congestion and traffic impacts at nine intersections that would operate at LOS E or LOS F.
 - b) Increased traffic congestion and traffic impacts at three freeway ramp locations that would operate at LOS E or LOS F.
 - c) Transit service operation impacts on the Muni T Third light rail line and the 22 Fillmore bus route.
 - d) Capacity utilization standard exceedances for Caltrain, Golden Gate Transit and WETA.
- 4) Increased ambient noise levels due to increased vehicular traffic along local roadways in the project vicinity and to crowd noise associated with events at the event center.
- 5) Construction-related emissions of criteria air pollutants (reactive organic gases and nitrogen oxides) that would exceed applicable significance thresholds.
- 6) Long-term operational emissions of criteria air pollutants (ROG and NOx) that would exceed applicable significance thresholds in connection with project operations, from sources including new vehicle trips, maintenance and operation of standby diesel generators, boilers and area sources such as landscape equipment and use of consumer products.
- B. Will result in unavoidable cumulatively considerable contributions to the following significant cumulative effects on the environment:
- 1) During peak hours, cumulative increased traffic congestion and

traffic impacts at 16 intersections that would operate at LOS E or LOS F.

- 2) Cumulative increased traffic congestion and traffic impacts at three freeway ramp locations that would operate at LOS E or LOS F.
 - 3) Cumulative capacity utilization exceedances for BART, Caltrain, Golden Gate Transit and WETA.
 - 4) Increased cumulative roadway traffic noise in the project vicinity.
 - 5) Increased cumulative construction-related and operational emissions of criteria air pollutants that would exceed applicable significance thresholds.
 - 6) Cumulative wastewater flows that could exceed the capacity of the Mariposa Pump Station and associated force mains and conveyance piping, and construction impacts resulting from future construction of improvements to the Mariposa Pump Station and associated facilities to expand wastewater treatment capacity.
4. The Commission has reviewed and considered the information contained in the FSEIR prior to approving the Project.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of November 3, 2015.



Commission Secretary

COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 70-2015

Adopted November 3, 2015

ADOPTING ENVIRONMENTAL REVIEW FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (“CEQA”) AND THE CEQA GUIDELINES, INCLUDING THE ADOPTION OF A MITIGATION MONITORING AND REPORTING PROGRAM AND A STATEMENT OF OVERRIDING CONSIDERATION IN CONNECTION WITH THE DEVELOPMENT OF THE GOLDEN STATE WARRIORS EVENT CENTER AND MIXED-USE DEVELOPMENT AT MISSION BAY SOUTH BLOCKS 29-32; MISSION BAY SOUTH REDEVELOPMENT AREA

WHEREAS, The Commission on Community Investment and Infrastructure, (“Commission”), the successor agency to the San Francisco Redevelopment Agency (“Successor Agency”), makes the following findings in compliance with the California Environmental Quality Act (“CEQA”), the California Public Resources Code Sections 21000 et seq., and the CEQA Guidelines, 14 Cal. Code Reg. Sections 15000 et seq. (“CEQA Guidelines”) and acting in its capacity as lead agency under CEQA Section 21067; and,

WHEREAS, On September 17, 1998, the Commission of the former Redevelopment Agency of the City and County of San Francisco (“Redevelopment Commission”) by Resolution No. 182-98, and the San Francisco Planning Commission, by Resolution No. 14696, together acting as co-lead agencies for conducting environmental review for the Redevelopment Plans for the Mission Bay North Redevelopment Project Area and the Mission Bay South Redevelopment Project Area (the “Plans”), the Mission Bay North Owner Participation Agreement (“North OPA”) and the Mission Bay South Owner Participation Agreement (“South OPA”), and other permits, approvals and related and collateral actions (the “Mission Bay Project”), certified the Final Subsequent Environmental Impact Report (“Mission Bay FSEIR”) (State Clearinghouse Number 97092068), as a program EIR for Mission Bay North and South pursuant to CEQA and CEQA Guidelines Sections 15168 (Program EIR) and 15180 (Redevelopment Plan EIR). The Mission Bay FSEIR document provided programmatic environmental review of the overall Mission Bay Redevelopment Plan (consisting of the approximately 300-acre Mission Bay North and South Redevelopment Plan Areas); and,

WHEREAS, On the same day, the Redevelopment Commission adopted Resolution No. 183-98, which adopted environmental findings, including a mitigation monitoring and reporting program (“MMRP”) and a statement of overriding considerations, in connection with the approval of the Plans and other Mission Bay Project approvals, and adopted Resolution No. 190-98, approving the Redevelopment Plan for the Mission Bay South Redevelopment Project Area (“Plan”) and Resolution No. 193-98 authorizing execution of the South OPA and related

documents between the Redevelopment Agency and the Mission Bay Master Developer (originally Catellus Development Corporation and now FOCIL-MB, LLC, the successor to Catellus Development Corporation); and,

WHEREAS, On October 19, 1998, the Board of Supervisors adopted Motion No. 98-132 affirming certification of the Mission Bay FSEIR by the Planning Commission and the Redevelopment Agency, and Resolution No. 854-98 adopting environmental findings, including an MMRP and a statement of overriding considerations, for the Mission Bay Project. On November 2, 1998, the San Francisco Board of Supervisors (“Board of Supervisors”), by Ordinance No. 335-98, adopted the Plans; and,

WHEREAS, On February 1, 2012, state law dissolved the Former Redevelopment Agency and required the transfer of certain of its assets and obligations to the Successor Agency, and on June 27, 2012, state law clarified that successor agencies are separate public entities, Cal. Health & Safety Code §34170 et seq. (“Redevelopment Dissolution Law”); and,

WHEREAS, Redevelopment Dissolution Law required creation of an oversight board to the successor agency and provided that with approval from its oversight board and the State Department of Finance (“DOF”), a successor agency may continue to implement “enforceable obligations” such as existing contracts, bonds and leases, that were executed prior to the suspension of redevelopment agencies’ activities. On January 24, 2014, DOF finally and conclusively determined that the Mission Bay North and South OPAs and Mission Bay Tax Increment Allocation Pledge Agreements are enforceable obligations pursuant to Health and Safety Code Section 34177.5(i); and,

WHEREAS, On October 2, 2012, the Board of Supervisors of the City, acting as the governing body of the Successor Agency, adopted Ordinance No. 215-12 (the “Implementing Ordinance”), which Implementing Ordinance was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that the Successor Agency is a separate legal entity from the City, and (b) established this Commission and the Office of Community Investment and Infrastructure (“OCII”) and delegated to the Commission the authority to (i) act in place of the Redevelopment Agency Commission to, among other matters, implement, modify, enforce and complete the Redevelopment Agency’s enforceable obligations, (ii) approve all contracts and actions related to the assets transferred to or retained by the Successor Agency, including, without limitation, the authority to exercise land use, development, and design approval, consistent with applicable enforceable obligations, and (iii) take any action that the Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that this Commission deems appropriate, consistent with the Redevelopment Dissolution Law, to comply with such obligations; and,

WHEREAS, The Board of Supervisors’ delegation to this Commission includes the authority to act as the lead agency that administers environmental review for projects in Mission Bay North and South Redevelopment Plan Areas in compliance with the

requirements of CEQA and the CEQA Guidelines, including CEQA Section 21067; and,

WHEREAS, The proposed project is the Golden State Warriors Event Center and Mixed-Use Development at Mission Bay South Blocks 29-32, with the MUNI UCSF/Mission Bay Station Variant and the Third Street Plaza variant, and related actions (“Event Center Project” or “Project”), as described in Chapter 3 of the Final Subsequent Environmental Impact Report (“FSEIR”). The Project Sponsor is GSW Arena LLC (“GSW”), an affiliate of the Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association team. GSW proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space, and structured parking on an approximately 11-acre site on Blocks 29-32. The Project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. Francois Boulevard on the east; and

WHEREAS, To implement the project, the Commission must take several actions including the approval of a new Major Phase, Basic Concept Design, and Schematic Design for Blocks 29-32; and amendments to the Mission Bay South Design for Development, Streetscape Plan and Signage Master Plan; and,

WHEREAS, The Executive Director also must take approval actions related to the project, including, without limitation, the approval of secondary use determination, approval of minor infrastructure plan amendments, and finding the subdivision map and irrevocable offer/easement vacations are consistent with the Mission Bay South Plan; and,

WHEREAS, OCII issued a Notice of Preparation, including an Initial Study on November 19, 2014; and,

WHEREAS, On June 5, 2015, OCII released for public review and comment the Draft Subsequent Environmental Impact Report for the Project, (OCII Case No. ER 2014-919-97, Planning Department Case No. 2014.1441E, State Clearinghouse No. 2014112045, the “GSW DSEIR”), which tiers from the Mission Bay FSEIR as provided by CEQA Guidelines Section 15168(c); and

WHEREAS, The Commission held a public hearing on the GSW DSEIR on June 30, 2015, and received written public comments until 5:00 pm on July 27, 2015, for a total of 52 days of public review; and

WHEREAS, On October 23, 2015, OCII published the FSEIR for the Event Center Project consisting of the GSW DSEIR, the comments received during the review period, any additional information that became available after the publication of the GSW DSEIR, and the Draft Summary of Comments and Responses, all as required by law, copies of which are available through the Secretary of the Commission and at www.gsweventcenter.com, and are incorporated herein by reference; and,

WHEREAS, The administrative record that contains the GSW DSEIR, the FSEIR and all documents related to, or relied on in the preparation thereof has been prepared by OCII in accordance with the Jobs and Economic Improvement through Environmental Leadership Act (AB 900). Governor Jerry Brown certified the proposed project as an environmental leadership development project under this Act on April 30, 2015, and on May 27, 2015, the Joint Legislative Budget Committee concurred with this certification. Therefore, this project is eligible for streamlined judicial review. Project EIR files have been made available for review by the Commission and the public. These files are available for public review at OCII at 1 South Van Ness Avenue, 5th Floor, can be found at www.gsweventcenter.com and are part of the record before the Commission, and are incorporated in this resolution by this reference; and

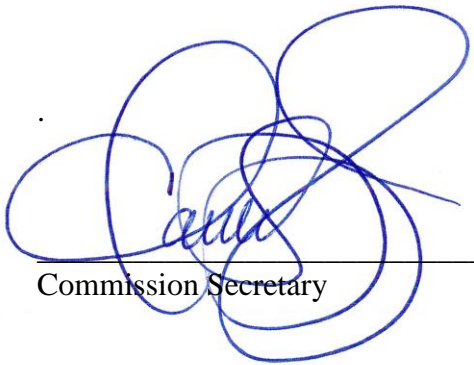
WHEREAS, On November 3, 2015, the Commission reviewed and considered the FSEIR and, by Resolution No. 69-2015, which is incorporated in this resolution by this reference, found that the FSEIR was prepared, publicized and reviewed in compliance with CEQA and the CEQA Guidelines, reflects its independent judgment and analysis, is adequate, accurate and objective, and the Comments and Responses document contains no significant revisions to the DSEIR; and certified the FSEIR in compliance with CEQA; and,

WHEREAS, OCII has prepared proposed Findings, as required by CEQA, regarding the alternatives, mitigation measures and significant environmental impacts analyzed in the FSEIR, overriding consideration for approving the Project, denoted as Exhibit A, and a proposed mitigation monitoring and reporting program denoted as Exhibit B, on file with the OCII Secretary and the San Francisco Planning Department under Case No. 2014.1441E, attached and incorporated in this resolution by this reference; now therefore be it

RESOLVED, That the Commission has reviewed and considered the FSEIR in relation to the Project actions associated with the Event Center Project that are before it and hereby adopts the Project CEQA Findings attached hereto as Exhibit A, including a statement of overriding considerations and the rejection of infeasible alternatives, and including as Exhibit B, the Mitigation Monitoring and Reporting Program; and,

RESOLVED, That the Executive Director is authorized to take any and all actions necessary to implement the Mitigation Monitoring and Reporting Program, attached hereto as Exhibit B, including, but not limited to, entering into agreements with the City and County of San Francisco to provide services assisting OCII with implementation duties.

I hereby certify that the foregoing resolution was adopted by the Commission at its meeting of November 3, 2015



Commission Secretary

Exhibit A: Environmental Review Findings

Exhibit B: Mitigation Monitoring and Review Program

EXHIBIT A

Mission Bay Blocks 29-32 – Event Center and Mixed-Use Development

CALIFORNIA ENVIRONMENTAL QUALITY ACT FINDINGS: FINDINGS OF FACT, EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, AND STATEMENT OF OVERRIDING CONSIDERATIONS

COMMISSION ON THE COMMUNITY INVESTMENT AND INFRASTRUCTURE

In determining to approve the Mission Bay Blocks 29-32 – Event Center and Mixed-Use Development Project (“Project”), the San Francisco Office of Community Investment and Infrastructure’s (“OCII”) Commission on Community Investment and Infrastructure (“OCII Commission”) makes and adopts the following findings of fact and decisions regarding mitigation measures and alternatives, and adopts the statement of overriding considerations, based on substantial evidence in the whole record of this proceeding and under the California Environmental Quality Act (“CEQA”), California Public Resources Code Sections 21000 et seq., particularly Sections 21081 and 21081.5, the Guidelines for Implementation of CEQA (“CEQA Guidelines”), 14 California Code of Regulations Sections 15000 et seq., particularly Sections 15091 through 15093, and Agency adopted CEQA Guidelines.

This document is organized as follows:

Section I provides a description of the Project proposed for adoption, the environmental review process for the Project, the approval actions to be taken and the location of records;

Section II identifies the impacts found not to be significant that do not require mitigation;

Sections III and IIIA identify potentially significant impacts that can be avoided or reduced to less-than-significant levels through mitigation and describe the disposition of the mitigation measures;

Sections IV and IVA identify significant impacts that cannot be avoided or reduced to less-than-significant levels and describe any applicable mitigation measures as well as the disposition of the mitigation measures;

Section V evaluates the different Project alternatives and the economic, legal, social, technological, and other considerations that support approval of the Project and the rejection of the alternatives, or elements thereof, analyzed; and

Section VI presents a statement of overriding considerations setting forth specific reasons in support of the OCII Commission’s actions and its rejection of the alternatives not incorporated into the Project.

The Mitigation Monitoring and Reporting Program (“MMRP”) for the mitigation measures that have been proposed for adoption is attached with these findings as **Exhibit B**. The MMRP is required by CEQA Section 21081.6, subdivision (a)(1), and CEQA Guidelines Sections 15091, subdivision (d), and 15097. **Exhibit B** provides a table setting forth each mitigation measure listed in the Final Subsequent Environmental Impact Report for the Project (“FSEIR”) that is required to reduce or avoid a significant adverse impact. **Exhibit B** also specifies the agency responsible for implementation of each measure. Where the Project Sponsor, GSW Arena LLC (“GSW” or “Project Sponsor”), an affiliate of Golden State Warriors, LLC, which owns and operates the Golden State Warriors National Basketball Association (“NBA”) team, is required to participate in the implementation of a mitigation measure, **Exhibit B** also states this requirement. **Exhibit B** also sets forth agency monitoring actions and a monitoring schedule for each mitigation measure. Where particular mitigation measures must be adopted and/or implemented by particular responsible agencies such as the City and County of San Francisco or one of its departments or commissions, the MMRP clearly identifies the agencies involved and the actions they must take. All of OCII’s specific obligations are also clear. The full text of each mitigation measure summarized or cited in these findings is set forth in **Exhibit B**. As explained further in the MMRP, in addition to listing mitigation measures, for the purposes of public disclosure and to assist in implementation and enforcement, the MMRP also lists “improvement measures,” “applicable regulations,” and the Project Transportation Management Plan (“TMP”).

These findings are based upon substantial evidence in the entire record before the OCII Commission. The references set forth in these findings to certain pages or sections of the Draft Subsequent Environmental Impact Report (“GSW DSEIR”) or the Responses to Comments document (“RTC”), which together constitute the FSEIR, are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings. A full explanation of the substantial evidence supporting these findings can be found in the FSEIR, and these findings hereby incorporate by reference the discussion and analysis in those documents supporting the FSEIR’s determinations regarding the Project’s impacts and mitigation measures designed to address those impacts. Reference to the GSW SEIR is intended as a general reference to information that may be found in either or both the GSW DSEIR or RTC.

I. APPROVAL OF THE PROJECT

A. Project Description

By this action, the OCII Commission adopts and takes action to implement substantially the Project identified in Chapter 3 of the FSEIR as modified by Chapter 14 of the FSEIR and the Muni University of California at San Francisco (“UCSF”)/Mission Bay Station Variant as described in Chapter 12 of the FSEIR with the option of the Third Street Plaza Variant. GSW proposes to construct a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking on an approximately 11-acre site on Blocks 29-32 within the Mission Bay South Redevelopment Plan Area of San Francisco.

The project site is bounded by South Street on the north, Third Street on the west, 16th Street on the south, and by the future planned realigned Terry A. Francois Boulevard on the east. The proposed event center would host the Golden State Warriors basketball team during the NBA season, and provide a year-round venue for a variety of other assembly and entertainment uses, including concerts, family shows, other sporting events, cultural events, conferences, and conventions.

The proposed roughly circular-shaped event center building would be located in the central-east portion of the site. The event center building would be approximately 135 feet at its roof peak, and would include multiple levels of varying elevations. The event center would be approximately 775,000 gross square feet (“gsf”) and would be programmed with a capacity of 18,064 seats for basketball games, but could be reconfigured for concerts for a maximum capacity of about 18,500. The performance and seating areas could also be reconfigured in a cut-down configuration to create a smaller venue space.

Two office and retail buildings would be located on the west side of the project site. Specifically, one would be located at the northwest corner of site at Third and South Streets (“South Street office and retail building”). The other would be located at the southwest corner of the site at Third and 16th Streets (“16th Street office and retail building”). The South Street office and retail building would be approximately 345,000 gsf, and the 16th Street office and retail building would be approximately 300,000 gsf. Both buildings would be 11 stories (160 feet tall at building rooftop); each office and retail building would consist of a podium ground level plus 5 podium levels (90 feet tall), with a 5-story (70-foot tall) tower (with smaller floorplate than the podium) above. These buildings could serve a variety of office and/or research and development uses, with retail uses on the lower floor(s).

Additional retail uses would front on South Street and Terry A. Francois Boulevard, including an approximately 32,000 gsf 3-story, 41-foot high “food hall” located at the corner of Terry A. Francois Boulevard and South Street. An approximately 11,550 gsf 2-story, 38-foot high “gatehouse” building would be located mid-point along Third Street and would provide retail uses and house elevators/escalators connecting to parking facilities on lower floors.

Approximately 3.2 acres of open space would be designed within the site, including a proposed Third Street Plaza (elevated at approximately 8 to 12 feet above Third Street) on the west side of the project site between the event center and Third Street, and a proposed ground-level Southeast Plaza in the southeastern corner of the site.

Three levels of enclosed onsite parking (two below grade: Lower Parking Levels 1 and 2, and one at street level: Upper Parking Level) would be located below the office and retail buildings

and plaza areas. A total of 950 vehicle parking spaces are proposed on-site, including spaces for Fuel Efficient Vehicles (“FEV”) and carpool vehicles. The Project also includes use of 132 existing off-site parking spaces in the 450 South Street parking garage, primarily accessed from South Street directly north of the project site, to provide additional parking to serve the Project employees. The Project would also have 30 commercial loading spaces serving the Project uses, including 13 on-site below grade loading spaces and 17 on-street commercial loading spaces provided on South Street (8 spaces), Terry A. Francois Boulevard south of South Street (8 spaces), and 16th Street (1 space).

1. Muni UCSF/Mission Bay Station Variant

The Project incorporates the Muni UCSF/Mission Bay Station Variant, which is a minor variation of the Project in which, rather than extending the northbound platform only, the existing high-level northbound and southbound passenger platforms at the UCSF/Mission Bay light rail stop would be removed and replaced with a single high-level center platform to accommodate both northbound and southbound light rail service passengers. The new center platform would be located between the northbound and southbound light rail tracks in the general location of the existing UCSF/Mission Bay Station southbound platform. The platform would be approximately 320 feet long by 17 feet wide (the existing side platforms are about 160 feet long by 9 feet wide) and would allow for two two-car light rail trains to simultaneously board or alight passengers along the platform.

2. Third Street Plaza Variant

The Third Street Plaza variant is a minor variation of the Project. Under this variant, the area of the proposed Third Street Plaza would be modified to be consistent with the design standards of the UCSF view easement on the project site. Consequently, the “gatehouse” building, located mid-block along Third Street under the Project, would be relocated and the elevated main plaza would be replaced with an at-grade “event space” with no above-grade structural development. As a result, the variant would not require approval by UCSF for termination of their view easement that extends east from Third Street onto the project site. This variant may be implemented at the election of the developer. The Project impacts and mitigation discussed below would not be affected by this election.

B. Project Area

1. Mission Bay

The approximate 300-acre Mission Bay Redevelopment Plan Area is located along San Francisco's central Bay waterfront, straddling Mission Creek Channel. In general, the Plan Area is bounded by Townsend Street to the north, Interstate 280 and Seventh Street to the west, Mariposa Street to the south, and San Francisco Bay to the east.

Before 1998, Mission Bay was characterized by low-intensity industrial development and vacant land. Since adoption of the North and South Plans in 1998, Mission Bay has undergone redevelopment into a mixture of residential, commercial (light industrial, research and development, labs and offices), retail, and educational/institutional uses and open space. As of 2014, 4,067 housing units (including 822 affordable units) of the planned 6,400 housing units within Mission Bay (roughly 64 percent) were complete, with another 900 (including 150 affordable units) under construction. Regarding office and laboratory space, approximately 1.7 million square feet of the 4.4 million square feet in the Mission Bay Plan Area (approximately 39 percent) was complete.

Approximately 82 percent of the previously-approved 2.65 million-square-foot UCSF North Campus has been developed, including six research buildings, an academic/office building, a campus community center, and a university housing development. The first phase of the UCSF Mission Bay Medical Center opened in early 2015. In addition, in November 2014, UCSF approved the Final UCSF 2014 Long Range Development Plan, which provides for additional planned development on the UCSF campus at Mission Bay through 2035. The City's new Public Safety Building at Third and Mission Rock Streets also became operational in April 2015. More than 15 acres of new non-UCSF parks and open space within Mission Bay have also been completed.

2. Project Site

No buildings are currently located on the site. Portions of the site are unutilized, including a depressed area (measuring approximately 320 feet by 280 feet) created by an excavation and backfill associated with a prior environmental cleanup on the site. Other portions of the site are currently used for surface parking. Specifically, paved surface metered parking facilities are located in the west and north portions of the site. The existing surface parking facilities are accessed from 16th Street and South Street and include a total of 605 parking spaces. Chain link fencing is installed on the perimeter of the project site.

3. Surrounding Uses

The UCSF Mission Bay campus is located west, northwest, southwest, and partially south of the project site. Fronting on Third Street directly west of the project site is an eight-story UCSF parking structure ("Third Street Garage"), and the UCSF Global Health and Clinical Sciences Building ("Mission Hall"). To the northwest of the project site fronting along Third Street is UCSF Hearst Tower, a 14-story building containing student housing; and to the north of that is the UCSF Helen Diller Family Cancer Research building. To the southwest of the project site fronting along Third Street is a complex containing the UCSF Energy Center, Betty Irene Moore Women's Hospital, Bakar Cancer Hospital, and Benioff Children's Hospital, which opened in February 2015. The UCSF Benioff Children's Hospital helipad, located atop the roof of the UCSF Ron Conway Gateway Medical Building at 1825 4th Street, also began operating in

February 2015. Directly south of the project site across 16th Street, between Third Street and Illinois Street, is a vacant lot recently acquired by UCSF (Blocks 33 and 34), which is planned for office space and possible outpatient clinical use development starting in 2016.

Directly south of the project site across 16th Street, between Illinois Street and Terry A. Francois Boulevard, is a recently-constructed six-story office building (409 Illinois Street) housing FibroGen Life Science and other biotech/high tech companies, and south of that is another recently-constructed six-story office building (499 Illinois Street) with biotech and UCSF clinical uses.

Directly north of the project site across and fronting on South Street are (from west to east) a vacant lot (recently acquired by Uber Technologies and Alexandria Real Estate Equities) and planned for development of office space, a six-story parking garage (450 South Street), and a six-story office building housing the Old Navy corporate headquarters.

Immediately east of the project site and west of Terry A. Francois Boulevard are City-owned parcels containing covered stockpiled materials. The planned Bayfront Park is located on Mission Bay Plan parcels P21 through P24, located northeast, east, and partially south of the project site. The north portion of the park (P21, located east of Terry A. Francois Boulevard, between Mission Bay Boulevard South and just south of Pierpoint Lane) is complete, and includes a landscaped parking lot and boat launch. The currently undeveloped central portion of the Bayfront Park is located east of the project site across Terry A. Francois Boulevard (on P22, from just south of Pierpoint Lane to just south of 16th Street). This portion of the park presently includes a paved trail (which constitutes a segment of the Bay Trail), surface parking lot, and unimproved open space. Construction of the south portion of Bayfront Park (on P23 and P24), located west of Terry A. Francois Boulevard between 16th Street and Mariposa Street, is currently underway in 2015 and scheduled for completion in 2016.

C. Project Objectives

Consistent with Section 103 of the Mission Bay South Redevelopment Plan and as presented in the *Mission Bay Final Subsequent Environmental Impact Report* (“Mission Bay FSEIR”), certified in September 1998, the primary objectives of the Mission Bay Redevelopment Plan are:

- Eliminating blighting influences and the correction of environmental deficiencies in the Project Area, including, but not limited to, abnormally high vacancies, abandoned buildings, incompatible land uses, depreciated or stagnant property values, and inadequate or deteriorated public improvements, facilities, and utilities.
- Retaining and promoting, within the City and County of San Francisco, academic and research activities associated with the University of California San Francisco, which seeks to provide space for existing and new programs and consolidate academic and support units from many dispersed sites at a single major new site which can

accommodate the 2,650,000-gross sq. ft. program analyzed in the UCSF 1996 Long Range Development Plan (“LRDP”).

- Assembling of land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation in the Project Area.
- Replanning, redesigning, and developing of undeveloped and underdeveloped areas which are improperly utilized.
- Providing flexibility in the development of the Project Area to respond readily and appropriately to market conditions.
- Providing opportunities for participation by owners in the redevelopment of their properties.
- Strengthening the community’s supply of housing by facilitating economically feasible, affordable housing through the installation of needed site improvements and expansion and improvement of the housing supply by the construction of approximately 6,090 market-rate units, including 1,700 units of very low-, low- and moderate-income housing.
- Strengthening the economic base of the Project Area and the community by strengthening retail and other commercial functions in the Project Area through the addition of approximately 1.5 million gross sq. ft. of retail space, a major hotel, and about 5,557,000 gross sq. ft. of mixed office, research and development, and light manufacturing uses.
- Facilitating emerging commercial-industrial sectors, including those expected to emerge or expand due to their proximity to the UCSF new site, such as research and development, biotechnical research, telecommunications, business service, multi-media services, and related light industrial through improvement of transportation access to commercial and industrial areas, improvement of safety within the Project Area, and the installation of needed site improvements to stimulate new commercial and industrial expansion, employment, and economic growth.
- Facilitating public transit opportunities to and within the Project Area to the extent feasible.
- Providing land in an amount of approximately 47 acres for a variety of open spaces.
- Achieving the objectives described above in the most expeditious manner feasible.

Consistent with the overall objectives of the Mission Bay Redevelopment Plan, GSW’s objectives for the proposed Event Center and Mixed-Use Development at Blocks 29-32 are to:

- Construct a state-of-the-art multi-purpose event center in San Francisco that meets National Basketball Association (NBA) requirements for sports facilities, can be used year-round for sporting events and entertainment and convention purposes with events

ranging in capacity from approximately 3,000-18,500, and expands opportunities for the City's tourist, hotel and convention business.

- Provide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project.
- Develop a project that meets high-quality urban design and high-level sustainability standards.
- Optimize public transit, pedestrian and bicycle access to the site by locating the project within walking distance to local and regional transit hubs, and adjacent to routes that provide safe and convenient access for pedestrians and bicycles.
- Provide adequate parking and vehicular access that meets NBA and project sponsor's reasonable needs for the event center and serves the needs of project visitors and employees, while encouraging the use of transit, bicycle, and other alternative modes of transportation.
- Provide the City with a world class performing arts venue of sufficient size to attract those events which currently bypass San Francisco due to lack of a world class 3,000-4,000 seat facility.
- Develop a project that promotes environmental sustainability, transportation efficiency, greenhouse gas reduction, stormwater management using green technology, and job creation consistent with the objectives of the California Jobs and Economic Improvement Through Environmental Leadership Act (AB 900),¹ as amended.

D. Environmental Review

1. Preparation of the FSEIR

As noted above, the EIR prepared for the Project is a Subsequent EIR ("SEIR"), tiered from the certified *Mission Bay Final Subsequent Environmental Impact Report* ("Mission Bay FSEIR"), which provided programmatic environmental review of the overall Mission Bay Redevelopment Plan (consisting of the Mission Bay North Redevelopment Plan and Mission Bay South Redevelopment Plan). The Mission Bay FSEIR evaluated the potential environmental effects of the overall development of the approximately 300-acre Mission Bay Plan Area.

¹ AB 900, effective January 1, 2012, provides streamlining benefits under CEQA for privately-financed projects located on an infill site that has been determined to generate thousands of jobs and include state-of-the-art pollution reductions.

The Project at Blocks 29-32 is a subsequent activity allowed under, and consistent with, the Mission Bay South Redevelopment Plan. Consistent with the major redevelopment objectives in the Mission Bay South Redevelopment Plan, the Project would further diversify the economic base of the Mission Bay South Redevelopment Plan Area and add retail and entertainment amenities to the area. The Project would also provide Mission Bay employees and residents with additional opportunities to engage in recreational activities near their homes and jobs. The Project also promotes the Plan Bay Area's objective to create "neighborhoods where transit, jobs, schools, services and recreation are conveniently located near people's homes." (See Association of Bay Area Governments ("ABAG") / Metropolitan Transportation Commission ("MTC") Plan Bay Area, p. 42.)

On November 19, 2014, OCII, as lead agency responsible for administering the environmental review for private projects in the Mission Bay North and South Redevelopment Plan Area of San Francisco, issued a Notice of Preparation ("NOP") to notify and inform agencies and interested parties about the Project and to initiate the CEQA environmental review process for the Project. The NOP included an Initial Study, which described and analyzed environmental resource areas that would not be significantly affected by the Project and included mitigation measures to reduce certain impacts to less than significant levels. The Initial Study determined that the following topics were adequately analyzed in the Mission Bay FSEIR such that the Project would have no new significant impacts or no substantially more severe impacts previously found significant on these resources: Land Use; Population and Housing; Cultural and Paleontological Resources; Recreation; Air Quality (odors); Utilities and Services Systems (water supply and solid waste); Public Services (schools, parks, and other services); Biological Resources; Geology and Soils; Hydrology and Water Quality (groundwater, drainage, flooding, and inundation); Hazards and Hazardous Materials; Mineral and Energy Resources; and Agricultural and Forest Resources. As discussed further in the Initial Study and the RTC in the FSEIR, the Project as mitigated in the Initial Study will result in a less than significant impacts with respect to each of the above-listed topics.

During a 30-day public scoping period that ended on December 19, 2014, OCII accepted comments from agencies and interested parties identifying environmental issues that should be addressed in the SEIR. In addition, a public scoping meeting was held on December 9, 2014, to receive oral comments on the scope of the SEIR. OCII has considered the comments made by the public and agencies in preparing the SEIR on the Project.

The GSW DSEIR for the Project was published on June 5, 2015, and circulated to local, state, and federal agencies and to interested organizations and individuals for review from June 5, 2015, through July 27, 2015, for a total public comment period of 52 days. Paper copies of the GSW DSEIR were made available for public review at the following locations: (1) OCII, at 1 South Van Ness Avenue 5th Floor, San Francisco, California; (2) San Francisco Planning Department, 1660 Mission Street, 1st Floor, Planning Information Counter, San Francisco, California; (3) San Francisco Main Library, 100 Larkin Street, San Francisco, California; and

(4) San Francisco Library, Mission Bay Branch, 960 4th Street, San Francisco, California.² On June 5, 2015, the Planning Department also distributed notices of availability of the GSW DSEIR, published notification of its availability in a newspaper of general circulation in San Francisco, and posted notices at the project site.

During the public review period, OCII conducted a public hearing to receive oral comments on the GSW DSEIR. The public hearing was held before the OCII Commission on June 30, 2015, at San Francisco City Hall. A court reporter present at the public hearing transcribed the oral comments verbatim and prepared a written transcript. During the GSW DSEIR public review period, OCII received comments from approximately nine public agencies, 11 non-governmental organizations, and 155 individuals. See Chapter 11 of the FSEIR for a complete list of persons commenting on the GSW DSEIR.

The GSW DSEIR addressed environmental resource areas upon which the Project could result in potentially significant, physical environmental impacts as well as identified and analyzed alternatives to the Project. Specifically, the GSW DSEIR analyzed impacts to the following resources: Transportation and Circulation; Noise and Vibration; Air Quality; Greenhouse Gas Emissions; Wind and Shadow; Utilities and Service Systems (wastewater and stormwater); Public Services (police and fire services); and Hydrology and Water Quality (wastewater, stormwater, and flood hazards).

On October 23, 2015, OCII published the FSEIR, consisting of the GSW DSEIR, the comments received during the review period, any additional information that became available after the publication of the GSW DSEIR, and the RTC in fulfillment of requirements of CEQA and consistent with CEQA Guidelines Section 15132.

2. CEQA Streamlining

In addition to tiering from the Mission Bay FSEIR and focusing the environmental analysis on potentially significant impacts of the Project as identified in the Initial Study (see, e.g., GSW DSEIR, pp. 2-2 to 2-8; RTC, pp. 13.3-22 to 13.3-31), the GSW SEIR utilizes CEQA streamlining provisions set forth in Public Resources Code section 21099.

Public Resources Code Section 21099(d), effective January 1, 2014, provides that, “aesthetics and parking impacts of a [1] residential, mixed- use residential, or employment center project on an [2] infill site [3] located within a transit priority area shall not be considered significant impacts on the environment.” The Project meets all three of the criteria set forth in Public

² Electronic copies of the GSW SEIR and the administrative record could be accessed through the internet on the OCII website, Mission Bay webpage starting on June 5, 2015 at the following address: <http://www.sfocii.org/index.aspx?page=61>, and on the Planning Department website, Environmental Impacts and Negative Declarations webpage at the following address: <http://www.sf-planning.org/index.aspx?page=1828>.

Resources Code Section 21099(d). The Project qualifies as an employment center project because the project site is designated Commercial Industrial / Retail within the Mission Bay South Redevelopment Plan and the Project includes a floor area ratio that exceeds 0.75. (Pub. Resources Code, § 21099, subd. (a)(1).) The project site constitutes an infill site because, among other reasons, the site is located in an urban area within the City of San Francisco and was previously developed with industrial and commercial uses. (Pub. Resources Code, § 21099, subd. (a)(2).) Finally, the Project is located within a transit priority area because, among other reasons, the project site is located within one-half mile of several transit routes, including San Francisco Municipal Transportation Agency (SFMTA) Muni Metro stops connecting two or more major bus routes with a frequency of service interval of 15 minutes or less during the morning and afternoon peak commute periods. (Pub. Resources Code, §§ 21064.3, 21099, subd. (a)(7).) Thus, CEQA does not require the GSW SEIR to consider either aesthetics or the adequacy of parking in determining the significance of Project impacts.

Public Resources Code Section 21099(d) states that a Lead Agency maintains the authority to consider aesthetic impacts pursuant to local design review ordinances or other discretionary powers. Consistent with OCII's normal procedures, the design review process considers relevant design and aesthetic issues. Furthermore, for informational purposes, Chapter 3 of the GSW DSEIR, Project Description, includes graphic depictions of the Project and Chapter 5, Section 5.2, of the GSW DSEIR, Transportation and Circulation, presents a parking demand analysis and considers any secondary physical impacts associated with constrained supply (e.g., queuing by drivers waiting for scarce onsite parking spaces that affects the public right-of-way) as applicable in the transportation analysis.

3. Recirculation

Under section 15088.5 of the CEQA Guidelines, recirculation of an EIR is required when “significant new information” is added to the EIR after public notice is given of the availability of the Draft EIR for public review but prior to certification of the Final EIR. The term “information” can include changes in the project or environmental setting, as well as additional data or other information. New information added to an EIR is not “significant” unless the EIR is changed in a way that deprives the public of a meaningful opportunity to comment upon a substantial adverse environmental effect of the project or a feasible way to mitigate or avoid such an effect (including a feasible project alternative) that the project’s proponents have declined to implement. “Significant new information” requiring recirculation includes, for example, a disclosure showing that:

- (1) A new significant environmental impact would result from the project or from a new mitigation measure proposed to be implemented.
- (2) A substantial increase in the severity of an environmental impact would result unless mitigation measures are adopted that reduce the impact to a level of insignificance.

(3) A feasible project alternative or mitigation measure considerably different from others previously analyzed would clearly lessen the significant environmental impacts of the project, but the project's proponents decline to adopt it.

(4) The DEIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

(CEQA Guidelines, § 15088.5, subd. (a).)

Recirculation is not required where the new information added to the EIR merely clarifies or amplifies or makes insignificant modifications in an adequate EIR. The above standard is “not intend[ed] to promote endless rounds of revision and recirculation of EIRs.” (*Laurel Heights Improvement Assn. v. Regents of the Univ. of Cal.* (1993) 6 Cal.4th 1112, 1132 (*Laurel Heights*)). “Recirculation was intended to be an exception, rather than the general rule.” (*Ibid.*)

OCII recognizes that minor changes have been made to the Project and additional evidence has been developed after publication of the GSW DSEIR. Specifically, as discussed in the RTC, after publication of the GSW DSEIR, the Project Sponsor proposed Project refinements that are described in Chapter 12 of the FSEIR. The Project refinements constitute minor Project changes (generator relocation, project design to reduce wind hazards, transportation improvements, revised construction tower crane plan, modification of certain construction techniques, and modification of sources of electricity during construction). As described in the FSEIR, these refinements would result in either no changes to the impact conclusions or a reduction in the severity of the impact presented in the GSW DSEIR.

Chapter 12 of the FSEIR also includes an additional Project variant. Like the Project refinements, the variant constitutes a minor change to the Project. The variant would generally have the same impacts as those identified for the Project in the GSW DSEIR and all impact significance determinations would be the same.

Finally, the FSEIR includes supplemental data and information that was developed after publication of the GSW DSEIR to further support the information presented in the GSW DSEIR. None of this supplemental information affects the conclusions or results in substantive changes to the information presented in the GSW DSEIR or to the significance of impacts as disclosed in the GSW DSEIR. The OCII Commission finds that none of the changes and revisions in the FSEIR substantially affects the analysis or conclusions presented in the GSW DSEIR; therefore, recirculation of the GSW DSEIR for additional public comments is not required.

CEQA case law emphasizes that “[t]he CEQA reporting process is not designed to freeze the ultimate proposal in the precise mold of the initial project; indeed, new and unforeseen insights may emerge during investigation, evoking revision of the original proposal.” (*Kings County Farm Bureau v. City of Hanford* (1990) 221 Cal.App.3d 692, 736-737; see also *River Valley Preservation Project v. Metropolitan Transit Development Bd.* (1995) 37 Cal.App.4th 154, 168, fn. 11.) “CEQA compels an interactive process of assessment of environmental impacts and responsive project modification which must be genuine. It must be open to the public, premised upon a full and meaningful disclosure of the scope, purposes, and effect of a consistently described project, with flexibility to respond to unforeseen insights that emerge from the process.’ [Citation.] In short, a project must be open for public discussion and subject to agency modification during the CEQA process.” (*Concerned Citizens of Costa Mesa, Inc. v. 33rd Dist. Agricultural Assn.* (1986) 42 Cal.3d 929, 936.) Similarly, additional studies included in a Final EIR that result in minor modifications or additions to analysis concerning significant impacts disclosed in a Draft EIR does not constitute “significant new information” requiring recirculation of an EIR. (See *Mount Shasta Bioregional Ecology Center v. County of Siskiyou* (2012) 210 Cal.App.4th 184, 221 [incorporation of technical studies in a Final EIR disclosing additional locations affected by a significant noise impact identified in the Draft EIR did not require recirculation].) Here, the changes made to the Project and the additional evidence relied on in the FSEIR are exactly the kind of information and revisions that the case law recognizes as legitimate and proper and does not trigger the need to recirculate the GSW DSEIR. In fact, OCII requested many of the Project refinements and the performance of additional analysis based on comments received from the Mission Bay Citizens Advisory Committee, the UCSF Chancellor’s Office, neighborhood organizations in the vicinity of the Event Center, and other community stakeholders.

E. AB 900

The Project Sponsor applied to the Governor of California for certification of the Project as a leadership project under AB 900, and the application was subject to public review from March 2, 2015, through April 1, 2015. On March 21, 2015, the California Air Resources Board (CARB) issued Executive Order G-15-022, determining that the Project would not result in any net additional greenhouse gases (GHGs) for purposes of certification under AB 900. On April 30, 2015, Governor Edmund G. Brown Jr. certified the Project as an eligible project under AB 900, and the Governor’s Office of Planning and Research (OPR) forwarded the Governor’s determination to the Joint Legislative Budget Committee. OPR prepared an independent evaluation of the transportation efficiency analysis. On May 22, 2015, the State Legislative Analyst’s Office indicated that the Project aligns with the intent of AB 900, and recommended to the Joint Legislative Budget Committee that it concur with the Governor’s determination. On May 27, 2015, the Joint Legislative Budget Committee concurred with the Governor’s determination that the Project is an eligible project under AB 900.

The process of certifying a project as an environmental leadership project pursuant to AB 900, including quantification of GHG emissions, is a separate process from the preparation of an EIR under CEQA, with separate and distinct review and approval requirements. The Governor's findings and certification of the Project as an environmental leadership development project are final and are not subject to judicial review. (Pub. Resources Code, § 21184, subd. (b)(1).) Because the Project is an environmental leadership development project, OCII has complied with procedures set forth in Public Resources sections 21186 and 21187 as part of the administrative review process for the Project. In the event of litigation challenging approval of the Project by the OCII Commission (or by the Board of Supervisors after an administrative appeal), the environmental leadership development project is subject to Rules of Court specifically designed to ensure the actions or proceedings challenging the adequacy of an EIR adopted for an environmental leadership development project or the granting of project approvals for such a project, including any potential appeals therefrom, are resolved, within 270 days of certification of the record of proceedings. (Pub. Resources Code, § 21185.) The same is true of any state court litigation over any other project approvals needed by other state, regional, or local agencies for the Project. (*Id.*)

F. Consistency with the Mission Bay South Redevelopment Plan

The Mission Bay South Redevelopment Plan designates land uses for specific parcels within the Plan Area. Proposed land uses to be permitted for Blocks 29-32 are designated as Commercial Industrial/Retail, and the plan provides for either principal or secondary uses at this site. Primary uses are permitted in accordance with the Plan's provisions, and secondary uses are permitted, provided that such use generally conforms with redevelopment objectives and planning and design controls established pursuant to this Plan. As the GSW DSEIR explains on page 4-2, "[o]n September 17, 1998, by Resolution No. 14702, the Planning Commission determined that the Mission Bay South Redevelopment Plan provides for a type, intensity, and location of development that is consistent with the overall goals, objectives, and policies of the General Plan. Therefore, the project's consistency with the Mission Bay South Redevelopment Plan ... would ensure that the project would not obviously or substantially conflict with General Plan goals, policies, or objectives."

A project is consistent with a general plan "if, considering all its aspects, it will further the objectives and policies of the general plan and not obstruct their attainment." (*Corona-Norco Unified School Dist. v. City of Corona* (1993) 17 Cal.App.4th 985, 994.) A 100% match with each policy is not required. (*Clover Valley Foundation v. City of Rocklin* (2011) 197 Cal.App.4th 200, 238.) Rather, a lead agency must consider whether a project is "compatible with 'the objectives, policies, general land uses and programs specified in the general plan.'" (*Ibid.*) A project will only be considered inconsistent if it "conflicts with a general plan policy that is fundamental, mandatory, and clear." (*Endangered Habitats League, Inc. v. County of Orange* (2005) 131 Cal.App.4th 777, 782.)

The Mission Bay South Redevelopment Plan identifies the following principal uses under the Commercial Industrial/Retail land use designation applicable to Blocks 29-32: manufacturing; institutions; retail sales and services; arts activities; art spaces; office use; home and business services; animal care; wholesaling; automotive; and other uses (e.g., greenhouse, nursery, open recreation and activity areas, parking and certain telecommunications-related facilities). The following secondary uses are also identified: institutions, assembly and entertainment, and other uses (including public structures or uses of a nonindustrial character).

Additionally, the Mission Bay South Redevelopment Plan describes general controls and limitations for development, and sets limits on leasable square footages of various uses within defined zones within the Plan Area, including the project site. The Plan sets a maximum floor area ratio of 2.9 to 1 for the commercial industrial/ retail uses at the project site, and the maximum building height within the entire Plan Area is 160 feet. The plan further indicates that within the limits, restrictions, and controls established in the plan, OCII is authorized to establish height limits of buildings, land coverage, density, setback requirements, design and sign criteria, traffic circulation and access standards and other development and design controls in the Design for Development.

The OCII Commission finds that the Project does not conflict with any land use plans or policies that provide guidance for development proposed within the region, including the Mission Bay South Redevelopment Plan, the San Francisco General Plan, San Francisco Planning Code, Plan Bay Area, the 2010 Clean Air Plan, San Francisco Bay Plan, and the San Francisco Basin Plan.

G. Approval Actions

The OCII Commission, as the lead agency under CEQA for the Project, is responsible for certifying the FSEIR. Thereafter, local agencies and possibly one state agency will rely on the FSEIR for the approval actions listed below and in doing so will adopt CEQA findings, including a statement of overriding considerations and a mitigation monitoring and reporting program. With the exception of OCII and the OCII Commission, which together make up the Lead Agency, all other agencies approving the Project, including the City and County of San Francisco and its departments and commissions, will be acting as Responsible Agencies.³

The following approvals or permits are required for the Project to be implemented:

³ By Resolution 33-2015, to increase public participation in the CEQA process, the OCII Commission voluntarily requested that the Board of Supervisors consider any appeal filed of the OCII's certification of the GSW FSEIR. If such an appeal were filed, the Board would affirm or reverse that certification. If reversed, the Board would adopt findings and remand the FSEIR to the OCII for further action consistent with its findings. However, consistent with Ordinance No. 215-12, by which the Board of Supervisors, acting as the Successor Agency to the former San Francisco Redevelopment Agency, delegated final land use decisionmaking authority over the project area to the OCII Commission, the Board of Supervisors has no decision-making authority over the project except in its capacity as a responsible agency under CEQA.

- Approval by the OCII Executive Director of secondary use findings of consistency for the proposed event center
- Approval by the OCII Commission of a new Major Phase for Blocks 29-32, and related conditions of approval
- Approval by the OCII Commission of Combined Basic Concept and Schematic Designs (Schematic Designs) for the Project
- Approval by the OCII Commission (and any other City Departments as required under the Mission Bay South Plan, OPA, Interagency Corporation Agreement, and associated documents) of: amendments to the Mission Bay South Design for Development, and modifications to the Mission Bay South Signage Master Plan and Mission Bay South Streetscape Plan, and conditions of approval.
- Approval by Mayor, Department of Public Works Executive Director, and OCII Executive Director of any non-material changes to Mission Bay South Infrastructure Plan
- Entertainment Commission approval of applicable entertainment permits, including, but not limited to, a Place of Entertainment permit
- Planning Commission approval of office building Schematic Designs related to Proposition M allocation
- Port of San Francisco staff approval of changes to waterfront infrastructure, including roadway striping
- San Francisco MTA/Department of Public Works approval for reconfiguration of adjacent streets
- San Francisco Department of Public Works and Board of Supervisors approval of subdivision maps, including street vacations, acceptance of public improvements and right-of-way dedications, and encroachment permits to the extent required
- Termination or relocation of existing City-reserved easements by applicable City departments, including the San Francisco Public Utilities Commission, to the extent required
- San Francisco Department of Building Inspection approval of a building/site permit, and related approvals from other City departments including the San Francisco Public Utilities Commission (SFPUC) for utility connections
- Approval from the University of California (UCSF) to terminate and/or modify a view easement extending 100 feet within the project site along the Campus Way axis or consent to implementation of the Project if it encroaches into the view easement area (not required under the Third Street Plaza Project Variant)

H. Contents and Location of Record

The record upon which all findings and determinations related to the Project consists of those items listed in Public Resources Code section 21167.6, subdivision (e), including but not limited to the following documents, which are incorporated by reference and made part of the record supporting these findings:

- The NOP and all other public notices issued by OCII in conjunction with the Project.
- The GSW DSEIR and all documents referenced in or relied upon by the FSEIR. (The references in these findings to the FSEIR include the GSW DSEIR, the RTC, and the Initial Study.)
- The MMRP for the Project.
- All findings and resolutions adopted by OCII in connection with the Project, and all documents cited or referred to therein.
- All information including written evidence and testimony provided by City and OCII staff to the OCII Commission relating to the SEIR, the Project, and the alternatives set forth in the GSW SEIR or these CEQA findings.
- All information provided by the public, including the proceedings of the public hearings on the adequacy of the GSW DSEIR and the transcripts of the hearings, including the OCII Commission hearing on June 30, 2015, and written correspondence received by OCII staff during the public comment period of the GSW DSEIR.
- All information and documents included on the website prepared for the Project pursuant AB 900, which are available at the following link: <http://www.gsweventcenter.com/>

The OCII Commission has relied on all of the documents listed above in reaching its decision on the Project, even if not every document was formally presented to the Commission. Without exception, any documents set forth above not found in the Project files fall into one of two categories. In the first category, many of the documents reflect prior planning or legislative decisions of which the OCII Commission was familiar with when approving the Project. (See *City of Santa Cruz v. Local Agency Formation Com.* (1978) 76 Cal.App.3d 381, 391-392; *Dominey v. Dept. of Personnel Admin.* (1988) 205 Cal.App.3d 729, 738, fn. 6.) In the second category, documents that influenced the expert advice provided to OCII staff or consultants, who then provided advice to the OCII Commission as final decisionmakers, form part of the underlying factual basis for the OCII Commission's decisions relating to approval of the Project and properly constitute part of the administrative record. (See Pub. Resources Code, § 21167.6, subd. (e)(10); *Browning-Ferris Industries v. City Council of City of San Jose* (1986) 181

Cal.App.3d 852, 866; *Stanislaus Audubon Society, Inc. v. County of Stanislaus* (1995) 33 Cal.App.4th 144, 153, 155.)

The public hearing transcript, a copy of all letters regarding the GSW DSEIR received during the public review period, the administrative record, and background documentation for the FSEIR, as well as additional materials concerning approval of the Project and adoption of these findings are contained in the Project files. Project files are available by contacting Claudia Guerra, OCII Commission Secretary, the Custodian of Records for OCII, at the Office of Community Investment and Infrastructure, 1 South Van Ness Avenue, 5th Floor, San Francisco, CA 94103. All files have been available to the OCII Commission and the public for review in considering these findings and whether to approve the Project.

I. Findings About Significant Environmental Impacts and Mitigation Measures

The following Sections – II, III and IV – set forth the OCII Commission’s findings about the FSEIR’s determinations regarding significant environmental impacts and the mitigation measures proposed to address them. These findings provide the written analysis and conclusions of the OCII Commission regarding the environmental impacts of the Project and the mitigation measures included as part of the FSEIR and adopted by the OCII Commission as part of the Project. To avoid duplication and redundancy, and because the OCII Commission agrees with, and hereby adopts, the conclusions in the FSEIR, these findings will not repeat the analysis and conclusions in the FSEIR, but instead incorporates them by reference in these findings and relies upon them as substantial evidence supporting these findings.

In making these findings, the OCII Commission has considered the opinions of staff and experts, other agencies, and members of the public. The OCII Commission finds that the determination of significance thresholds is generally a decision requiring judgment within the discretion of OCII; the significance thresholds used in the FSEIR are supported by substantial evidence in the record, including the expert opinion of the FSEIR preparers and OCII staff; and the significance thresholds used in the FSEIR provide reasonable and appropriate means of assessing the significance of the adverse environmental effects of the Project. Thus, although as a legal matter, the OCII Commission is not bound by the significance determinations in the FSEIR (see Pub. Resources Code, § 21082.2, subd. (e)), the OCII Commission finds them persuasive and hereby adopts them as its own.

These findings do not attempt to describe the full analysis of each environmental impact contained in the FSEIR. Instead, a full explanation of these environmental findings and conclusions can be found in the FSEIR, and these findings hereby incorporate by reference the discussion and analysis in the FSEIR supporting the FSEIR’s determination regarding the Project’s impacts and mitigation measures designed to address those impacts. In making these findings, the OCII Commission ratifies, adopts and incorporates in these findings, the determinations and conclusions of the FSEIR relating to environmental impacts and mitigation

measures, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

As set forth below, the OCII Commission adopts and incorporates all of the mitigation measures within its authority and jurisdiction as lead agency, as set forth in the FSEIR and presented in the attached MMRP (**Exhibit B**), in order to substantially lessen or avoid the potentially significant and significant impacts of the Project. The MMRP will remain available for public review during the compliance period. In adopting mitigation measures from the FSEIR, the OCII Commission intends to adopt each of the mitigation measures proposed in the FSEIR for the Project for adoption by OCII. The OCII Commission also intends that the MMRP should include each and every mitigation measure included in the FSEIR, including those assigned to responsible agencies. Accordingly, in the event a mitigation measure recommended in the FSEIR has inadvertently been omitted in these findings or the MMRP, any such mitigation measure is hereby adopted and/or incorporated in the findings below by reference. In addition, in the event the language describing a mitigation measure set forth in these findings or the MMRP fails to accurately reflect the mitigation measures in the FSEIR due to a clerical error, the language of the policies and implementation measures as set forth in the FSEIR shall control. The impact numbers and mitigation measure numbers used in these findings reflect the impact and mitigation measure numbers used in the FSEIR.

In the section II, III and IV below, the same statutory findings are made for a category of environmental impacts and mitigation measures. Rather than repeat the identical finding dozens of times to address each and every significant effect and mitigation measure, the initial finding obviates the need for such repetition because in no instance is the OCII Commission rejecting the conclusions of the FSEIR or the mitigation measures recommended in the FSEIR for the Project.

II. IMPACTS FOUND TO BE LESS THAN SIGNIFICANT AND THUS REQUIRING NO MITIGATION

Under CEQA, no mitigation measures are required for impacts that are less than significant. (Pub. Resources Code, § 21002; CEQA Guidelines, §§ 15126.4, subd. (a)(3), 15091.) Based on substantial evidence in the whole record of this proceeding, the OCII Commission finds that implementation of the Project will not result in any significant impacts in the following areas and that these impact areas, therefore, do not require mitigation. In some instances, the Project would have no impact in a particular area; these instances are denoted below by "NI" for no impact.

A. Land Use and Land Use Planning

- 1. Impact LU-1, Impacts on an established community from physical division of the area.** (GSW DSEIR Appendix NOP-IS p. 29; RTC, Response LU-1; Response PP-1; Response PD-1.)

2. **Impact LU-2**, Consistency with plans, policies and regulations. (GSW DSEIR Appendix NOP-IS p. 30; RTC, Response LU-1; Response LU-2; Response PP-1; Response PD-1.)
3. **Impact LU-3**, Effects on existing land use character. (GSW DSEIR Appendix NOP-IS p. 32; RTC, Response LU-1; Response PP-1; Response PD-1.)
4. **Impact C-LU-1**, Significant cumulative impacts to land use (GSW DSEIR Appendix NOP-IS p. 34; RTC, Response LU-1; Response PD-1.)

B. Population and Housing

1. **Impact PH-1**, Effects of construction activities on population growth. (GSW DSEIR Appendix NOP-IS p. 39.)
2. **Impact PH-2**, Effects of construction on existing housing units and housing demand. (GSW DSEIR Appendix NOP-IS p. 40.)
3. **Impact PH-3**, Effects of construction on existing housing units or residents from displacement. (GSW DSEIR Appendix NOP-IS p. 40.)
4. **Impact PH-4**, Effects of operations on population growth. (GSW DSEIR Appendix NOP-IS p. 41; RTC, Response PD-4.)
5. **Impact PH-5**, Effects of operations on housing displacement or housing demand (GSW DSEIR Appendix NOP-IS p. 43.)
6. **Impact PH-6 (NI)**, Effects of operations on displacement of people (GSW DSEIR Appendix NOP-IS p. 43.)
7. **Impact C-PH-1**, Significant cumulative effects on population and housing (GSW DSEIR Appendix NOP-IS p. 43.)

C. Cultural and Paleontological Resources

1. **Impact CP-1**, Substantial adverse change to historical resources. (GSW DSEIR Appendix NOP-IS p. 47.)
2. **Impact CP-3**, Destruction of paleontological or geologic features (GSW DSEIR Appendix NOP-IS p. 55.)
3. **Impact CP-4**, Disturbance of human remains (GSW DSEIR Appendix NOP-IS p. 56.)

D. Transportation and Circulation

1. **Impact TR-1**, Construction-related ground transportation impacts (GSW DSEIR p. 5.2-111; RTC, Response TR-10; Response TR-11.)
2. **Impact TR-4**, Effects on transit demand without SF Giants game. (GSW DSEIR p. 5.2-135; RTC, Response TR-2; Response TR-5; Response TR-12.)
3. **Impact TR-7**, Effects on bicycle safety and accessibility without SF Giants game. (GSW DSEIR p. 5.2-157; RTC, Response TR-2; Response TR-7.)
4. **Impact TR-8**, Effects of loading on hazardous conditions or delays for traffic, transit, bikes or pedestrians. (GSW DSEIR p. 5.2-161; RTC, Response TR-2; Response TR-8.)
5. **Impact TR-9b**, Effects of construction lighting on UCSF helipad flight operations. (GSW DSEIR p. 5.2-266.)
6. **Impact TR-9c**, Obstruction of UCSF helipad airspace surfaces. (GSW DSEIR p. 5.2-267.)
7. **Impact TR-10**, Effects on emergency vehicle access without SF Giants game. (GSW DSEIR p. 5.2-166; RTC, Response TR-9; Response TR-11.)
8. **Impact TR-16**, Effects on bicycle safety and accessibility with overlapping SF Giants evening game. (GSW DSEIR p. 5.2-189; RTC, Response TR-2.)
9. **Impact TR-17**, Effects on emergency vehicle access with overlapping SF Giants evening game. (GSW DSEIR p. 5.2-189; RTC, Response TR-2.)
10. **Impact TR-23**, Effects on bicycle safety and accessibility without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-206; RTC, Response TR-2.)
11. **Impact TR-24**, Effects on loading without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-207; RTC, Response TR-2.)
12. **Impact TR-25**, Effects on emergency vehicle access without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-208; RTC, Response TR-2.)
13. **Impact C-TR-1**, Cumulative construction-related ground transportation impacts. (GSW DSEIR p. 5.2-210; RTC, Response TR-10; Response TR-11.)
14. **Impact C-TR-7**, Cumulative adverse bicycle impacts. (GSW DSEIR p. 5.2-230; RTC, Response TR-2.)
15. **Impact C-TR-8**, Cumulative adverse loading impacts. (GSW DSEIR p. 5.2-230; RTC, Response TR-2.)

16. Impact C-TR-10, Cumulative adverse emergency vehicle access impacts. (GSW DSEIR p. 5.2-230; RTC, Response TR-2.)

E. Noise and Vibration

1. Impact NO-1, Effects of construction on ambient noise levels in the Project vicinity above levels existing without the Project. (GSW DSEIR p. 5.3-20; FSEIR, Chapter 12, Sections 12.2.3 and 12.3.2; Response NOI-2; Response NOI-3; Response NOI-4.)

2. Impact NO-2, Construction noise in excess of standards in general plan, noise ordinance of other applicable standards. (GSW DSEIR p. 5.3-24; RTC, Response NOI-2; Response NOI-4.)

3. Impact NO-3, Effects of construction on groundborne vibration levels. (GSW DSEIR p. 5.3-24; FSEIR, Chapter 12, Section 12.3.2; Response NOI-3b; Response NOI-5.)

4. Impact C-NO-3, Noise impacts of UCSF helipad operations on Project occupants (GSW DSEIR p. 5.3-44.)

F. Air Quality

1. Impact AQ 3: Toxic Air Contaminants from Construction Activities. (GSW DSEIR p. 5.4-43; FSEIR, Chapter 12, Sections 12.2.1, 12.3.2; Response AQ-1; Response AQ-4; Response AQ-5; Response AQ-6.)

2. Impact C-AQ-2: Contribution to Cumulative Toxic Air Contamination and Diesel Particulate Matter Emissions (GSW DSEIR 5.4-56; FSEIR, Chapter 12, Sections 12.2.1, 12.3.2; Response AQ-1; Response AQ-5.)

G. Greenhouse Gas Emissions

1. Impact C-GG-1, Effect of greenhouse gas emissions or conflict with existing greenhouse gas regulations (GSW DSEIR p. 5.5-10; RTC, Response AB-1; Response GHG-2.)

H. Wind and Shadow

1. Impact C-WS-1, Cumulative impacts of development on wind in a manner that would substantially affect off-site public areas. (GSW DSEIR p. 5.6-19; FSEIR, Chapter 12, Section 12.2.2; Response WS-1.)

2. **Impact C-WS-2**, Cumulative shadow impacts on publically accessible open space or public areas within Mission Bay South Plan Area (GSW DSEIR p. 5.6-21; RTC, Response WS-2.)
3. **Impact C-WS-3**, Cumulative shadow impacts on publically accessible open space or public areas outside Mission Bay South Plan Area (GSW DSEIR p. 5.6-23; RTC, Response WS-2.)

I. Recreation

1. **Impact RE-1**, Effects on existing parks and recreational facilities. (GSW DSEIR Appendix NOP-IS p. 62; RTC, Response REC-1; Response REC-2.)
2. **Impact RE-2**, Project requires construction or expansion of recreational facilities. (GSW DSEIR Appendix NOP-IS p. 63; RTC, Response REC-1; Response REC-2.)
3. **Impact C-RE-1**, Cumulative recreational impacts. (GSW DSEIR Appendix NOP-IS p. 64.)

J. Utilities and Service Systems

1. **Impact UT-1**, Effects on water supply facilities or entitlements. (GSW DSEIR Appendix NOP-IS p. 66; RTC, Response UTIL-1; Response UTIL-2.)
2. **Impact UT-2**, Construction of new or expanded water treatment facilities. (GSW DSEIR Appendix NOP-IS p. 68; RTC, Response UTIL-1)
3. **Impact UT-3**, Sufficient permitted landfill capacity for Project's waste disposal needs. (GSW DSEIR Appendix NOP-IS p. 69.)
4. **Impact UT-4**, Project complies with federal, state and local statutes and regulations related to solid waste. (GSW DSEIR Appendix NOP-IS p. 71.)
5. **Impact UT-5**, Project in itself would require the construction of new, or expansion of existing, wastewater treatment facilities. (GSW DSEIR p. 5.7-11; RTC, Response UTIL-3; Response UTIL-4; Response UTIL-6.)
6. **Impact C-UT-1**, Cumulative utilities and service system impacts (GSW DSEIR Appendix NOP-IS p. 72.)
7. **Impact C-UT-3**, Cumulative impact on demand for new stormwater drainage facilities or expansion of existing facilities (GSW DSEIR p. 5.8-18; RTC, Response UTIL-7; Response UTIL-8.)

K. Public Services

1. **Impact PS-1**, Effects of Project on need for new or altered governmental facilities for schools or other services. (GSW DSEIR Appendix NOP-IS p. 75; RTC, Response PS-3.)
2. **Impact PS-2**, Effects of Project construction on fire protection, emergency medical services and law enforcement. (GSW DSEIR p. 5.8-11; RTC, Response PS-1; Response PS-2.)
3. **Impact PS-3**, Effects of Project operation on fire protection or emergency medical services. (GSW DSEIR p. 5.8-12; RTC, Response PS-1; Response PS-2.)
4. **Impact PS-4**, Effects of Project operation on law enforcement. (GSW DSEIR p. 5.8-14; RTC, Response PS-1; Response PS-2.)
5. **Impact C-PS-1**, Cumulative impacts on schools or other services (GSW DSEIR Appendix NOP-IS p. 75; RTC, Response PS-3.)
6. **Impact C-PS-2**, Cumulative impacts on fire protection, emergency medical services and law enforcement (GSW DSEIR p. 5.8-16; RTC, Response PS-1; Response PS-2.)

L. Biological Resources

1. **Impact BI-1**, Effects of Project on special status species. (GSW DSEIR Appendix NOP-IS p. 77; RTC, Response BIO-1; Response BIO-2; Response BIO-3.)
2. **Impact BI-2 (NI)**, Effects of Project on riparian habitat or sensitive natural community. (GSW DSEIR Appendix NOP-IS p. 79; RTC, Response BIO-1; Response BIO-4.)
3. **Impact BI-3**, Effects of Project on wetlands or navigable waters. (GSW DSEIR Appendix NOP-IS p. 79; RTC, Response BIO-1; Response BIO-2; Response BIO-5.)
4. **Impact BI-5**, Project complies with local policies or ordinances protecting biological resources (GSW DSEIR Appendix NOP-IS p. 83.)
5. **Impact C-BI-1**, Cumulative impacts on biological resources (GSW DSEIR Appendix NOP-IS p. 84; RTC, Response BIO-1; Response BIO-2; Response BIO-3; Response BIO-4; Response BIO-5; Response BIO-6.)

M. Geology and Soils

1. **Impact GE-1**, Exposure of people to rupture of earthquake fault, seismic groundshaking, ground failure or landslides. (GSW DSEIR Appendix NOP-IS p. 86; RTC, Response GEO-1; Response GEO-2; Response GEO-3; Response GEO-4.)

2. **Impact GE-2**, Erosion or loss of top soil. (GSW DSEIR Appendix NOP-IS p. 87.)
3. **Impact GE-3**, Location of Project on unstable soils, or creation of unstable soils by Project. (GSW DSEIR Appendix NOP-IS p. 88; RTC, Response GEO-5.)
4. **Impact GE-4**, Location of Project on expansive or problematic soils. (GSW DSEIR Appendix NOP-IS p. 91; RTC, Response GEO-6.)
5. **Impact GE-5**, Effect of Project on topography or unique geologic features (GSW DSEIR Appendix NOP-IS p. 92.)
6. **Impact C-GE-1**, Cumulative impacts related to geologic hazards (GSW DSEIR Appendix NOP-IS p. 92.)

N. **Hydrology and Water Quality**

1. **Impact HY-1**, Violation of water quality standards or degradation of water quality from construction-related activities (GSW DSEIR Appendix NOP-IS p. 99; RTC, Response HYD-2.)
2. **Impact HY-1a**, Violation of water quality standards or degradation of water quality from construction-related dewatering. (GSW DSEIR p. 5.9-31; RTC, Response HYD-1.)
3. **Impact HY-2**, Effects of Project operation on groundwater supplies and groundwater recharge. (GSW DSEIR Appendix NOP-IS p. 101.)
4. **Impact HY-3**, Effects of Project on existing drainage patterns and rates and amounts of surface runoff. (GSW DSEIR Appendix NOP-IS p. 102.)
5. **Impact HY-4**, Effects of Project on flood risk exposure and flood flows. (GSW DSEIR Appendix NOP-IS p. 102; RTC, Response HYD-6.)
6. **Impact HY-5**, Effects of Project on exposure to seiche or tsunami inundation. (GSW DSEIR Appendix NOP-IS p. 103; RTC, Response HYD-8.)
7. **Impact HY-7**, Effect of Project on exposure to flooding. (GSW DSEIR p. 5.9-41; RTC, Response HYD-6; Response HYD-7.)
8. **Impact C-HY-1**, Cumulative effects on hydrology and water. (GSW DSEIR Appendix NOP-IS p. 105; RTC, Response HYD-1; Response HYD-6; Response HYD-7; Response HYD-8.)
9. **Impact C-HY-2**, Cumulative impacts on compliance with National Pollutant Discharge Elimination System (“NPDES”) permit requirements, water quality standards

or waste water requirements related to changes in wastewater and stormwater discharges; on the Mission Bay separate stormwater system; or on polluted runoff. Cumulative wet weather flows would not contribute to an increase in combined sewer discharges. (GSW DSEIR p. 5.9-44; RTC, Response HYD-3; Response HYD-5.)

10. Impact C-HY-3, Cumulative impacts on flood risk (GSW DSEIR p. 5.9-48; RTC, Response HYD-6; Response HYD-7.)

O. Hazards and Hazardous Materials

1. Impact HZ-3, Effects on adopted emergency response and evacuation plans, and fire exposure risk. (GSW DSEIR Appendix NOP-IS p. 119; RTC, Response HAZ-8.)

2. Impact C-HZ-1, Cumulative impacts related to hazardous materials. (GSW DSEIR Appendix NOP-IS p. 121.)

P. Mineral and Energy Resources

1. Impact ME-1, Project utilization of large amounts of fuel, water or energy (GSW DSEIR Appendix NOP-IS p. 123; FSEIR, Chapter 12, Section 12.3.2; Response EN-1; Response PD-4.)

2. Impact C-ME-1, Cumulative impacts on energy resources (GSW DSEIR Appendix NOP-IS p. 125.)

III. FINDINGS OF POTENTIALLY SIGNIFICANT IMPACTS THAT CAN BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL

Public Resources Code section 21002 provides that “public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which would substantially lessen the significant environmental effects of such projects[.]” The same statute provides that the procedures required by CEQA “are intended to assist public agencies in systematically identifying both the significant effects of projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects.”

The mandate and principles announced in Public Resources Code section 21002 are implemented, in part, through the requirement that agencies must adopt findings before approving projects for which EIRs are required. For each significant environmental effect identified in an EIR for a project, the approving agency must issue a written finding reaching one or more of three permissible conclusions. (CEQA Guidelines, § 15091.) The first such finding is that changes or alterations have been required in, or incorporated into, the project which avoid or substantially lessen the significant environmental effect as identified in the final EIR. (CEQA Guidelines, § 15091, subd. (a)(1).) The second permissible finding is that such changes or alterations are within the responsibility and jurisdiction of another public agency and not the

agency making the finding, and such changes have been adopted by such other agency or can and should be adopted by such other agency. (CEQA Guidelines, § 15091, subd. (a)(2).) The third potential conclusion is that specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or project alternatives identified in the Final EIR. (CEQA Guidelines, § 15091, subd. (a)(3).) Public Resources Code, section 21061.1 defines “feasible” to mean “capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors.” CEQA Guidelines section 15364 adds another factor: “legal” considerations. (See also *Citizens of Goleta Valley v. Bd. of Supervisors* (1990) 52 Cal.3d 553, 565 (“*Goleta II*”).)

The concept of “feasibility” also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project. (*City of Del Mar v. City of San Diego* (1982) 133 Cal.App.3d 410, 417 (*City of Del Mar*); *Sierra Club v. County of Napa* (2004) 121 Cal.App.4th 1490, 1506-1509 [court upholds CEQA findings rejecting alternatives in reliance on applicant’s project objectives]; see also *California Native Plant Society v. City of Santa Cruz* (2009) 177 Cal.App.4th 957, 1001 (*CNPS*) [“an alternative ‘may be found infeasible on the ground it is inconsistent with the project objectives as long as the finding is supported by substantial evidence in the record’”] (quoting 1 Kostka & Zischke, *Practice Under the Cal. Environmental Quality Act* [Cont.Ed.Bar 2d ed. 2009], § 17.30, p. 825); *In re Bay-Delta Programmatic Environmental Impact Report Coordinated Proceedings* (2008) 43 Cal.4th 1143, 1165, 1166 [“[i]n the CALFED program, feasibility is strongly linked to achievement of each of the primary program objectives”; “a lead agency may structure its EIR alternative analysis around a reasonable definition of underlying purpose and need not study alternatives that cannot achieve that basic goal”].) Moreover, “‘feasibility’ under CEQA encompasses ‘desirability’ to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors.” (*City of Del Mar, supra*, 133 Cal.App.3d at p. 417; see also *CNPS, supra*, 177 Cal.App.4th at p. 1001 [“an alternative that ‘is impractical or undesirable from a policy standpoint’ may be rejected as infeasible”] [quoting 2 Kostka & Zischke, *Practice Under the Cal. Environmental Quality Act, supra*, § 17.29, p. 824]; *San Diego Citizenry Group v. County of San Diego* (2013) 219 Cal.App.4th 1, 17.)

The findings in this Section III and Section IIIA and in Section IV and Section IVA concern mitigation measures set forth in the FSEIR. These findings discuss mitigation measures as proposed in the FSEIR and as recommended for adoption by the OCII Commission. The full explanation of the potentially significant environmental impacts is set forth in the GSW DSEIR (including the Initial Study which OCII made part of the GSW DSEIR through its inclusion in GSW DSEIR Volume 3 – Appendix NOP-IS) and in some cases is further explained in the RTC. As indicated in the MMRP, in most cases, mitigation measures will be implemented by OCII or the Project Sponsor. In these cases, implementation of mitigation measures will be made

conditions of project approval. For each of these mitigation measures and the impacts they address, the OCII Commission finds that changes or alterations have been required in, or incorporated into, the Project which avoid or substantially lessen the significant environmental effect as identified in the GSW FSEIR. (CEQA Guidelines, § 15091, subd. (a)(1).)

In the case of all other mitigation measures, an agency other than OCII (either another City agency or a non-City agency) will have responsibility for implementation or assisting in the implementation or monitoring of mitigation measures. This is because certain mitigation measures are partly or wholly within the responsibility and jurisdiction of another public agency (other than OCII). In such instances, the entity that will be responsible for implementation is identified in the MMRP for the Project (**Exhibit B**). Generally, OCII has designated the agencies to implement mitigation measures as part of their existing permitting or program responsibilities. Based on past experience and ongoing relationships and communications with these agencies, OCII has reason to believe that they can and will implement the mitigation measures assigned to them. These agencies include, for example, the San Francisco Municipal Transportation Agency ("SFMTA"), which operates and maintains local traffic and transit systems, Port, which manages Port property, and other agencies, which will participate in mitigation measure implementation through their normal program operations, such as the Ballpark/Mission Bay Transportation Coordinating Committee. In the case of SFMTA, to the extent that mitigation measures identify new SFMTA responsibilities, SFMTA has indicated to OCII that it generally finds that it will be feasible to implement the mitigation measures.⁴

The OCII also will be assisted in monitoring implementation of mitigation measures by other agencies, as indicated in the MMRP in **Exhibit B**, such as the San Francisco Entertainment Commission, the San Francisco Department of Building Inspection ("DBI"), the San Francisco Department of Public Works ("SFPW") through their permit responsibilities, the San Francisco Public Utilities Commission ("SFPUC") through its operation of the City's combined sewer system, or the SFMTA as part of its operation and maintenance of traffic and transit systems. For each of these mitigation measures and the impacts they address, the OCII Commission finds that the changes or alterations are in whole or in part within the responsibility and jurisdiction of a public agency other than OCII and that the changes have been adopted by such other agency or can and should be adopted by such other agency. (CEQA Guidelines, § 15091, subd. (a)(2).)

The mitigation measures proposed for adoption in Sections III, IIIA, IV and IVA are the same as the mitigation measures identified in the FSEIR for the Project as proposed. The full text of all of the mitigation measures as proposed for adoption is contained in **Exhibit B**, the MMRP.

⁴ Letter from SFMTA Director of Transportation Edward D. Reiskin to Tiffany Bohee, OCII Executive Director, dated May 15, 2015 and Letter from SFMTA Director of Transportation Edward D. Reiskin to Tiffany Bohee, OCII Executive Director, dated October 20, 2015.

The OCII Commission adopts all of the mitigation measures proposed for the Project that are within the jurisdiction and control of OCII. For those mitigation measures that are the responsibility of agencies other than OCII (e.g., the City and County of San Francisco and its subsidiary agencies), the OCII Commission finds that those measures can and should be implemented by the other agencies as part of their existing permitting or program responsibilities. Based on the analysis contained in the GSW DSEIR and FSEIR, other considerations in the record, and the standards of significance, the OCII Commission finds that implementation of all of the proposed mitigation measures discussed in this Section III and Section IIIA will reduce potentially significant impacts to a less-than-significant level.

A. Cultural and Paleontological Resources

1. Impact CP-2: Adverse change in the significance of an archaeological resource. (GSW DSEIR Appendix NOP-IS p. 48; RTC, Section 13.10.2, Response CULT-1.) The Project could cause a substantial adverse change in the significance of an archaeological resource pursuant to CEQA Guidelines § 15064.5. Specifically, there is a reasonable presumption that archaeological resources may be present within the project site that could be disturbed during subsurface construction. However, the impact can be reduced to a less-than-significant level through Mitigation Measure M-CP-2a and Mitigation Measure M-CP-2b. Implementation of Mitigation Measure M-CP-2a would reduce any potential impacts to archaeological resources by retaining an archeological consultant to create a testing program and be available to conduct an archaeological monitoring and/or data recovery program. If an archaeological site associated with descendant Native Americans, the Overseas Chinese, or other descendant group is discovered, a representative of that descendant group shall be contacted and can monitor the archaeological field investigations of the site. Implementation of Mitigation Measure M-CP-2b would reduce any potential impacts to accidentally discovered buried or submerged historical resources by distributing an “ALERT” sheet to the Project prime contractor, to any Project subcontractor, or to any utilities firm involved in soils disturbing activities. If an archaeological resource is encountered, the soil disturbing activities shall be suspended until OCII or its designated representative determines what additional measures should be undertaken.

MM M-CP-2a: Archaeological Testing, Monitoring and/or Data Recovery Plan

MM M-CP-2b: Accidental Discovery of Archaeological Resources

B. Transportation and Circulation

1. Impact TR-6: Pedestrian impacts without an overlapping SF Giants evening game. (GSW DSEIR p. 5.2-147; RTC, Response, TR-2; Response TR-6.) The Project could result in sidewalk overcrowding or potentially hazardous pedestrian conditions

without an overlapping SF Giants evening game. Overall, the Project would implement numerous improvements that would enhance pedestrian conditions and safety in the Project vicinity. The existing and proposed pedestrian facilities would be adequate to meet the pedestrian demand associated with the Project uses. The exception would be the crosswalks at the intersection of Third/South, which would operate at LOS E or LOS F conditions during the weekday evening and late evening, and Saturday evening conditions for sell-out events (i.e., the Basketball Game scenario). Mitigation Measure M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South and the Project's TMP protocols for events would manage short-term peak pedestrian flows at adjacent intersections and would mitigate pedestrian impacts to less-than-significant levels. At all other locations and Project conditions, the addition of Project-generated pedestrian trips would not substantially affect pedestrian flows, create potentially hazardous conditions for pedestrians, or otherwise interfere with pedestrian accessibility to the site and adjoining areas.

MM M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South.

2. Impact TR-9a: Temporary obstruction of UCSF helipad airspace surfaces.

(GSW DSEIR p. 5.2-262; FSEIR, Chapter 12, Section 12.3.1; Response TR-12.)

Placement and usage of cranes during construction could temporarily obstruct helipad airspace surfaces. The GSW DSEIR determined that, based on the preliminary Project construction plan for the Project construction cranes, one of the Project construction cranes would have the potential to result in a temporary penetration of a Part 77 Transitional Surface associated with the helipad, which would be considered a potentially significant impact. After publication of the GSW DSEIR, the Project Sponsor refined its construction crane plan with the goal to further reduce potential Project effects on the UCSF helipad during construction. Based on the analysis of the refined construction crane plan, none of the proposed tower construction cranes would penetrate the Part 77 Approach or Transitional Surfaces associated with the UCSF helipad. Furthermore, adequate clearance for the construction cranes would be provided for the South Street alternate flight path. However, if the refined construction crane plan details were to change with respect to proposed tower crane size, location or other factors, then the Project would have the potential to result in greater and/or less effects. Mitigation Measure M-TR-9a, Crane Safety Plan for Project Construction, identifies feasible measures that would reduce potential temporary impacts associated with the use of cranes during the construction period to less than significant. The objective of the crane safety plan is to ensure the safe use of the UCSF Benioff Children's Hospital helipad, and the safety for people residing or working in the Project area during construction. Therefore, with implementation of Mitigation Measure M-TR-9a, this impact would be less than significant with mitigation.

MM M-TR-9a: Crane Safety Plan for Project Construction

3. Impact TR-9d: Lighting impacts on UCSF helipad flight operations (GSW DSEIR p. 5.2-270; FSEIR, Chapter 12, Section 12.3.1; Response TR-12; Response TR-PD-1.) Routine and specialized exterior lighting could impact flight operations. The use of certain specialized lighting systems would have the potential to adversely affect a pilot's vision and execution of a visual night time approach or departure to/from the UCSF helipad. Lights that adversely affect the night vision of pilots and interfere with the execution of a visual nighttime approach to the helipad would endanger the pilot, passengers, and people on the ground. Therefore, the possible use of these specialized lighting systems would be considered a potentially significant impact. Mitigation Measure M TR-9d: Event Center Exterior Lighting Plan identifies feasible measures that would reduce potential impacts associated with potential specialized lighting systems to less than significant.

MM M-TR-9d: Event Center Exterior Lighting Plan

4. Impact TR-13: Local transit impacts with overlapping evening SF Giants game. (GSW DSEIR p. 5.2-183; RTC, Response TR-2; Response TR-5; Response TR-2; Response TR-5; Response TR-12.) Implementation of the Project could result in substantial increase in transit demand that could not be accommodated by adjacent Muni transit capacity with an overlapping evening SF Giants game. Overall, on days with overlapping evening events at the project site and at AT&T Park, transit demand would exceed the capacity prior to and following the events, and the Project would result in significant transit impacts. Implementation of Mitigation Measure M-TR-13: Enhanced Muni Transit Service during Overlapping Events would minimize transit impacts. The additional Muni capacity would generally be within what is currently provided for SF Giants games and the additional capacity provided as part of the Muni Special Event Transit Service Plan for the Project. Implementation of the mitigation measure would ensure that Muni service would be provided to accommodate the T Third demand via Muni bus shuttles to AT&T Park and/or the proposed event center, and would not result in secondary transportation impacts. Thus, with implementation of this mitigation measure, the Project's transit impacts would be less than significant with mitigation.

MM M-TR-13: Enhanced Muni Transit Service during Overlapping Events

5. Impact TR-15: Pedestrian impacts with an overlapping SF Giants evening game. (GSW DSEIR p. 5.2-185; RTC, Response TR-2.) The Project could result in sidewalk overcrowding or potentially hazardous pedestrian conditions with an overlapping SF Giants game. Overall, on days with overlapping evening events at the project site and at AT&T Park, pedestrian conditions would become more crowded prior to and following the events; however, with the TMP transportation management

strategies and implementation of Mitigation Measure M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South, the impact of the Project on pedestrians during overlapping evening events would be less than significant with mitigation.

MM M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South.

6. Impact TR-22, Pedestrian impacts without Muni Special Event Transit Service Plan (GSW DSEIR p. 5.2-203; RTC, Response TR-2). Without the implementation of the Muni Special Event Transit Service Plan, the number of attendees arriving by transit would decrease while the number of attendees arriving by automobiles would increase. Mitigation Measure M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities and Monitoring would ensure that the pedestrian impacts would remain the same as those identified in Impact TR-6 for pedestrian conditions without an overlapping SF Giants evening game and in Impact TR-15 for pedestrian conditions with an overlapping SF Giants evening game irrespective of whether SFMTA Parking Control Officers (“PCOs”) were available during various events, and would not result in secondary transportation impacts. With implementation of Mitigation Measure M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities, Project-generated pedestrian demand during large events would not substantially affect pedestrian flows, create potentially hazardous conditions for pedestrians, or otherwise interfere with pedestrian accessibility to the site and adjoining areas. Therefore, without implementation of the Muni Special Event Transit Service Plan, the Project’s impact on pedestrians would be less than significant with mitigation.

MM M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities and Monitoring

C. Noise and Vibration

1. Impact NO-4: Noise in excess of General Plan and Noise Ordinance standards during operations. (GSW DSEIR p. 5.3-27; FSEIR, Chapter 12, Section 12.2.1; Response NOI-2; Response PD-1.) Operation of the event center would introduce new stationary noise sources to the Project area. Operation of the Project would introduce new stationary noise sources that would be subject to the requirements of the San Francisco Noise Ordinance. These new sources include generators and mechanical equipment, as well as the potential for amplified sound within the Third Street plaza. As explained in the GSW DSEIR and the RTC Document, predicted noise levels from new stationary sources would not meaningfully contribute to the existing monitored ambient noise levels in the Project area, and the Project would therefore be consistent with the restrictions of the noise ordinance.

The Project would also introduce new land uses, and these new uses would be exposed to noise levels of up to 75 DNL. However, modern building techniques and materials, as well as inclusion of non-operable windows and ventilation systems, would be sufficient to ensure that the Project would comply with land use compatibility requirements of the San Francisco General Plan, and this impact would be less than significant.

With respect to amplified sound, either interior to the event center or in open-air plazas on the project site, the predicted sound levels and hours of occurrence would be consistent with the noise ordinance. However, due to uncertainties as to the nature and extent of future outside events at the Third Street Plaza, implementation of Mitigation Measure M-NO-4a: Noise Control Plan for Outdoor Amplified Sound would ensure that noise levels from amplified sound exterior to the event center would comply with the noise ordinance. In addition, implementation of Mitigation Measure M-NO-4b: Noise Control Plan for Place of Entertainment Permit would ensure that noise levels from concerts, basketball games, and other events would comply with the noise ordinance, regardless of current unknowns as to the nature of future events within the arena. Therefore, this impact would be less than significant with mitigation.

MM M-NO-4a: Noise Control Plan for Outdoor Amplified Sound

MM M-NO-4b: Noise Control Plan for Place of Entertainment Permit

D. Air Quality

1. Impact AQ-4: Potential conflicts with BAAQMD's 2010 Clean Air Plan. (GSW DSEIR p. 5.4-51; RTC, Response AQ-1; Response AQ-2; Response AQ-3; Response AQ-4; Response AQ-6; Response AQ-7.) Without mitigation measures or the adoption of control measures, emissions associated with the Project could conflict with the *2010 Clean Air Plan* ("CAP"). The Project would be consistent with the 2010 CAP, however, with implementation of mitigation measures, which include offsetting emissions to below significance thresholds in addition to Project-specific measures to reduce pollutant emissions. Additionally, the Project would be consistent with the 2010 CAP by virtue of incorporation of control measures of the CAP, including land use/local impact measures and energy/climate measures as well as the transportation demand management measures incorporated in the Project. The Project would also not hinder implementation of the 2010 CAP. Therefore, the Project would not conflict with, or obstruct implementation of the 2010 Clean Air Plan, and this impact would be less than significant with mitigation.

MM M-AQ-1: Construction Emissions Minimization

MM M-AQ-2a: Reduce Operational Emissions

MM M-AQ-2b: Emissions Offsets

E. Wind and Shadow

1. Impact WS-1: Wind effects on off-site public spaces. (GSW DSEIR p. 5.6-10; FSEIR, Chapter 12, Section 12.2.2; Response WS-1.) The GSW DSEIR indicated that the Project could result in a net increase in the total duration of the wind hazard exceedance at off-site public walkways in the Project vicinity and proposed Mitigation Measure M-WS-1: Develop and Implement Design Measures to Reduce Project Off-site Wind Hazards, which describes potential design measures that would serve to reduce or avoid Project wind hazards. Although preliminary evaluation by the Project Sponsor of certain potential on-site design modifications indicated such modifications would be effective in reducing the Project wind hazard impact to a less than significant, the impact was conservatively identified as significant and unavoidable with mitigation because Project design was not yet finalized. After publication of the GSW DSEIR, the Project Sponsor pursued design measures as required by Mitigation Measure M-WS-1, and identified an on-site design modification that would reduce the Project wind hazard impact to less than significant as verified by wind tunnel testing. Because design modifications have been identified, the impact will be reduced to a level of less than significant through Mitigation Measure M-WS-1.

Under the Third Street Plaza Variant, the Project would not alter wind in a manner that would substantially affect off-site public areas, and, accordingly, the impact would be less than significant and no mitigation would be required.

MM M-WS-1: Develop and Implement Design Measures to Reduce Project Off-site Wind Hazards

F. Biological Resources

1. Impact BI-4: Effects on the movement of wildlife or established migratory corridors or nurseries (GSW DSEIR Appendix NOP-IS p. 81; RTC, Response BIO-1; Response BIO-6; PD-1.) The Project could interfere substantially with the movement of native resident or migratory wildlife species resident or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery sites. Specifically, migratory and resident birds which breed locally in San Francisco have the potential to nest in shrub vegetation observed within the project site and could be adversely affected by Project construction. Implementation of Mitigation Measure M-BI-4a: Preconstruction Surveys for Nesting Birds would avoid disrupting or destroying active nests which could occur within the Project site during bird breeding season, and would reduce this impact to less than significant. Migratory birds may also be affected by increased risk of collisions with the proposed structures and due to the Project's artificial night lighting. This impact will be reduced due to a level of less than

significant through Mitigation Measure M-BI-4b: Bird Safe Building Practices, which requires bird safe practices in the proposed building and lighting design that are consistent with the City's *Standards for Bird-Safe Buildings*.

MM M-BI-4a: Preconstruction Surveys for Nesting Birds

MM M-BI-4b: Bird Safe Building Practices

G. Hydrology and Water Quality

1. Impact HY-6: Operational effects on water quality (GSW DSEIR p. 5.9-33; RTC, Response HYD-2; Response HYD-3; Response HYD-4; Response HYD-5.) Operation of the Project could affect the quality of effluent discharges from the Southeast Water Pollution Control Plant if future uses at the project site were to discharge unusual chemicals or pollutants not typically associated with most other San Francisco discharges, such as radioactive or biohazardous materials. National Pollutant Discharge Elimination System Mitigation Measure M-HY 6: Wastewater Sampling Ports will reduce the impacts to a level of less-than-significant by installing sampling ports as part of the Project design to facilitate sampling to monitor discharge quality and by participating in the City's existing Water Pollution Prevention Program.

MM M-HY-6: Wastewater Sampling Ports

H. Hazards and Hazardous Materials

1. Impact HZ-1: Routine transport, use and disposal of hazardous materials. (GSW DSEIR Appendix NOP-IS p. 111; RTC, Response HAZ-4; Response REC-1.) During operation, the proposed event center and other development would use common types of hazardous materials, such as cleaners, disinfectants and chemical agents, as well as diesel fuel for generators. This impact will be reduced to a level below significance by implementation of Mitigation Measure M-HZ 1a: Guidelines for Handling Biohazardous Materials, which requires that any businesses that handle biohazardous materials to certify that they follow the safety guidelines, use high efficiency particulate air filters or substantially equivalent devices, do not handle or use biohazardous materials requiring Biosafety Level 4 containment. In addition, during construction, there is the potential to encounter serpentinite, which could contain naturally occurring asbestos. This impact will be further reduced to less than significant by implementation of Mitigation Measure M-HZ 1b: Geologic Investigation and Dust Mitigation Plan for Naturally Occurring Asbestos, which will limit any potential exposure to naturally occurring asbestos. Together, these mitigation measures will reduce this impact to a level that is less than significant.

MM M-HZ-1a: Guidelines for Handling Biohazardous Materials

MM M-HZ-1b: Geologic Investigation and Dust Mitigation Plan for Naturally Occurring Asbestos

2. Impact HZ-2: Exposure to Contaminants during Construction. (GSW DSEIR Appendix NOP-IS p. 115; RTC, Response HAZ-1; Response HAZ-2; Response HAZ-3; Response HAZ-7.) The Project would be located on a site identified on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5. Construction activities associated with the Project could expose construction workers, the public, or the environment to hazardous materials. A Risk Management Plan (“RMP”) was prepared subsequent to and as required by the Mission Bay FSEIR, and remedial actions consistent with the RMP have been completed. Compliance with the RMP, as required by the deed restriction, would ensure that human health and environmental risks during and after development of the Project would be within acceptable levels and no new or different mitigation would be required. However, the Mission Bay FSEIR determined that further risk evaluation would be required, if future uses at the project site were to include a public school or child care facility. Thus, in the event that child care facilities were to occur under the Project, implementation of Mitigation Measure M-HZ-2: RMP Provisions for Child Care Facilities, would reduce this impact to less than significant.

MM M-HZ-2: RMP Provisions for Child Care Facilities

IIIA. FINDINGS FOR POTENTIALLY SIGNIFICANT CUMULATIVE IMPACTS THAT CAN BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL

A. Cultural and Paleontological Resources

1. Impact C-CP-1: Contribution to Cumulative Impacts on Cultural Resources (GSW DSEIR Appendix NOP-IS p. 57.) Implementation of the Project, along with cumulative projects in the Mission Bay area, could have a significant impact on recorded and unrecorded archeological resource. The Project’s contribution to this cumulative impact would be avoided or substantially reduced by the implementation of Mitigation Measures M-CP-2a: Archeological Testing, Monitoring and/or Data Recovery Program and M-CP-2b: Accidental Discovery of Archeological Resources. Implementation of Mitigation Measure M-CP-2a would reduce any potential impacts to archeological resources by retaining an archeological consultant to create a testing program and be available to conduct an archeological monitoring and/or data recovery program. If an archeological site associated with descendant Native Americans, the Overseas Chinese, or other descendant group is discovered, a representative of that descendant group shall be contacted and can monitor the archeological field investigations of the site. Implementation of Mitigation Measure M-CP-2b would reduce any potential impacts to accidentally discovered buried or submerged historical resources by distributing an

“ALERT” sheet to the Project’s prime contractor, to any Project subcontractor, or to any utilities firm involved in soils disturbing activities. If an archeological resource is encountered, the soil disturbing activities shall be suspended until OCII or its designated representative determines what additional measures should be undertaken. Consequently, with implementation of these mitigation measures, the Project would not make a considerable contribution to the cumulative impact, and this impact would be less than significant with mitigation.

Mitigation Measure M-CP-2a: Archaeological Testing, Monitoring and/or Data Recovery Program

Mitigation Measure M-CP-2b: Accidental Discovery of Archaeological Resources

B. Transportation and Circulation

1. Impact C-TR-4: Contribution to Cumulative Impacts on Muni (GSW DSEIR p. 5.2-222; RTC, Response TR-2; Response TR-12.) 2040 cumulative conditions could have significant impacts on Muni service and could contribute transit impacts at Muni screenlines. The Project’s contribution to this cumulative impact would be avoided or substantially reduced by the implementation of Mitigation Measure M-TR-13: Enhanced Muni Transit Service during Overlapping Events. The additional Muni capacity would generally be within what is currently provided for SF Giants games and the additional capacity provided as part of the Muni Special Event Transit Service Plan for the Project. Implementation of the mitigation measure would ensure that Muni service would be provided to accommodate the T Third demand via Muni bus shuttles to AT&T Park and/or the proposed event center, and would not result in secondary transportation impacts. Thus, with implementation of this mitigation measure, the Project’s transit impacts would be less than cumulatively considerable (i.e., less than significant) with mitigation.

Mitigation Measure M-TR-13: Enhanced Muni Transit Service during Overlapping Events

2. Impact C-TR-6: Contribution to Cumulative Impacts on Pedestrians (GSW DSEIR p. 5.2-227; RTC, Response TR-2.) Pedestrian volumes would increase between implementation of the Project and 2040 cumulative conditions due to buildout of planned Mission Bay developments in the Project vicinity. The Project’s contribution to this cumulative impact would be avoided or substantially reduced by the implementation of Mitigation Measure M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South, and the Project’s TMP protocols for events would manage short-term peak pedestrian flows at adjacent intersections. Consequently, with implementation of

this mitigation measure, the Project would not make a considerable contribution to the cumulative impact, and this impact would be less than significant with mitigation.

Mitigation Measure M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South

3. Impact C-TR-9: Contribution to Cumulative Construction Impacts on UCSF Helipad Operations (GSW DSEIR p. 5.2-231; FSEIR, Chapter 12, Section 12.3.1.) Under cumulative conditions, development in the immediate Project vicinity would have the potential to result in cumulative impacts to the UCSF helipad. The Project's contribution to this cumulative impact would be avoided or substantially reduced by the implementation of Mitigation Measure M-TR-9a: Crane Safety Plan for Project Construction, which identifies feasible measures that would reduce potential temporary impacts associated with the use of cranes during the construction period and ensure the safe use of the UCSF Benioff Children's Hospital helipad, and the safety for people residing or working in the Project area during construction. Consequently, with implementation of this mitigation measure, the Project would not make a considerable contribution to the cumulative impact, and this impact would be less than significant with mitigation.

Mitigation Measure M-TR-9a: Crane Safety Plan for Project Construction

C. Noise and Vibration

1. Impact C-NO-1: Contribution to Cumulative Construction Noise Impacts (GSW DSEIR p. 5.3-39; FSEIR, Chapter 12, Sections 12.2.3, 12.3.2; Response NOI-2.) Cumulative construction noise in the Project area could cause a substantial temporary or periodic increase in ambient noise levels during Project construction. The Project's contribution to this cumulative impact would be avoided or substantially reduced by the implementation of Mitigation Measure C-NO-1: Construction Noise Control Measures, which requires site-specific noise attenuation measures during construction to reduce the generation of construction noise. Consequently, with implementation of this mitigation measure, the Project would not make a considerable contribution to the cumulative impact, and this impact would be less than significant with mitigation.

Mitigation Measure M-C-NO-1: Construction Noise Control Measures

IV. SIGNIFICANT IMPACTS THAT CANNOT BE AVOIDED OR REDUCED TO A LESS THAN SIGNIFICANT LEVEL

Based on substantial evidence in the whole record of these proceedings, the OCII Commission finds that, where feasible, changes or alterations have been required, or incorporated into, the Project to reduce the significant environmental impacts listed below as identified in the FSEIR.

The OCII Commission finds that the mitigation measures in the FSEIR and described below are appropriate, and that changes have been required in, or incorporated into, the Project that, to use the language of Public Resources Code section 21002 and CEQA Guidelines section 15091, may substantially lessen, but do not avoid (i.e., reduce to less-than-significant levels), the potentially significant or significant environmental effects associated with implementation of the Project as described in Sections III and IV.

The OCII Commission adopts all of the mitigation measures proposed in the FSEIR that are relevant to the Project and set forth in the MMRP, attached hereto as **Exhibit B**. The OCII Commission further finds, however, for the impacts listed below, that no feasible mitigation is currently available to render the effects less than significant. The effects therefore remain significant and unavoidable. Based on the analysis contained within the FSEIR, other considerations in the record and stated herein, and the standards of significance, the OCII Commission finds that because some aspects of the Project would cause potentially significant impacts for which feasible mitigation measures are not available to reduce the impact to a less-than-significant level, the impacts are significant and unavoidable.

With respect to a project for which significant impacts are not avoided or substantially lessened, a public agency, after adopting proper findings, may nevertheless approve the project if the agency first adopts a statement of overriding considerations setting forth the specific reasons why the agency found that the project's "benefits" rendered "acceptable" its "unavoidable adverse environmental effects." (CEQA Guidelines, §§ 15093, 15043, subd. (b); see also Pub. Resources Code, § 21081, subd. (b).) The California Supreme Court has stated, "[t]he wisdom of approving . . . any development project, a delicate task which requires a balancing of interests, is necessarily left to the sound discretion of the local officials and their constituents who are responsible for such decisions. The law requires that those decisions be informed, and therefore balanced." (*Goleta II, supra*, 52 Cal.3d at p. 576.) The OCII Commission determines that the following significant impacts on the environment, as reflected in the FSEIR, are unavoidable, but under Public Resources Code Section 21081, subdivisions (a)(3) and (b), and CEQA Guidelines 15091, subdivision (a)(3), 15092, subdivision (b)(2)(B), and 15093, the OCII Commission determines that the impacts are acceptable due to the overriding considerations described in Section VI below. This finding is supported by substantial evidence in the record of this proceeding.

A. Transportation and Circulation

1. Impact TR-2: Effects on Vehicle Traffic on Multiple Intersections without SF Giants game. (GSW DSEIR p. 5.2-117; FSEIR, Chapter 12; Response TR-2; Response TR-4; Response TR-12.) The Project would result in significant traffic impacts at seven intersections that would operate at LOS E or LOS F under Existing plus Project conditions without a SF Giants game at AT&T Park. These include the intersections of King/Fourth Streets, Fifth/Harrison Streets/I-280 westbound off-ramp, Fifth/Bryant

Streets/I-280 eastbound on-ramp, Third/Channel Streets, Fourth/Channel Streets, Seventh Street/Mission Bay Drive, and Seventh/Mississippi/16th Streets. Mitigation Measure M-TR-2a: Additional PCOs during Events would reduce the Project's impacts related to event-related traffic conditions, and would not result in secondary transportation-related impacts, but would not reduce impacts to less-than-significant levels. Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts would require the Project Sponsor to work with the City to pursue and implement commercially reasonable strategies to reduce transportation impacts. The measures identified above would reduce traffic congestion in the Project vicinity and would not result in secondary transportation impacts. However, even with implementation of these measures, the arrival and departure peak of vehicle trips to and from the event center through these intersections would continue to occur, and therefore, the Project's significant traffic impacts would remain significant and unavoidable with mitigation.

The Project would result in significant and unavoidable impacts at intersections not previously identified in the Mission Bay FSEIR due to event-related vehicles that would result in exceedance of the intersection LOS threshold. Mission Bay FSEIR Mitigation Measures 47a - 47c, and 47e - 47i would minimize traffic impacts but would not reduce them to less-than-significant levels, and traffic impacts would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-2a: Additional PCOs during Events

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mission Bay FSEIR Mitigation Measure E.47: Transportation System Management Plan

2. Impact TR-3: Effect of Project on Traffic Volumes at Freeway Ramps without SF Giants game. (GSW DSEIR p. 5.2-132; RTC, Response TR-2; Response TR-4; Response TR-12.) The Project would result in significant traffic impacts at the I-80 eastbound on-ramp at Fifth/Bryant Streets that would operate at LOS E or LOS F under Existing plus Project conditions without a SF Giants game at AT&T Park. Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts would help reduce the Project traffic increase on regional freeway mainline and ramps. However, the reduction in Project-generated vehicle trips would not reduce impacts to less-than-significant levels. Thus, for these reasons, the Project's impacts related to freeway ramp operations would be significant and unavoidable with mitigation.

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts.

3. Impact TR-5: Effect of Project Regional Transit Service Demand without SF Giants game. (GSW DSEIR p. 5.2.144, RTC, Response TR-2; Response TR-5; Response TR-12.) The Project would result in a substantial increase in transit demand that could not be accommodated by regional transit capacity such that significant adverse impacts to regional transit service would occur under Existing plus Project conditions without a SF Giants game at AT&T Park. Implementation of Mitigation Measure M-TR-5a: Additional Caltrain Service and Mitigation Measure M-TR-5b: Additional North Bay Ferry and/or Bus would help reduce or minimize the severity of the capacity utilization exceedances for the regional transit service providers, and would not result in secondary transportation impacts. However, since the provision of additional South Bay and North Bay service is uncertain and full funding for the service has not yet been identified, the Project's significant impacts remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-5a: Additional Caltrain Service

Mitigation Measure M-TR-5b: Additional North Bay Ferry and/or Bus Service

4. Impact TR-11: Effect of Project Traffic at Multiple Intersections with SF Giants game. (GSW DSEIR p. 5.2-171; RTC, Response TR-2; Response TR-4; Response TR-12.) On days with overlapping evening events at the project site and at AT&T Park, intersections in the Project vicinity would become more congested prior to and following the events, and the Project would result in significant traffic impacts at the following ten study intersections: King/Fifth/I-280 ramps, Fifth/Harrison Streets/I-80 westbound off-ramp, Fifth/Bryant Streets/I-80 eastbound on-ramp, Third/South Streets, Seventh Street/Mission Bay Drive, Fourth/16th Streets, Owens/16th Streets, Seventh/Mississippi/16th Streets, Illinois/Mariposa Streets, and Mariposa Street/I-280 northbound off-ramp. Implementation of Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts, Mitigation Measure M-TR-11a: Additional PCOs during Overlapping Events, and Mitigation Measure M-TR-11b: Participation in the Ballpark/Mission Bay Transportation Coordinating Committee would minimize the severity of traffic impacts at these intersections and would not result in secondary transportation impacts, but would not improve intersection LOS to LOS D or better. Thus, traffic impacts at the ten study intersections would remain significant and unavoidable with mitigation.

In addition to the mitigation measures described above, Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events would require the Project Sponsor to continue to work with the City to pursue and implement additional strategies to reduce transportation impacts. One potential strategy involves using off-site parking lot(s) south of the event center and providing shuttles to the event center if the location of off-site parking is not within walking distance to the event center;

but regardless, secondary traffic impacts associated with Mitigation Measure M-TR-11c, involving the use of one or more off-site parking lot(s) would contribute to the same significant and unavoidable impact (with mitigation) that would be caused by the Project-generated traffic described in the first paragraph in this impact statement above. With implementation of off-site parking lots during overlapping events as part of Mitigation Measure M-TR-11c, the significant traffic impacts identified above at the intersections of Fourth/16th Streets and Mariposa Street/I-280 northbound off-ramp would not occur, and instead a significant and unavoidable traffic impact would occur at the intersection of Pennsylvania/Cesar Chavez Streets/I-280 northbound off-ramp. Thus, with implementation of off-site parking lots during overlapping events as part of Mitigation Measure M-TR-11c, significant traffic impacts would occur at nine rather than ten intersections; however, impacts in the Project vicinity during overlapping evening events at the project site and at AT&T Park would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11a: Additional PCOs During Overlapping Events

Mitigation Measure M-TR-11b: Regular Participation in Ballpark/Mission Bay Transportation Coordinating Committee

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

5. Impact TR-12: Effect of Project Traffic at Freeway Ramps with SF Giants game. (GSW DSEIR p. 5.2-180; RTC, Response TR-2; Response TR-4; Response TR-12.) The Project, under the Basketball Game scenario with an overlapping SF Giants evening game at AT&T Park, would result in a significant impact at the I-80 westbound off-ramp at Fifth/Harrison Streets during the weekday evening and Saturday evening peak hours (i.e., attendees driving to San Francisco from the East Bay), and at the I-280 northbound off-ramp at Mariposa Street during the weekday evening peak hour (i.e., attendees driving to the event center and AT&T Park from the south of the project site). The Project would also result in a significant impact at the I-80 eastbound on-ramp at Fifth/Bryant Streets during the weekday late evening peak hour (i.e., attendees returning to the East Bay). As discussed in Impact TR-3 for conditions without an overlapping SF Giants evening game, no feasible mitigation measures are available for the freeway ramp impacts because there is insufficient physical space for additional capacity without redesign of the I-80 and I-280 ramps and mainline structures, which may require acquisition of additional right-of-way; and other potential measures would not adequately

address the short-term peak travel patterns associated with special events. Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts and Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events would reduce the Project traffic increase on regional freeway mainline and ramps. However, the mitigation measures would not reduce impacts related to freeway ramp operations to less-than-significant levels. Thus, for these reasons, the Project's impacts related to freeway ramp operations would be significant and unavoidable with mitigation.

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

6. Impact TR-14: Effect of Project on Regional Transit Demand with SF Giants game. (GSW DSEIR p. 5.2-184, RTC, Response TR-2; Response TR-4; Response TR-12.) Under existing plus Project conditions with an overlapping SF Giants evening game at AT&T Park, the Project would result in significant Project-specific transit impacts to East Bay, North Bay and South Bay transit service. Implementation of Mitigation Measure M-TR-5a: Additional Caltrain Service, Mitigation Measure M-TR-5b: Additional North Bay Ferry and Bus Service, and Mitigation Measure M-TR-14: Additional BART Service to the East Bay during Overlapping Events would reduce or minimize the severity of the capacity utilization exceedances for the regional transit service providers, and would not result in secondary transportation impacts. However, since the provision of additional South Bay, North Bay and BART service is uncertain and full funding for the service has not yet been identified, the mitigation measures would not reduce the impact to a less-than-significant level. Accordingly, the Project's significant impacts to regional transit demand would be significant and unavoidable with mitigation.

Mitigation Measure M-TR-5a: Additional Caltrain Service during Events

Mitigation Measure M-TR-5b: Additional North Bay Bus and Ferry Service during Events

Mitigation Measure M-TR-14: Additional BART Service to the East Bay during Overlapping Events

7. Impact TR-18. Effect of Project on Traffic Without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-191, RTC, Response TR-2.) The Project without implementation of the Muni Special Event Transit Service Plan would result in significant traffic impacts at the following additional study intersections, or analysis

periods: Third/Channel Streets (weekday late evening), Fourth/Channel Streets (Saturday evening), Seventh Street/Mission Bay Drive (weekday late evening), Illinois/Mariposa Streets (weekday evening, Saturday evening), and Owens/16th Streets (weekday late evening). Mitigation Measure M-TR-2a: Additional PCOs during Events, Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts, and Mitigation Measure M-TR-18: Auto Mode Share Performance Standard and Monitoring, would reduce the severity of the impact and would not result in secondary transportation impacts. Even with implementation of the mitigation measures, however, the Project's traffic impacts would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-2a: Additional PCOs during

Mitigation Measure M-TR-2b: Additional Measures to Reduce Transportation Impacts

Mitigation Measure M-TR-18: Auto Mode Share Performance Standard and Monitoring

8. Impact TR-19: Effect of Project Traffic on Freeway Ramps Without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-197.) The Project without implementation of the Muni Special Event Transit Service Plan would result in significant traffic impacts at the following three additional freeway ramp locations: I-80 eastbound on-ramp at Fifth/Bryant Streets (weekday late evening), I-80 westbound off-ramp at Fifth/Harrison Streets (Saturday evening), I-280 northbound off-ramp at Mariposa Street (weekday evening). Mitigation Measure M-TR-2b: Auto Mode Share Performance Standard and Monitoring, and Mitigation Measure M-TR-18: Auto Mode Share Performance Standard and Monitoring, would reduce the severity of the impact, and would not result in secondary transportation impacts. Even with implementation of the mitigation measures, however, the Project's impacts related to freeway ramp operations would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-2b: Additional Measures to Reduce Transportation Impacts

Mitigation Measure M-TR-18: Auto Mode Share Performance Standard and Monitoring

9. Impact TR-20: Effect of Project Transit Demand Without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-199; RTC, Response TR-2; Response TR-5.) Under existing plus Project conditions without the Muni Special Event Transit Service Plan, the Project would result in significant Project-specific transit impacts, as follows: T Third during the weekday evening, weekday late evening, and Saturday evening peak hours; 22 Fillmore during the weekday late evening; and Saturday evening

peak hours. Mitigation Measure M-TR-18: Auto Mode Share Performance Standard and Monitoring would reduce the severity of the impact, and would not result in secondary transportation impacts. Even with implementation of this mitigation measure, however, the Project's impacts related to transit operations would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-18: Auto Mode Share Performance Standard and Monitoring

10. Impact TR-21: Effect of Project Regional Transit Demand Without Muni Special Event Transit Service Plan. (GSW DSEIR p. 5.2-202, RTC, Response TR-2.) Under existing plus Project conditions without a SF Giants game at AT&T Park and without the Muni Special Event Transit Service Plan, the Project would result in significant Project-specific transit impacts on WETA and Golden Gate Transit service during the weekday late evening peak hours. Implementation of Mitigation Measure M-TR-5a: Additional Caltrain Service and Mitigation Measure M-TR-5b: Additional North Bay Ferry and Bus Service would reduce or minimize the severity of the impact, but not to a less than significant level. Accordingly, the Project's significant impacts to regional transit capacity would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-5a: Additional Caltrain Service

Mitigation Measure M-TR-5b: Additional North Bay Ferry and Bus Service

B. Noise

1. Impact NO-5: Noise Impacts from Project Traffic and Crowd Noise. (GSW DSEIR p. 5.3-32; RTC, Response NOI-2; Response NOI-3; Response NOI-6.) Noise levels generated by crowds prior to, during, and after events could result in a substantial increase in noise levels at the receptor adjacent to the northbound Muni T-Line transit platform, particularly during nighttime egress hours of 9 p.m. to 11 p.m., and this impact would be significant and unavoidable. Operation of the Project would introduce new mobile noise sources that would contribute to ambient noise levels in the Project vicinity. Increases in roadway traffic noise would be significant and unavoidable during events either with or without implementation of the Muni Special Event Transit Service Plan, even with implementation of Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts and Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events. Therefore, the Project's effect on crowd and traffic noise remains significant and unavoidable with mitigation.

Mitigation Measure M-TR-2c: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

C. Air Quality

1. Impact AQ-1: Impacts of Criteria Air Pollutants from Construction Activities. (GSW DSEIR p. 5.4-28; FSEIR, Chapter 12, Sections 12.2.3, 12.3.2; Response AQ-1; Response AQ-2; Response AQ-3; Response AQ-4; Response AQ-6; Response PD-3.) Construction of the Project would generate emissions of fugitive dust and criteria air pollutants. The Project Sponsor, through its contractors, would be required to implement dust control measures in compliance with the requirements of the Construction Dust Control Ordinance, which would ensure that the construction-related impacts due to fugitive dust would be less than significant.

Estimated emissions of criteria air pollutants indicate that average daily construction emissions of PM₁₀ and PM_{2.5} would be below the applicable thresholds. Emissions of ROG and NO_x, however, would exceed the applicable significance thresholds. Implementation of Mitigation Measure M-AQ-1: Construction Emissions Minimization would reduce ROG and NO_x emissions, but additional implementation of Mitigation Measure M-AQ-2b: Emission Offsets would be further required to reduce NO_x emissions to below the applicable threshold. However, because implementation of emissions offsets is dependent in part on the actions of a third party and a specific emission offset project has not yet been identified, this measure is not fully within the control of the Project Sponsor. As such, the impact related to regional emissions of criteria pollutants during construction is conservatively considered significant and unavoidable with mitigation.

Mitigation Measure M-AQ-1: Construction Emissions Minimization

2. Impact AQ-2: Impacts of Criteria Air Pollutants from Project Operations. (GSW DSEIR p. 5.4-37, FSEIR, Chapter 12, Section 12.2.1; Response AQ-1; Response AQ-4; Response AQ-6; Response AQ-7.) Operation of the Project would include a variety of sources that would contribute to long term emissions of criteria air pollutants (ROG, NO_x, PM₁₀, and PM_{2.5}). These sources would include new vehicle trips, maintenance and operation of standby diesel generators, boilers, and area sources such as landscape equipment and use of consumer products. Calculations of average daily and maximum annual emissions indicate that the Project without mitigation would result in levels of ROG and NO_x that would exceed significance thresholds; this would be a significant impact. Mitigation Measures M-AQ-2a: Reduce Operational Emissions, and Mitigation Measure M-AQ-2b: Emission Offsets would reduce the severity of the impact. However, this impact is conservatively considered significant and unavoidable with mitigation because implementation of an emissions offset project is dependent in part on

the actions of a third party and a specific emission offset project has not yet been identified, beyond the control of the Project Sponsor.

Mitigation Measure M-AQ-2a: Reduce Operational Emissions

Mitigation Measure M-AQ-2b: Emission Offsets

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

IVA. SIGNIFICANT CUMULATIVE IMPACTS THAT CANNOT BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL

A. Transportation and Circulation

1. Impact C-TR-2: Project Traffic Contribution to Cumulative Impacts at Multiple Intersections. (GSW DSEIR p. 5.2-212; RTC, Response TR-2.) Overall, combined for all analysis peak hours, the Project would result in cumulative impacts, or contribute to 2040 cumulative impacts at the following 16 study intersections: King/Third Streets, King/Fourth Streets, King/Fifth Streets/I-280 ramps, Fifth/Harrison Streets/I-80 westbound off-ramp, Fifth/Bryant Streets/I-80 eastbound on-ramp, Third/Channel Streets, Fourth/Channel Streets, Seventh Street/Mission Bay Drive, Third/South Streets, Third/16th Streets, Fourth/16th Streets, Owens/16th Streets, Seventh/Mississippi/16th Streets, Illinois/Mariposa Streets, Mariposa Street/I-280 northbound off-ramp, and Third/Cesar Chavez Streets. As noted above, the Project would result in Project-specific impacts or contribute considerably to cumulative impacts at nine intersections during the weekday p.m. peak hour, and at the eight intersections during the Saturday evening peak hour. Implementation of Mitigation Measure M-TR-2a: Additional PCOs during Events, Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts, Mitigation Measure M-TR-11a: Additional PCOs During Overlapping Events, Mitigation Measure M-TR-11b: Participation in Ballpark/Mission Bay Transportation Coordinating Committee, and Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events would reduce the Project's contribution to cumulative impacts related to event-related traffic conditions; however, these impacts would remain significant and unavoidable with mitigation.

With implementation of the off-site parking facilities as part of Mitigation Measure M-TR-11c, the Project would also result in cumulative impacts, or contribute to 2040 cumulative impacts at 16 study intersections; however, significant traffic impacts would not occur at the intersections of Fourth/16th Streets or Mariposa Street/I-280 northbound off-ramp, and

instead would occur at the intersections of Pennsylvania/Cesar Chavez Streets/I-280 northbound off-ramp and Pennsylvania Street/I-280 southbound off-ramp. Therefore, the Project's contribution to this 2040 cumulative impacts would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-2a: Additional PCOs during

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11a: Additional PCOs During Overlapping Events

Mitigation Measure M-TR-11b: Participation in Ballpark/Mission Bay Transportation Coordinating Committee

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

2. Impact C-TR-3: Project Traffic Contribution to Cumulative Impacts at Freeway Ramps. (GSW DSEIR p. 5.2-220; RTC, Response TR-2.) The Project, in combination with past, present, and reasonably foreseeable development in San Francisco, would contribute considerably to cumulative traffic impacts at three freeway ramps (i.e., I-80 eastbound on-ramp at Fifth/Bryant Streets, I-80 westbound off-ramp at Fifth/Harrison Streets, and I-280 southbound on-ramp at Mariposa Street). Implementation of Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts and Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events would reduce the Project's contribution to cumulative impacts related to event-related traffic conditions but would not mitigate the contribution to less-than-significant levels. Therefore, the Project's contribution to cumulative impacts at the ramp locations is considered significant and unavoidable with mitigation.

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

3. Impact C-TR-5: Project Traffic Contribution to Cumulative Impacts to Regional Transit. (GSW DSEIR p. 5.2-226; RTC, Response TR-2.) The Project would result in significant cumulative transit impacts to regional transit. Implementation of Mitigation Measure M-TR-5a: Additional Caltrain Service, Mitigation Measure M-TR-5b: Additional North Bay Ferry and Bus Service, and Mitigation Measure M-TR-14:

Additional BART Service to the East Bay during Overlapping Events would reduce or minimize the severity of the capacity utilization exceedances for the regional transit service providers, although not to less than significant levels. Accordingly, the Project's cumulative impacts to regional transit capacity would remain significant and unavoidable with mitigation.

Mitigation Measure M-TR-5a: Additional Caltrain Service

Mitigation Measure M-TR-5b: Additional North Bay Ferry and Bus Service

Mitigation Measure M-TR-14: Additional BART Service to the East Bay During Overlapping Events

B. Noise

1. Impact C-NO-2: Project Contribution to Cumulative Impacts on Crowd and Traffic Noise. (GSW DSEIR p. 5.3-42; RTC, Response NOI-2b.) Operation of the Project would contribute to ambient noise levels in the Project vicinity. Cumulative increases in roadway traffic noise would be significant and unavoidable during events even with implementation of Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts and Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events. Therefore, this impact would be significant and unavoidable with mitigation.

Mitigation Measure M-TR-2b: Additional Strategies to Reduce Transportation Impacts

Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events

C. Air Quality

1. Impact C-AQ-1: Project Contribution to Regional Air Quality Impacts. (GSW DSEIR p. 5.4-55; FSEIR, Chapter 12, Sections 12.2.1, 12.2.3, 12.3.2; Response AQ-1; Response AQ-2; Response AQ-3; Response AQ-4; Response AQ-6; Response AQ-7.) The analysis of construction-related and operational criteria pollutant impacts (Impact AQ-1 and Impact AQ-2, respectively) assesses whether the Project would be considered to result in a cumulatively considerable contribution to regional and localized air quality impacts. Mitigation Measure M-AQ-1: Construction Emissions Minimization, Mitigation Measure M-AQ-2a: Reduce Operational Emissions, and Mitigation Measure M-AQ-2b: Emission Offsets would reduce the Project's contribution to the cumulative impact, although it cannot be certain that Project's contribution would be reduced to less than cumulatively considerable. Therefore, this impact would be significant and unavoidable with mitigation.

Mitigation Measure M-AQ-1: Construction Emissions Minimization

Mitigation Measure M-AQ-2a: Reduce Operational Emissions

Mitigation Measure M-AQ-2b: Emission Offsets

D. Utilities and Service Systems

1. Impact C-UT-2: Wastewater Treatment Capacity (GSW DSEIR p. 5.7-16; RTC, Response UTIL-3; Response UTIL-4; Response UTIL-5; Response UTIL-6.) The SFPUC has determined that the Project in combination with full build out of Mission Bay South would result in wastewater flows that could exceed the capacity of the Mariposa Pump Station and associated force mains and conveyance piping. Therefore, improvements to the Mariposa Pump Station and associated facilities would be required to accommodate the cumulative wastewater flows. While temporary or interim measures to accommodate the flows would not result in significant environmental effects because they would be operational or internal to the pump stations, construction of the permanent improvements could potentially result in significant environmental effects. Because specific plans and design for permanent pump station improvements and associated force mains and conveyance piping have not been finalized and CEQA environmental review has not been completed, it is not possible at this time to conclude whether impacts resulting from these improvements could be mitigated to a less than significant level. Furthermore, implementation of any improvements to the City's pump stations and force mains is outside of the Project Sponsor's control and there is uncertainty in timing as to when the SFPUC will be able to complete the necessary capacity improvements. Therefore, this would be a significant and unavoidable impact related to requiring construction of new wastewater facilities or the expansion of existing wastewater facilities in the Mariposa sub-basin the construction of which could cause significant environmental impacts, with no feasible mitigation available to the Project Sponsor.

Cumulative wastewater flows could also exceed the capacity of the Mission Bay Sanitary Pump Station, resulting in a significant impact related to construction and/or expansion of related wastewater facilities. However, the Project's contribution would not be cumulatively considerable (i.e., it would be less than significant) because the Mission Bay Sanitary Pump Station was designed to accommodate 0.29 mgd of wastewater flows from the project site, and the Project would discharge only 0.182 mgd to the pump station which would be within the remaining capacity at the pump station. Even so, for the reasons mentioned in the first paragraph above, impacts relating to the construction of expanded wastewater treatment capacity would be significant and unavoidable.

2. Impact C-UT-4: Wastewater Demand (GSW DSEIR p. 5.7-19; RTC, Response UTIL-5.) The SFPUC has determined that there is currently inadequate capacity to serve the Project's wastewater demand in combination with anticipated increased wastewater

flows from other projects (including UCSF's demand and other reasonably foreseeable development). The impact analysis determined that the Project's contribution to this impact would be cumulatively considerable, and therefore, this cumulative impact on the wastewater system was determined to be significant and unavoidable with mitigation. Implementation of Mitigation Measure M-C-UT-4, Fair Share Contribution for Pump Station Upgrades, would offset the Project's contribution to this impact. The measure would require the Project Sponsor to contribute its fair share to the SFPUC for the required improvements to the Mariposa Pump Stations and associated wastewater facilities. However, because the necessary improvements have not been completely defined and implementation of the improvements to the City's wastewater system is outside of the Project Sponsor's control, this impact would be significant and unavoidable with mitigation.

Mitigation Measure M-C-UT-4: Fair Share Contribution for Mariposa Pump Station Upgrades

V. EVALUATION OF ALTERNATIVES

This section describes the Project as well as the Project alternatives (the "Alternatives") and the reasons for approving the Project and for rejecting the Alternatives. This section also outlines the project objectives and provides a context for understanding the reasons for selecting or rejecting alternatives.

CEQA mandates that an EIR evaluate a reasonable range of potentially feasible alternatives to a proposed Project or the Project location that would meet most of the project objectives while reducing or avoiding any of the significant environmental impacts of the proposed Project. CEQA requires that every EIR also evaluate a "No Project" alternative. Alternatives provide a basis of comparison to the Project in terms of their significant impacts and their effectiveness in meeting project objectives. This comparative analysis is used to consider reasonable, potentially feasible options for minimizing the significant environmental impacts of the Project.

After an extensive alternative screening and selection process, OCII selected three alternatives, in addition to the Project, to carry forward for detailed analysis in the GSW SEIR:

- Alternative A: No Project Alternative
- Alternative B: Reduced Intensity Alternative
- Alternative C: Off-site Alternative at Piers 30-32 and Seawall Lot 330

These alternatives adequately represent a range of potentially feasible alternatives to the Project as required under CEQA.

The GSW SEIR also analyzed two Project variants:

- Third Street Plaza Variant

- Muni UCSF/Mission Bay Station Variant

The GSW DSEIR noted that the Third Street Plaza Variant also served as an alternative to the Project because it would meet all of the project objectives and would lessen or avoid a significant environmental impact of the Project. Specifically, the Third Street Plaza Variant would lessen or avoid the Project's potential wind impacts, which the GSW DSEIR conservatively identified as significant and unavoidable with mitigation. After publication of the GSW DSEIR, the Project Sponsor identified minor refinements that have been incorporated into the Project that will reduce the Project's wind impacts to less than significant with mitigation. Therefore, because the Third Street Plaza Variant no longer lessens or avoids a significant environmental impact of the Project, it is now properly treated as a Project variant, and not a true alternative to the Project. As explained above, the environmental impacts of the Project and the Third Street Plaza Variant would be the same and the same mitigation measures would apply, except that no mitigation would be required to reduce wind impacts of the Third Street Plaza Variant to a less than significant level. As further explained above, OCII is approving the Project so either the Project or the Third Street Plaza Variant may be implemented by the Project Sponsor, at the sponsor's election.

The GSW FSEIR noted that the Muni UCSF/Mission Bay Station Variant would result in an incremental noise reduction at Hearst Tower, and therefore, an incremental reduction in the crowd noise impact identified in the GSW DSEIR as significant and unavoidable. Even with the incremental reduction, however, the Project could still result in a substantial increase in noise levels and the incremental reduction would not be sufficient to reduce the impact to a less-than-significant level. In any event, as explained above, the Muni UCSF/Mission Bay Station Variant has been incorporated into the Project approved by OCII and thus need not be discussed in this section.

A. Reasons for Selection of the Project

The Project will meet all of the Project Objectives identified above in Section IC, and will provide numerous public benefits as explained in greater detail in Section VI.

- 1. Construct a state-of-the-art multi-purpose event center in San Francisco that meets NBA requirements for sports facilities, can be used year-round for sporting events and entertainment and convention purposes with events ranging in capacity from approximately 3,000-18,500, and expands opportunities for the City's tourist, hotel and convention business.*

The Project includes the construction of a state-of-the-art multi-purpose event center in San Francisco that meets NBA requirements for sports facilities, can be used year-round for sporting events and entertainment and convention purposes with events ranging in capacity from approximately 3,000-18,500. Although the event center is one of the smallest venues used by

NBA basketball teams, it meets the NBA's requirements and will provide sufficient capacity to meet the market demand for Golden State Warriors basketball games. Further, the event center will provide sufficient capacity to accommodate a variety of desirable events, including other sporting events, small and large concerts and shows, conventions and conferences, and other family events. No similar-sized event center currently exists in San Francisco, so the construction of the event center will attract events to the City that cannot be accommodated by other venues. By providing a state-of-the-art event center that can accommodate a wide variety of small- and large-scale events, including Warriors basketball games, the Project will benefit City residents and expand opportunities for the City's tourist, hotel and convention business.

2. *Provide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project.*

The Project provides sufficient complementary mixed-use development to create a lively local and regional visitor-serving destination that is active year-round. In addition to the event center, the Project includes a mix of office use, retail, and open space that will promote visitor activity and interest during times when the event center is not in use, and provide amenities to visitors of the event center as well as the surrounding neighborhood. The Project is also financially feasible for the Project Sponsor and will provide substantial tax revenue available for OCII to support the construction of affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure.

3. *Develop a project that meets high-quality urban design and high-level sustainability standards.*

The Project meets high-quality urban design and high-level sustainability standards. The Project is designed to Leadership in Energy and Environmental Design ("LEED®") Gold standards and incorporates a variety of design features to provide energy and water conservation and efficiency, encourage alternative transportation, promote a healthy indoor environment, minimize waste, and maximize recycling opportunities.

4. *Optimize public transit, pedestrian and bicycle access to the site by locating the project within walking distance to local and regional transit hubs, and adjacent to routes that provide safe and convenient access for pedestrians and bicycles.*

The Project is located in an urban infill area in Mission Bay, immediately adjacent to local transit stops and less than a mile from other regional transit resources, including Caltrain, Bay Area

Rapid Transit, AC Transit, Golden Gate Transit, other regional carriers. The Project will also implement a number of off-site roadway network and curb regulations, and transit network, pedestrian and bicycle network improvements in the project site vicinity, including roadway restriping, intersection signalization, on-street parking, new perimeter sidewalks, bicycle lanes, signage and other improvements.

Further, as part of the Project, the Project Sponsor prepared and will implement a TMP. The TMP is a management and operating plan to facilitate multimodal access at the event center during Project operation. The TMP includes various management strategies designed to reduce use of single-occupant vehicles and to increase the use of rideshare, transit, bicycle, and walking for trips to and from the project site.

5. *Provide adequate parking and vehicular access that meets NBA and project sponsor's reasonable needs for the event center and serves the needs of project visitors and employees, while encouraging the use of transit, bicycle, and other alternative modes of transportation.*

The Project provides adequate parking and vehicular access that meets NBA and the Project Sponsor's reasonable needs for the event center and serves the needs of Project visitors and employees, while encouraging the use of transit, bicycle, and other alternative modes of transportation.

6. *Provide the City with a world class performing arts venue of sufficient size to attract those events which currently bypass San Francisco due to lack of a world class 3,000-4,000 seat facility.*

The Project will provide the City with a world class performing arts venue of sufficient size to attract those events which currently bypass San Francisco due to the limited availability of such world class facilities. The City is currently unable to attract or accommodate certain events because there are no venues in the city with the flexibility for such small or large seating capacities that can accommodate such events. With the event center, the City will be able to accommodate such events, for which there is a high demand in the City.

7. *Develop a project that promotes environmental sustainability, transportation efficiency, greenhouse gas reduction, stormwater management using green technology, and job creation consistent with the objectives of the California Jobs and Economic Improvement Through Environmental Leadership Act (AB 900), as amended.*

The Project will promote environmental sustainability, transportation efficiency, greenhouse gas reduction, stormwater management using green technology, and job creation consistent with the

objectives of the California Jobs and Economic Improvement Through Environmental Leadership Act (AB 900), as amended.

The Project also meets the major redevelopment objectives of the Mission Bay South Redevelopment Plan. These major redevelopment objectives are also the primary objectives of the Mission Bay South Redevelopment Plan as set forth in the Mission Bay FSEIR. (GSW DSEIR, p. 3-4.)

1. Eliminating blighting influences and correcting environmental deficiencies in the Plan Area, including, but not limited to, abnormally high vacancies, abandoned buildings, incompatible land uses, depreciated or stagnant property values, and inadequate or deteriorated public improvements, facilities and utilities.
2. Retaining and promoting, within the City and County of San Francisco, academic and research activities associated with the University of California San Francisco (“UCSF”), which seeks to provide space for existing and new programs and consolidate academic and support units from many dispersed sites at a single major new site which can accommodate the 2,650,000 square foot program analyzed in the UCSF Long Range Development Plan.
3. Assembling land into parcels suitable for modern, integrated development with improved pedestrian and vehicular circulation in the Plan Area.
4. Replanning, redesigning and developing undeveloped and underdeveloped areas which are improperly utilized.
5. Providing flexibility in the development of the Plan Area to respond readily and appropriately to market conditions.
6. Providing opportunities for participation by owners in the redevelopment of their properties.
7. Strengthening the community’s supply of housing by facilitating economically feasible, affordable housing through installation of needed site improvements and expansion and improvement of the housing supply by the construction of up to approximately 3,440 very low-, low- and moderate-income and market-rate units, including approximately 1,100 units of very low-, low- and moderate-income housing.
8. Strengthening the economic base of the Plan Area and the community by strengthening retail and other commercial functions in the Plan Area through the addition of up to

approximately 335,000 Leasable square feet of retail space and a hotel of up to 500 rooms and associated uses, depending on the amount of residential uses constructed in the Hotel land use district, and about 5,953,600 Leasable square feet of mixed office, research and development and light manufacturing uses.

9. Facilitating emerging commercial-industrial sectors including those expected to emerge or expand due to their proximity to the UCSF new site, such as research and development, bio-technical research, telecommunications, business service, multi-media services, and related light industrial, through improvement of transportation access to commercial and industrial areas, improvement of safety within the Plan Area, and the installation of needed site improvements to stimulate new commercial and industrial expansion, employment, and economic growth.
10. Facilitating public transit opportunities to and within the Plan Area to the extent feasible.
11. Providing land in an amount of approximately 41 acres for a variety of publicly accessible open spaces.
12. Achieving the objectives described above in the most expeditious manner feasible.

The Project is consistent with all of the above major redevelopment project objectives. The successful completion of the Plan Area is dependent on economically feasible land uses, such as the Project, that will provide the revenues to repay the bonded indebtedness used to build the public infrastructure for the area. The Project will improve underutilized blocks within the Plan Area and will provide substantial economic benefits within the Plan Area.

The area surrounding the Project has already been substantially built out with commercial, industrial and other uses. Construction of the Project would develop one of the few remaining vacant and under-utilized parcels in this area. In doing so, the Project would secure the Property, increase the diversity of uses in the area, contribute towards creating an attractive and interesting urban environment, and reduce the need for Plan Area residents and employees to drive to reach retail, food, and recreation resources. There are few existing retail, restaurant, and entertainment uses within the Plan Area; by including those uses, the Project would contribute vitality to Mission Bay's street life and activate its pedestrian realms, which would generally benefit Mission Bay including the employees, students, and visitors that use the UCSF campus.

Furthermore, the Project includes implementation of several improvements to the existing public transit network and open space near the Property. For example, the Project will provide expanded Mission Bay Transportation Management Association ("TMA") shuttle service to increase frequency of, and the number of stops offered by, the shuttle service in Mission Bay

South. These shuttle service improvements would be an integrated part of the Mission Bay TMA network and would continue to be free of charge for all residents and employees in Mission Bay, regardless of their origin or destination. The Project would enhance Plan Area open space through the creation of a substantial public plaza and creation of enhanced public views, including the elevated view terrace located on the Bayfront Terrace and overlooking the Bayfront Park and the Bay beyond. The Project would also draw many more members of the public to the Plan Area, allowing a greater number of people to experience and enjoy the Bay, the shoreline parks and the Mission Bay open space.

B. Environmentally Superior Alternative

CEQA Guidelines section 15126.6 requires that each EIR identify the “environmentally superior alternative” among those considered. If the No Project Alternative is identified as environmentally superior, then the EIR must also identify the environmentally superior alternative among the other alternatives. (CEQA Guidelines, § 15126.6, subd. (e)(2).)

As discussed in the SEIR, Alternative A, the No Project, would result in substantially less severe environmental impacts than the Project. However, per CEQA Guidelines Section 15126.6, if the environmentally superior alternative is the “no project” alternative, an EIR shall also identify an environmentally superior alternative among the other alternatives. The three remaining alternatives consist of the Reduced Intensity Alternative, the Off-site Alternative at Piers 30-32 and Seawall Lot 330, and the Third Street Plaza Variant. As discussed more fully below, *infra* Section VC, the Reduced Intensity Alternatives would result in somewhat less severe environmental impacts than the Project, including transportation, noise, air quality, and wastewater demand; however, this alternative would not avoid or substantially lessen any of the significant and unavoidable impacts that were identified for the Project. The Off-site Alternative at Piers 30-32 and Seawall Lot 330 would more effectively avoid and substantially reduce the severity of a number of significant impacts related to noise, air quality, and utilities that were identified for the Project; however, this alternative would result in substantially more severe significant impacts related to noise, vibration, and air quality, and also introduce new significant and unavoidable adverse impacts related to transportation and biological resources that would not occur under the Project. The Third Street Plaza Variant would have all of the same significant impacts as the Project.

Therefore, overall, the Reduced Intensity Alternative is considered the environmentally superior alternative, because it would reduce the severity of adverse environmental effects across a broad range of environmental resources and would not result in any new significant environmental impacts. (See also GSW DSEIR, pp. 7-99 – 7-109, 8-1 – 8-14.)

C. SEIR Alternatives Rejected and Reasons for Rejection

The OCII Commission rejects the Alternatives set forth in the FSEIR, and listed below, because the OCII Commission finds that there is substantial evidence, including evidence of economic, legal, social, technological, and other considerations described in this section and elsewhere in the record on these proceedings under CEQA Guidelines section 15091, subdivision (a)(3), that make the Alternatives infeasible. In making these determinations, OCII is aware that CEQA defines “feasibility” to mean “capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors.” (Pub. Resources Code, § 21061.1; see also *Goleta II*, *supra*, 52 Cal.3d at p. 565.) OCII is also aware that under CEQA case law the concept of “feasibility” encompasses (i) the question of whether a particular alternative promotes the underlying goals and objectives of the project, and (ii) the question of whether an alternative is “desirable” from a policy standpoint to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal and technological factors. (See, e.g., *City of Del Mar*, *supra*, 133 Cal.App.3d at p. 417; *Sequoyah Hills Homeowners Assn. v. City of Oakland* (1993) 23 Cal.App.4th 704, 715; *CNPS*, *supra*, 177 Cal.App.4th at p. 1001.)

1. Alternative A: No Project Alternative

Under the No Project Alternative, the Golden State Warriors organization would not relocate to San Francisco, and Blocks 29-32 in the Mission Bay South Plan Area would not be developed with the event center and mixed-use development described in Section I. Instead, it is assumed that in the short term, the Warriors organization would exercise its option to stay in Oakland, and accordingly, the team would continue to play its home games at Oracle Arena and lease their management offices and practice facility at the Oakland Convention Center in Oakland. Oracle Arena, built in 1966 and remodeled in 1996, is the oldest facility still in use by the NBA. Therefore, under this alternative, it is likely that the Warriors organization would either build a new arena at its current location or relocate and build a new facility in the long term in the Bay Area or elsewhere.

Currently, there are no other development proposals pending at Blocks 29-32, but given its prime location, existing entitlement, and ongoing development on similar sites adjacent to or near to Blocks 29-32, it is reasonable to expect that development at Blocks 29-32 would occur in the foreseeable future. Thus, the No Project Alternative does not assume that the project site at Blocks 29-32 would remain under its current vacant conditions, but rather that the site would be developed. Consistent with CEQA Guidelines Section 15126.6, subdivision (e)(2), this scenario represents what is reasonably expected to occur in the foreseeable future if the Project were not approved, based on current plans, available infrastructure, and community services. Specifically, the No Project Alternative assumes that Blocks 29-32 would be developed with another mixed-use development project consistent with the restrictions and controls established in the Mission Bay South Redevelopment Plan and the South Design for Development.

For the purposes of the GSW DSEIR, a hypothetical development scenario was developed that conforms to the Mission Bay South Redevelopment Plan and associated Design for Development, which allows all building to be a maximum of 90 feet in height, except for one 160-foot high tower on Block 29. The No Project Alternative assumes that approximately 1,056,000 gross square feet (“gsf”) of commercial/industrial plus 31,700 gsf of retail uses would be developed at Blocks 29-32, for a total of 1,087,700 gsf. There would be no event center. The commercial/industrial uses would presumably consist of office and research/development uses, with a 13-story, 160-foot tall office tower located on Block 29 along Third Street and varying heights of office mid-rise buildings, all less than 90 feet in height, throughout Blocks 29, 30, 31, and 32. One- to two-story retail uses would be located at the corner of Third and South Streets on Block 29 and along the re-aligned Terry A. Francois Boulevard on Block 30. There would be two, above-grade, five- to five-and-a-half-story parking structures, one on South Street and one on 16th Street, with 1,050 parking stalls on-site, plus 132 spaces off-site at the South Street garage, for a total of 1,182 spaces. It is assumed that publicly accessible open spaces would be provided amidst the office buildings. Possible future uses for this hypothetical development scenario could include biotech uses, UCSF-related uses, or a wide variety of private or public uses that are allowed as principle uses under the Mission Bay South Redevelopment Plan.

This scenario assumes that no further CEQA environmental review would be required beyond the Mission Bay FSEIR and that no amendments to the Mission Bay South Redevelopment Plan or Design for Development would be needed, although OCII would make a final determination as to the need for supplemental CEQA environmental review or minor changes to Mission Bay planning documents on a project-specific basis.

The No Project Alternative is rejected as infeasible for the following reasons:

(a) Environmental Impacts: The No Project Alternative would result in similar impacts to those disclosed in the Mission Bay FSEIR and would be subject to all mitigation measures identified in the Mission Bay FSEIR applicable to Blocks 29-32. Many impacts of the No Project Alternative would also be similar to those of the Project. This is because many of the impacts would result from the conversion of a vacant parcel at this same location to a fully developed City block, regardless of the type of the development, and the same or similar mitigation or improvement measures identified for the Project would apply to the No Project Alternative. As explained in the GSW DSEIR, however, the No Project Alternative would reduce or avoid numerous significant impacts of the Project. (GSW DSEIR, pp. 7-32 to 7-46.) Overall, the No Project Alternative would result in substantially less severe environmental impacts than the Project but would fail to meet the basic objectives of the Project, as explained below.

(b) Project Objectives: This alternative would not meet, or would substantially reduce the ability to meet, the project objectives identified in the GSW FSEIR. The No Project Alternative would fail to achieve the primary objective of the Project Sponsor of constructing a new multi-purpose event center and home court for the Golden State Warriors NBA basketball team that

can be used year-round for sporting events and entertainment and convention purposes with events ranging in capacity from approximately 3,000-18,500 and expands opportunities for the City's tourist, hotel and convention business. Further, this alternative would not optimize or provide public transit, pedestrian, parking, and vehicular and bicycle access to an event center, nor would it provide the City with a 3,000 to 4,000 seat performing arts venue. Lastly, because the No Project Alternative would substantially reduce the scale of development at the site, the alternative would be substantially less effective than the Project in meeting the Project objective to "[p]rovide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project." As explained below, the reduction in development would generate far less revenue that could be used for purposes such as funding affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure.

(c) Other Feasibility and Policy Considerations:

The No Project Alternative includes a substantially reduced amount of development compared to the Project, which would substantially reduce the amount of tax increment bonds available to support the construction of affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure. Specifically, the No Project Alternative assumes that approximately 1,056,000 gsf of commercial/industrial plus 31,700 gsf of retail uses would be developed at Blocks 29-32, for a total of 1,087,700 gsf. The Project, by comparison, includes a total of 1,955,000 gsf of development. The property tax base, and therefore the tax increment bonding capacity, is driven directly by the construction costs associated with each project, as well as assumptions about whether those buildings are sold at market value, or remain on the tax rolls at construction value. As explained in greater detail below, the OCII Commission finds that reducing the intensity of development at the site to the levels proposed under the Reduced Intensity Alternative would substantially reduce the tax increment bonds available to OCII. The No Project Alternative includes even less development than the Reduced Intensity Alternative (1,087,700 total gsf for the No Project Alternative compared to 1,548,000 total gsf under the Reduced Intensity Alternative). Therefore, the OCII Commission finds that the No Project Alternative would substantially reduce the amount of tax increment bonds available to support the construction of affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure. OCII considers this to be an undesirable policy outcome, and one that (as mentioned above) would not be as effective as the Project in meeting the objective to "[p]rovide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project."

The OCII Commission rejects the No Project Alternative on each of these grounds independently. The OCII Commission finds each of these reasons to be sufficient independent grounds for rejecting the No Project Alternative as infeasible.

2. Alternative B: Reduced Intensity Alternative

The Reduced Intensity Alternative was designed to reduce transportation and construction-related impacts that were identified for the Project. This alternative is identical to the Project with respect to the event center's design and siting on Blocks 29-32, but the mixed use development of commercial-industrial-retail uses throughout the rest of the site would be reduced in scale by 40 percent. The office uses would be reduced from 580,000 to 373,000 gsf, retail uses would be reduced from 125,000 to 75,000 gsf, and on-site, subgrade parking reduced from 950 to 750 stalls. The total development would be reduced from 1,955,000 to 1,673,000 gsf, or a reduction of 282,000 gsf. Reducing the size of the event center was considered, but was determined not to be potentially feasible due to the current standards of the NBA for professional basketball games, the current market demand for season tickets, and the likelihood that reducing the size or scale of the event center would not avoid or lessen the significant and unavoidable transportation-related impacts.

In addition, there would be only one instead of two 160-foot-tall office towers; the tower at Third and 16th Streets would be lowered by seven floors, such that the height of this structure would be 55 feet instead of 160 feet. Retail uses would be reduced across the project site, with 5,000 gsf less at the South Street podium, 5,000 gsf less at the Gatehouse, 11,000 gsf less at the 16th Street podium, and 29,000 gsf less at the food hall complex at South Street and Terry A. Francois Boulevard. Like the Project, the same gatehouse would be located mid-block along Third Street, and vehicle access would be from South and 16th Streets. The area of open space would be the same as that for the Project (i.e. 3.2 acres).

Operations under the Reduced Intensity Alternative would be essentially the same as that for the Project. The event center operations would be identical, as described in the GSW DSEIR, Chapter 3, Table 3-3. Operations of the office and retail uses would be expected to be the same as for the Project, though reduced in scale commensurate with the reduced gross square footage of uses. For the purposes of this alternatives analysis, it is assumed that the Reduced Intensity Alternative would incorporate the same design standards, infrastructure improvements, and transportation management planning assumptions as those under the Project.

The Reduced Intensity Alternative is rejected as infeasible for the following reasons:

(a) Environmental Impacts:

Impacts of the Reduced Intensity Alternative would be similar to those of the Project with respect to nearly all resource areas. This is because many of the impacts would result from the development of a vacant parcel with an event center and mixed-use development, regardless of

the size of the mixed-use development. And in all cases, the same mitigation or improvement measures identified for the Project would apply to the Reduced Intensity Alternative.

The Reduced Intensity Alternative would not avoid or substantially lessen any of the significant and unavoidable impacts that were identified for the Project. Nor would the Reduced Intensity Alternative result in any changes to the significance determinations identified for the Project, and all mitigation measures would apply to this alternative. However, the Reduced Intensity Alternative would have similar but slightly less severe significant impacts than the Project (i.e., the significance determination would be the same but the severity, magnitude and/or frequency of the impact would be notably less) with respect several resource areas, as explained in the GSW DSEIR. (GSW DSEIR, pp. 7-66 to 7-67.) Overall, the Reduced Intensity Alternative would not provide substantial environmental benefits in comparison to the Project.

(b) Project Objectives:

This alternative would not meet, or would substantially reduce the ability to meet, the project objectives identified in the GSW SEIR. Because the Reduced Intensity Alternative would include an event center identical to the Project, this alternative would meet the project objectives related to providing a venue for sporting events, entertainment, and convention purposes. However, because the Reduced Intensity Alternative would substantially reduce the scale of office development at the site, the alternative would be substantially less effective than the Project in meeting the Project objective to “[p]rovide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project.” As explained below, the reduction in office space would generate far less revenue that could be used for purposes such as funding affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure.

(c) Other Feasibility and Policy Considerations:

The Reduced Intensity Alternative would substantially jeopardize the economic feasibility of the Project and would reduce the economic benefits the Project will provide for the Mission Bay area, as well as the entire City. The components of the Project other than the event center, such as the office buildings and retail component, are critical to the Project’s overall economic model. The Reduced Intensity Alternative would reduce the overall size of the Project by reducing the non-event center components; the retail component of the Project would be reduced from 125,000 square feet to 75,000 and the non-GSW office component from 580,000 to 373,000, for a total reduction of 282,000 square feet. In addition, the on-site parking garage would be reduced from 950 to 750 spaces. The retail programming for the Project is necessary to provide an active and lively visitor-serving destination, and a sufficiently sized amount of retail is

necessary to ensure the attractiveness of the event center to prospective patrons. However, supporting the retail tenants on non-event days is an important factor in attracting and maintaining a vibrant retail tenant base. As a result, the office components of the Project will afford the retail proprietors the benefit of an on-site population of potential customers, even on days when the Event Center is not active. Thus, the significant reduction in the office component under the Reduced Intensity Alternative would necessarily result in a reduced potential customer base, thereby increasing the potential risk of any prospective retail tenant.⁵ Consequently, the Reduced Intensity Alternative would not be as effective as the Project in meeting the objective to “[p]rovide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project.”

Furthermore, the Reduced Intensity Alternative would substantially reduce the tax increment bonds available to OCII to support the construction of affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure. Compared with the Project, the Reduced Intensity Alternative would lead to a reduction over the next 25 years of approximately \$45 million (\$11.7 million to the normal taxing entities, \$9 million to affordable housing, and \$24.3 million to parks and open space and infrastructure).⁶

It is anticipated that, because of immediate needs and contractual obligations, OCII will issue bonds against certain of these revenues to provide immediately available funds to advance goals around affordable housing and infrastructure, especially important in a growing community like Mission Bay. The potential financial consequences of going forward with the Reduced Density Alternative can be determined through a series of typical bonding assumptions (i.e., a 5% interest rate, 25 year amortization, full utilization of all revenue for debt service because debt service coverage is provided by AB1290 subordination, and reserves and issuance costs of approximately 8%). Applying these assumptions to the revenue from Reduced Intensity Alternative results in net proceeds from tax increment bonds sales being lowered by approximately \$13.49 million (\$3.64 million for affordable housing and \$9.85 million for parks and open space and infrastructure) compared with what would occur under the Project. In addition, due to the 2% annual growth (which is not used for debt service), another

⁵ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment – Golden State Warriors, LLC, Jennifer Cabalquinto, Memorandum, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

⁶ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment - Mission Bay Development Group, Seth Hamalian, Letter to Clarke Miller, Re: Relative difference in property tax base and tax increment bonding capacity between the proposed project and a lower density alternative, October 13, 2015.

approximately \$7.3 million of direct increment (\$2 million for affordable housing and \$5.3 million for parks and open space and infrastructure) would also be lost compared with what would occur under the Project. These amounts of money foregone under the Reduced Intensity Alternative represents a conservative assessment and the actual amount of lost revenue would likely be much greater.⁷ Thus, the OCII Commission finds that, compared to the Project, the Reduced Intensity Alternative would substantially reduce the tax increment bonds available to OCII to support the construction of affordable housing, parks and open space and critical utility, water quality and transportation infrastructure in the Mission Bay area. OCII considers this to be an undesirable policy outcome, and one that (as mentioned above) would not be as effective as the Project in meeting the objective to “[p]rovide sufficient complementary mixed-use development, including office and retail uses, to create a lively local and regional visitor-serving destination that is active year-round, promotes visitor activity and interest during times when the event center is not in use, provides amenities to visitors of the event center as well as the surrounding neighborhood, and allows for a financially feasible project.”

Further, the Reduced Intensity Alternative would reduce the ability to meet the long-term planning objectives for the Mission Bay area. As explained above, the Project will increase the diversity of uses in the area, contribute towards creating an attractive and interesting urban environment, and reduce the need for Plan Area residents and employees to drive to reach retail, food, and recreation resources. There are few existing retail and restaurant uses within the Plan Area; by including those uses, the Project would contribute vitality to Mission Bay’s street life and activate its pedestrian realms, which would generally benefit Mission Bay including the employees, students, and visitors that use the UCSF campus. The retail and office uses included in the Project would also draw many more members of the public to the Plan Area, allowing a greater number of people to experience and enjoy the Bay, the shoreline parks and the Mission Bay open space. Compared to the Project, the Reduced Intensity Alternative would reduce the ability to meet these redevelopment objectives of the Mission Bay South Redevelopment Plan.

The OCII Commission rejects the Reduced Intensity Alternative on each of these grounds independently. The OCII Commission finds each of these reasons to be sufficient independent grounds for rejecting the Reduced Intensity Alternative as infeasible.

3. Alternative C: Off-site Alternative at Piers 30-32 and Seawall Lot 330

The Project Sponsor previously proposed to construct a multi-purpose event center, event hall, public open space, maritime uses, fire station, a parking facility, and visitor-serving retail and restaurant uses on Piers 30-32 along the San Francisco waterfront, south of the Bay Bridge, in

⁷ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment - Mission Bay Development Group, Seth Hamalian, Letter to Clarke Miller, Re: Relative difference in property tax base and tax increment bonding capacity between the proposed project and a lower density alternative, October 13, 2015.

conjunction with a residential and hotel mixed-use development across The Embarcadero on Seawall Lot 330. As described in the GSW DSEIR, this alternative would be essentially the same as that previous proposal, although without the formerly proposed fire station, since the San Francisco Fire Department has proceeded with a different plan for upgrading its waterfront facilities.

Site Description

Piers 30-32 and Seawall Lot 330 are located along The Embarcadero, between Bryant Street and Brannan Street, just south of the Bay Bridge, and within the jurisdictional boundary of the Port of San Francisco (“Port”). Piers 30-32 is an approximately 12.7-acre rectangular-shaped concrete pier structure that extends east from the bulkhead wharf into the San Francisco Bay. With the exception of Red’s Java House, located on the northwest corner of the piers, Piers 30-32 have no existing on-deck structures and are used for surface parking and an occasional berthing location for cruise ships and other large vessels. Substantial areas of Piers 30-32 are in poor structural condition and can no longer safely support heavy loads such as trucks or large crowds. Seawall Lot 330 is an approximately 2.3-acre paved inland site, located directly across The Embarcadero from Piers 30-32, and currently operates as a surface parking lot. The site is within the City’s Rincon Point-South Beach neighborhood adjacent to several existing residential uses. Piers 30-32 are within an area subject to the San Francisco Bay Conservation and Development Commission (“BCDC”) San Francisco Waterfront Special Area Plan. In addition, Piers 30-32 are within the purview of the State Lands Commission as part of its stewardship of state-owned lands, waterways, and resources and subject to public trust considerations under the Burton Act.

Alternative Description

This alternative assumes the same design and programming as the Project Sponsor’s previously-proposed project at this location, with the only exception being the removal of the fire house and associated San Francisco Fire Department facilities. The Off-site Alternative at Piers 30-32 and Seawall Lot 330 would have an event center on Piers 30-32 with the same basketball seating capacity as the Project (18,064 seats), totaling 694,944 gsf (including the GSW offices), plus an event hall covering 25,946 gsf. Also located on Piers 30-32, this off-site alternative would include about 90,000 gsf of retail/restaurant uses, 13,172 gsf for services, about 252,554 gsf for parking and loading, and 1,820 gsf for Red’s Java House, for a total building area of about 1,078,436 gsf. The height of the event center would be 128 feet high, with seven arena levels, height of the retail buildings 32 to 58 feet, with 1 to 3 levels, and the parking would be 31 feet high, with 3 levels. Red's Java House would be relocated from its current location in the northwest corner of Piers 30-32 to near the southwest corner, and relocation would be conducted consistent with the Port of San Francisco Building Code requirements and the Secretary of the Interior’s Standards for the Treatment of Historic Properties. Other proposed facilities on Piers 30-32 would include a water taxi dock, a “dolphin” berthing structure, and over seven acres of public open space on Piers 30-32. There would be 500 parking spaces at Piers 30-32. Vehicular

access would be at one midblock access point on The Embarcadero, between Bryant and Brannan Streets. Maritime uses include a water taxi dock on the north side and berthing for deep water vessels on the east side.

Seawall Lot 330 would be developed with a combination of residential, hotel, and retail uses (including restaurants and parking) and would be designed to architecturally connect to the development at Piers 30-32. A total of 534,890 gsf of building development is proposed at Seawall Lot 330, consisting of 208,844 gsf of residential, 178,406 gsf of hotel, 29,854 gsf of retail, 106,339 gsf parking, and 11,447 gsf of shared support areas. The development would include a four-story building (ground level plus three podium levels containing a combination of retail, residential, hotel and parking uses) above which a 13-story residential tower would be developed in the south portion of the site (i.e., 17 stories total) and a 7-story hotel tower in the north portion of the site. The tallest structure on Seawall Lot 330 would be the proposed residential tower, which would measure approximately 175 feet at its building rooftop. The hotel would consist of two building wings connected by a multi-level glass bridge, approximately 105 feet in height. The podium building would vary in height, ranging from 20 to 50 feet depending on location, and would incorporate rooftop open space areas. The Seawall Lot 330 development would contain multiple ground-level vehicular and pedestrian/bicycle access points to the site, and a pedestrian/bicycle pathway through the development connecting Main Street and The Embarcadero. A total of 259 vehicle parking spaces are proposed on Seawall Lot 330.

Operations under this alternative are assumed to be essentially the same as those of the Project at Mission Bay, with the same year-round schedule and types of events at the event center, and typical operational schedules for the hotel, residential, and retail uses.

Construction of the Off-site Alternative at Piers 30-32 and Seawall Lot 330 would require approximately 32 months for the entire development, about 6 months longer than the construction schedule for the Project. Unlike the Project, extensive in-water construction activities would be required in the vicinity of Piers 30-32 due to the seismic and structural upgrades to the pier structure that would be required. At or in the vicinity of Piers 30-32, construction activities would include: demolition of portions of the existing Piers 30-32 pier deck; removal and/or disconnection of existing pier piles; installation of new pier piles and reconstruction of the pier deck; dredging within a portion of the Pier 28-30 open water area; strengthening of the seawall and sections of the bulkhead wharf adjacent to Piers 30-32 along The Embarcadero promenade; construction of all above-deck Piers 30-32 development, including foundations, event center structure, retail buildings, parking and loading structure, and open space features; installation of associated on-site utilities; interior finishing, exterior hardscaping and landscaping improvements; installation of floating dock facilities along the north side of Piers 30-32; and installation of frontage improvements along The Embarcadero.

At Seawall Lot 330, construction activities would include: site demolition, clearing and excavation; pile installation and foundation construction; construction of all proposed Seawall

Lot 330 development, including podium structure and residential and hotel towers; installation of associated on-site utilities; interior finishing; exterior hardscaping and landscaping improvements; and installation of frontage improvements along The Embarcadero and Bryant and Beale Streets.

This alternative would require numerous federal and state permits and approvals, including approvals from the U.S. Army Corps of Engineers, U.S. Fish and Wildlife Services, National Marine Fisheries Service, California State Lands Commission, San Francisco Bay Conservation and Development Commission, and California Department of Fish and Wildlife. Local approvals would be required from the San Francisco Planning Commission, San Francisco Port Commission, and the San Francisco Board of Supervisors as well as the San Francisco voters.

It should be noted that this alternative includes a mix of uses different than that of the Project, including new residential and hotel uses and substantially fewer office uses. Because of these differences, this alternative would result in impacts that would not occur for the Project, particularly due to the residential uses. However, the program for this alternative is based on the previous proposal by the Project Sponsor for this site, and was determined to be the most viable mix of uses for this site at the time it was under active consideration.

Under the Off-site Alternative, development at Blocks 29-32 at Mission Bay would not be precluded. Development of the Off-site Alternative could occur concurrently with development of Blocks 29-32 per the Mission Bay Plan, potentially contributing to localized impacts at both sites.

The Off-site Alternative at Piers 30-32 and Seawall Lot 330 is rejected for the following reasons:

(a) Environmental Impacts:

The Off-site Alternative at Piers 30-32 and Seawall Lot 330 would avoid or lessen some of the impacts of the Project identified in the GSW FSEIR, but it would also result in different significant impacts — including significant and unavoidable impacts — that would not occur under the Project.

The Off-site Alternative would have slightly more severe impacts than were identified for the Project (i.e., impact determination would change from LS to LSM and would require implementation of additional mitigation measures not required for the Project) with respect to:

- Construction water quality impacts (Impact would change from LS to LSM. There would be greater potential for adverse effects on water quality to occur, as well as more complex mitigation requirements.)
- Water quality impacts associated with trash and littering (Impact would change from LS to LSM.)

The Off-site Alternative would have substantially more severe significant impacts than were identified for the Project (i.e., impact determination would change from LS or LSM to SU or SUM and would require implementation of additional and/or different mitigation measures not required for the Project) with respect to:

- Construction noise levels substantially higher than ambient levels, exceeding Federal Transit Administration (“FTA”) criterion for residential exposure to construction. (Impact would change from LS to SUM.)
- Construction vibration impacts exceeding thresholds for human annoyance at nearby sensitive receptors. (Impact would change from LS to SUM.)
- Cumulatively considerable contribution to construction noise and vibration impacts, assuming other construction activities in the vicinity were to overlap with the construction activities. (Impact would change from LSM to SUM.)
- Exposure of sensitive receptors to increased PM_{2.5} concentrations and cancer risk from toxic air contaminant concentrations during construction and operation and associated contribution to cumulative impacts. (Impact would change from LSM to SUM.)

The Off-site Alternative would have different significant and unavoidable impacts that were not identified for the Project (i.e., new SU or SUM impact and would require implementation of different mitigation measures not required for the Project) with respect to:

- Traffic impacts at different intersections than those identified for the Project. The number of intersections with significant traffic impacts would increase, and these impacts would occur under a greater number of scenarios. Even though the Off-site Alternative would generate fewer vehicle trips than the Project, traffic impacts would be substantially greater due to its more central and congested location closer to downtown. (Impact would be SUM.)
- Construction noise impacts on special-status fish and marine mammals (Impact would be SUM.)

Overall, the Off-site Alternative at Piers 30-32 and Seawall Lot 330 would avoid and lessen several of the environmental impact identified for Project, but it would also result in new and different significant environmental impacts that would not occur under the Project.

(b) Project Objectives:

As described in the GSW DSEIR, the objectives for the proposed Event Center and Mixed-Use Development at Blocks 29-32 are intended to be consistent with the overall objectives of the Mission Bay Redevelopment Plan. (GSW DSEIR, pp. 3-4 – 3-5.) Development at Piers 30-32 and Seawall Lot 330 as proposed in the Off-Site Alternative would not achieve any of the

redevelopment objectives identified for the Mission Bay South Redevelopment Plan, which are described above in Section V.A. However, since it is assumed that an alternative development would occur at Blocks 29-32, it is assumed such development would achieve at least some of the redevelopment objectives identified for the Mission Bay South Redevelopment Plan. As discussed in the context of the No Project Alternative above, it is also reasonable to assume that such an alternative development on Blocks 29-32 would substantially reduce the scale of development at the site as compared to the Project, and, as a result, would be substantially less effective than the Project in meeting the redevelopment objectives relating to economic growth because the reduction in development would generate far less revenue that could be used for purposes such as funding affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure. Therefore, the OCII Commission finds that this alternative would substantially reduce the ability to meet the project objectives within the context of the overall objectives of the Mission Bay Redevelopment Plan.

(c) Other Feasibility and Policy Considerations:

There are numerous uncertainties with regard to the acquisition of all the necessary permits and approvals required for the Piers 30-32 and Seawall Lot 330 site, including permits from the U.S. Army Corps of Engineers, State Lands Commission, San Francisco Bay Conservation and Development Commission (“BCDC”), Port of San Francisco, and voter approval under Proposition B.

Piers 30-32 and SWL Lot 330 are both under the jurisdiction of the Port of San Francisco. The current height limits (which are unchanged from 2012) for those sites are 40 feet and 65-105, respectively. Proposition B, passed by the voters in 2014, requires that any height increase on property within the Port’s jurisdiction from the height limit that existed in June of 2014 must go to the San Francisco voters for approval. Consequently, in order for the proposed project to proceed at those locations, the first step in the entitlement process would be to seek and obtain a height reclassification of the sites at the ballot. Taking a height reclassification to the ballot requires the Project Sponsor wait until the next election, and in advance of that expend significant sums to draft the ballot measure, collect signatures to place it on the ballot, and campaign for its approval.⁸

After completing the height reclassification process (if successful), the project would then commence seeking project approvals, which would require analysis under the California Environmental Quality Act as well as the National Environmental Policy Act (“NEPA”) because the Army Corps of Engineers (a federal agency) has certain permitting authority over the piers. The work required to retrofit the existing piers, which are in poor condition, would be extremely expensive, costing over an estimated \$120 million, and would entail in-water work requiring

⁸ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

certain mitigation measures to protect biological resources. Under the Burton Act, a state law that governs the Port's authority, the Port could not enter into a lease of more than 66 years in length; thus, the maximum term the arena could be leased would be 66 years. As a consequence, the extremely high costs of retrofitting the Piers in order to allow arena construction could only be amortized over a relatively short period of time, making the recovery of the capital costs of the project financially infeasible for the Project Sponsor. In addition, the mitigation measures required to protect biological resources would likely include limiting the months in which construction can occur, particularly in-water work in order to protect the resources. These mitigations serve to increase the construction times and risk.⁹

Finally, the time entailed in pursuing the required two-part entitlement process would take significantly longer than at a site not under the jurisdiction of the Port or subject to federal permitting for in-water construction. Piers 30-32 are also regulated by other state and regional agencies, in addition to the U.S. Army Corps of Engineers. The Project Sponsor's lease at its current location at Oracle Arena expires in 2017 and the Project Sponsor must make a definitive decision about the long-term venue for the team as quickly as possible as a result.¹⁰ Presumably, the Project Sponsor initially anticipated all of the above-described challenges could potentially be overcome and the Event Center at the Piers 30-32 and Seawall Lot 330 site could have been developed in a successful manner within a reasonable period of time. (*Uphold Our Heritage v. Town of Woodside* (2007) 147 Cal.App.4th 587, 600 ["No proponent, whether wealthy or not, is likely to proceed with a project that will not be economically successful."].) However, as of today, in consideration of the circumstances surrounding the Project, including the Project Sponsor's goal of constructing a new NBA Arena in time for the 2018-2019 NBA season, the OCII Commission finds that these uncertainties, combined with other factors, make the alternative infeasible.

Furthermore, development must occur within the Plan Area to further any of the Mission Bay South Redevelopment Plan redevelopment objectives. Piers 30-32 and Seawall Lot 330 are not located within the Plan Area. Therefore, the Off-Site Alternative does not further any of the Mission Bay South Redevelopment Plan redevelopment objectives. Even if, as noted above, an alternative mixed use development project was assumed to be proposed and ultimately developed on the project site in the future if the Off-Site Alternative was selected, OCII finds that such an alternative development on the project site would likely be substantially smaller in scale as compared to the Project, and, as a result, would be substantially less effective than the Project in meeting the redevelopment objectives relating to economic growth because the reduction in development would generate far less revenue that could be used for purposes such as funding affordable housing, parks and open space, and critical utility, water quality, and transportation

⁹ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

¹⁰ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

infrastructure. Additionally, one of the major Mission Bay South Redevelopment Plan redevelopment objectives is to successfully complete the Mission Bay South Redevelopment Plan “in the most expeditious manner feasible.” Approving the Off-Site Alternative and assuming an alternative development project would be proposed on the project site in the immediate future would not further the goal to successfully complete the Mission Bay South Redevelopment Plan “in the most expeditious manner feasible.” Therefore, the OCII Commission finds that approval of the Off-site Alternative would not further the Mission Bay South Redevelopment Plan redevelopment objectives. The OCII Commission rejects the Off-site Alternative at Piers 30-32 and Seawall Lot 330 on each of these grounds both collectively and independently. The OCII Commission finds each of these reasons sufficient independent grounds for rejecting the Off-site Alternative at Piers 30-32 and Seawall Lot 330 as infeasible.

D. Alternatives Considered but Rejected from Further Consideration

Alternative Locations

The DSEIR explains that eleven additional alternative locations for the Project were considered but rejected because they either would not achieve most of the basic project objectives, would not reduce or avoid significant environmental Project impacts, and/or do not represent potentially feasible alternatives for other economic, social, or environmental reasons. (GSW DSEIR, section 7.5, pp., 713 through 7-14 and 7-110 through 7-116.) The OCII Commission finds each of these reasons sufficient independent grounds for rejecting these alternative locations as infeasible.

Alternative Locations Proposed After Publication of the GSW DSEIR

Subsequent to publication of the GSW DSEIR and after the end of the public comment period on the GSW DSEIR, a potential alternative site for the Project – near Pier 80 – proposed by a group called the Mission Bay Alliance (“MBA”), was brought to light through local media (“MBA Alternative Site”). MBA subsequently presented the MBA Alternative Site to OCII in a comment letter on October 13, 2015, which was more than two and one half months after the public comment period on the GSW DSEIR had closed. The MBA Alternative Site is an approximately 21-acre site bounded by Cesar Chavez Street, Islais Creek Channel, and Interstate 280. Although this potential site was not presented to OCII until late in the environmental review process, it has been thoroughly vetted and is not considered a feasible option.

First, it should be noted that a similar site is described in the GSW DSEIR. Among the alternative locations that were considered for inclusion in the GSW DSEIR but ultimately rejected was the so-called Pier 80 or India Basin Area, located very close to the newly proposed MBA Alternative Site. The OCII Commission finds each of the reasons provided in the FSEIR for rejecting the Pier 80 or India Basin Site provides sufficient independent grounds for also rejecting the MBA Alternative Site as infeasible.

In any event, the OCII Commission finds that the MBA Alternative Site is not a feasible option for the following additional reasons.

The MBA Alternative Site consists of approximately 12 separate lots located across the street from Pier 80 in San Francisco. About half of the parcels appear to be held by 3-4 different private parties; the other, larger lots are controlled by the City and the Port of San Francisco.¹¹ The SFMTA currently operates a bus acceptance facility at the Port property located at 1399 Marin Street. The SFMTA owns the property at 1301 Cesar Chavez Street, where it operates and is currently expanding its Islais Creek Motor Coach Facility. This facility has been in the planning and acquisition stages since 1990 and once completed, will be among the SFMTA's largest facilities. Furthermore, SFMTA also recently began construction on a maintenance and operations building at the southeast corner of the site, which once completed, will be used to store and service buses and include administrative offices and a community meeting space. SFMTA considers these properties to be "critical" to its mission. The Project Sponsor does not control or own the publicly or privately owned sites and no evidence suggests it would be feasible for the Project Sponsor to acquire such rights.

The parcels located across from Pier 80 are zoned PDR-2 and have heights ranging from 40 feet to 68 feet. The PDR-2 zoning would not allow the office buildings. In contrast to the allowed heights, the proposed Event Center would be 135 feet in height and the office and retail buildings would be 160 feet in height. Thus, the development would not be permitted without approval of ordinances rezoning the permitted uses and height limits in the Planning Code and the Height Maps in order to accommodate the proposed Event Center and office buildings. In the case of the Port property, any increase in height limit would require voter approval due to the passage of Proposition B by the voters in 2014, which requires voter approval for any height increase on Port property.

The MBA Alternative Site would not avoid significant impacts of the Project, and would have more severe transportation, air quality, hydrology and water quality impacts.

Access to this location would require a greater proportion of event attendees to travel by auto, as local and regional transit service in the site's vicinity is limited, and the site is located further from locations accessible via bicycle and walk modes. The T Third light rail line is the primary Muni light rail route that would serve the site. The 19 Polk Muni bus route, with a connection at Evans/Connecticut Streets, runs north to Market Street and connects with the Civic Center BART station, but has limited service during the weekday and Saturday evening and late evening peak periods. The closest BART station is at 24th Street and Mission Street, approximately two miles to the west. The closest Caltrain station is at 22nd Street, under the I-280 freeway, approximately two-thirds of a mile to the north. It offers less train service (fewer trains stop there) than the Caltrain station at Fourth/King Streets, as it is an intermediate station, as opposed to the line terminal at Fourth/King Streets. Due to its remote location, this site would not meet

¹¹ Sally Oerth, OCII, and Chris Kern, SF Planning Department, Letter to Tiffany Bohee, Re: Proposed Alternative at Pier 80, October 23, 2015.

the project objectives to locate the Event Center within walking distance to local and regional transit hubs.

Unlike the project site, the MBA Alternative Site is located in an Air Pollution Exposure Zone. Consequently, this site would likely result in substantially more severe air quality health risk impacts than the Project. The MBA Alternative Site is located directly adjacent to the Islais Creek Channel, and thus would have a greater potential to result in adverse impacts on water quality and aquatic resources due to stormwater runoff into the Bay during both project construction and operation. The MBA Alternative Site is also located within the 100-year flood zone, and accordingly, locating the project here would expose people and structures to a greater risk of loss, injury or death due to flooding than the proposed location outside of the 100-year flood zone. Moreover, because it is directly adjacent to the Islais Creek Channel and is at a low elevation relative to sea level, the MBA Alternative Site would be more vulnerable to flooding in the future due to sea level rise and is more vulnerable to tsunami risk than the project site.¹²

In consideration of SFMTA's active and expanding use and development on a portion of the MBA Alternative Site, the number of private lots included as part of the site (none of which are owned or in the control of the Project Proponent), and the other considerations discussed above, the OCII Commission finds that the MBA Alternative Site could not be assembled in a successful manner within a reasonable period of time taking into account existing development on the site as well as economic, legal, and environmental factors. The OCII Commission finds each of these reasons sufficient independent grounds for rejecting this alternative location.

Alternative Concepts, Designs, and Strategies

In developing the alternatives selected for detailed analysis in the GSW DSEIR, and throughout the environmental review process, OCII, with the assistance of the Planning Department, considered additional alternative concepts, designs, and strategies that could potentially avoid or lessen the Project's environmental impacts. In some cases, the alternative concepts were incorporated into the Reduced Intensity Alternative analyzed in the GSW DSEIR or into the mitigation measures proposed for the Project. In other cases, however, alternative concepts were determined to either be infeasible or to result in the same or more severe environmental impacts compared to those of the Project, and therefore were not included in the range of alternatives carried forward for full analysis. The reasons the alternative concepts, designs, and strategies are rejected are described below.

Alternative Strategy to Reduce Size/Scale of the Event Center

The size and scale of the event center is currently designed to meet the primary objective of meeting the NBA requirements for sports facilities, and specifically for use as the home court for the Golden State Warriors basketball team. The capacity of 18,064 seats is over 1,000 fewer

¹² Sally Oerth, OCII, and Chris Kern, SF Planning Department, Letter to Tiffany Bohee, Re: Proposed Alternative at Pier 80, October 23, 2015.

seats than the average capacity of all current NBA facilities. The 18,064-seat capacity is also well below the capacity of the Warriors' current home court at the Oracle Arena in Oakland.¹³ However, while the event center is designed to meet the specific needs for NBA basketball games, it is also designed on balance to achieve the overall project objectives of providing a year-round venue for a variety of sporting events, entertainment, and convention purposes that promotes environmental sustainability, transportation efficiency, greenhouse gas reduction, and job creation.

The 18,064-seat capacity will be the fifth lowest capacity in the NBA, despite the high current market demand for season tickets. Currently, the Warriors have 14,500 season ticket holders and there are over 17,000 people on the waiting list for season tickets. Therefore, the Project Sponsor has indicated that reducing the capacity of the event center below 18,064 is not feasible due to its already small size relative to other NBA facilities and the overwhelming market demand for season tickets.¹⁴

A reduced size event center would also not meet the project objective of constructing an event center that can be used year-round for sporting events and entertainment and convention purposes with events ranging in capacity from approximately 3,000-18,500, and expands opportunities for the City's tourist, hotel and convention business.

The viability of attracting top entertainment events, including large touring shows, is influenced primarily by the buildings' gross potential and secondarily by the venues' ability to support large event requirements/logistics such as rigging, space requirements, power, data, lighting and sound. Today's concerts typically tour with 12 to 24 tractor-trailers of equipment, requiring a venue that not only has the infrastructure to mount a 200,000 lb show but is able to compete economically with other markets to attract these type of events to the market. The business model for these events is impacted dramatically by potential attendance, and therefore, most large-scale entertainment events could not occur at the event center if the capacity is reduced below 18,500. Therefore, reducing the capacity of the event center below 18,500 would deprive City residents the opportunity to attend these types of events in the City and would substantially reduce opportunities for the City's tourist, hotel and convention business.¹⁵

Moreover, the City of San Francisco currently lacks a public venue that can compete for "arena" type entertainment attractions. The lack of a state-of-the-art arena venue in the City prevents top

¹³ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015

¹⁴ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015

¹⁵ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment - Stephen Collins, Memorandum Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

domestic and international music tours, political conventions, major award shows, athletic tournaments, family shows and a variety of other entertainment and sporting events from taking place in San Francisco. The existing venues in San Francisco cannot support these needs and, as a result, over a hundred of the top tours and attractions are currently unable to perform in the City. And there is currently a high market demand for these types of events in the City. The market demand for such attractions in San Francisco is demonstrated by the high demand for similar venues on the Peninsula, such as Levi's stadium, the Shoreline Amphitheatre and HP Pavilion, as well as the existing Oracle Arena.¹⁶

Furthermore, as described above, most of the event center-related impacts could be mitigated with the adopted mitigation measures, and it is unlikely that reducing the size/scale of the event center could effectively or substantially lessen the Project's significant transportation-related impacts.

Detailed traffic modeling of a smaller event center has not been performed. For this reason, it is not possible to determine exactly how small the event center would need to be in order to avoid some or all of the Project's significant and unavoidable traffic impacts. Based on the modeling that has been performed, however, a smaller event center could potentially result in significant impacts at fewer intersections; but, as indicated by the modeling conducted for the No Event scenario, even a substantially smaller Event Center would result in significant and unavoidable traffic impacts including at the intersection of 16th/Seventh/Mississippi Streets. Thus, even a substantially smaller event center than the 18,500-seat event center would still have significant and unavoidable traffic impacts, would not meet NBA standards for an arena, and would not meet the basic project objectives. As a result, this alternative strategy would not effectively avoid or substantially lessen transportation-related impacts. Thus, reducing the size and scale of the event center was screened from further consideration for detailed alternatives analysis. It should be noted, however, that reducing the size of Project features other than the event center were included under the Reduced Intensity Alternative, which is analyzed in the GSW DSEIR.

The OCII Commission finds each of these reasons sufficient independent grounds for rejecting this alternative strategy.

Alternative Strategy to Reduce Number of Events at the Event Center that Would Overlap with SF Giants Games at AT&T Park.

As explained in the GSW FSEIR, it is estimated that there would be a potential for about 32 overlapping events per year, but in rare circumstances there could be as many as 40 events (with varying combined total attendance) in one year. These estimates are based on the following

¹⁶ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment - Stephen Collins, Memorandum Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

assumptions, which are conservative because they rely on current scheduling information and do not account for any advanced coordination between the SF Giants and the Golden State Warriors, or internal schedule coordination at the event center:

- Overlap with Golden State Warriors games. The regular NBA (late October through mid-April) and regular baseball seasons (April through September) overlap slightly in the first half of April, and for both teams, only half of the games are home games. Conservatively, about 2 games per year could overlap during the regular season. If either or both of the Warriors and SF Giants were to move on to the post season, there would be increased likelihood of overlapping events, with up to approximately five additional overlapping events if both teams were to advance to their respective championship final series in the same year.
- Overlap with concerts. As indicated in Chapter 3, Project Description, Table 3-3, the major concert season is fall, winter, and early spring. Thus, of the 45 yearly concerts, about 20 could overlap with the regular baseball season, but at most, only half of these (10) are estimated to occur on the same day as a SF Giants home game.
- Overlap with family shows. As indicated in Chapter 3, Project Description, Table 3-3, the approximate 55 family shows would be distributed throughout the year on Wednesday through Sunday. Since the SF Giants play for six months of the year during the regular season, it is assumed that half of the family shows (27) would occur during the baseball season (April through September), but the SF Giants only play home games at AT&T Park for half of that time, leaving 14 days of possible overlap. However, the SF Giants also play games on Monday and Tuesday when there would be no family shows. So about 10 of the family shows are estimated to occur on the same day as a SF Giants home game.
- Overlap with other non-Golden State Warriors sporting events. Of the approximate 30 other non-Golden State Warriors sporting events that would be held at the event center, it is assumed that half could occur during baseball season, and half of those could overlap with SF Giants home games, or about 7 events.
- Overlap with conventions/corporate events. Of the approximate 31 conventions or corporate events, it is assumed that half could occur during baseball season, and half of those could overlap with SF Giants home games. However, these events would almost exclusively be during the day, and only about 35 percent of the SF Giants games are day games; this indicates the potential for an estimated 3 overlapping events.

Based on league schedules and concert scheduling as described in the GSW FSEIR, it is anticipated that in a regular year, on average, there is a possibility of about nine large events

(about 12,500 or more attendees) at the event center overlapping with a SF Giants evening game at AT&T Park (i.e., two basketball games and seven concerts) annually. If either or both teams make it to their respective championships, the number of large events overlapping could moderately increase; however, it is unlikely that this scenario would occur on a regular basis.

The OCII Commission has considered whether there are feasible strategies to further reduce the number of events at the event center that would overlap with SF Giants games at AT&T Park in an effort to reduce potential environmental impacts. For the following reasons, however, the OCII Commission finds that it is not feasible to reduce the number of overlapping events.

First, the NBA schedule, and therefore, the Warriors schedule is beyond the Project Sponsor's and OCII's control. Similarly, the Major League Baseball ("MLB") schedule, and therefore, the SF Giants schedule is also beyond the Project Sponsor's and OCII's control. In other words, because neither the lead agency or responsible agencies nor the Project Sponsor has any control over MLB or NBA schedules, it is not possible to reduce the number of Warriors basketball games that overlap with SF Giants baseball games at AT&T Park.

Second, there is no feasible strategy to reduce the number of concerts, family shows, or conventions/corporate events at the event center that would overlap with SF Giants Games at AT&T Park. The financial model of most venues, such as the event center, is predicated on programming the venue for a variety of shows and events over the course of the year. The costs of developing and constructing a new event venue, or even the more limited costs of rehabilitating an existing venue, demand that the venue be utilized throughout the year in order to most effectively amortize the costs of the facility. In other words, the event center must host year-round events because the business model (particularly where the venue is privately financed) demands year-round revenue to be economically successful.¹⁷ Therefore, it is not feasible to prohibit events at the event center during the SF Giants baseball season. Moreover, prohibiting events during the SF Giants baseball season would be inconsistent with the overall Project purpose of constructing an event center that can be used year-round for sporting events and entertainment and convention purposes.

Third, shifting of event start times for most entertainment attractions can be difficult or impossible, particularly without sufficient advance notice of the need to make such a request. The difficulty in doing such is driven primarily by the requirements of the client (tour management), which falls outside the control of the promoter or the venue operator. Most arena events are routed months and sometimes more than a year in advance. The event is designed in almost all circumstances to be able to play the venue in a single day (load-in, show, load-out). The tour maintains an extremely regimented schedule for all venues played across the country

¹⁷ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment – Golden State Warriors, LLC, Jennifer Cabalquinto, Memorandum, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

and internationally in order to efficiently and effectively move the show from venue to venue, which can include dozens of tractor trailers, tour buses, and support vehicles. It is very common for the show to load-out in one city and travel a significant distance, in some cases hundreds of miles, in order to load-in in another city the next morning. The artists' travel arrangements, as well as the logistics to move the show from city to city, are carefully choreographed, which makes it extremely difficult to alter any schedules, including show start times. Similar circumstances apply to moving a show date. The tours are routed as much as a year in advance.¹⁸

Any requirements that would necessitate that shows move to alternate dates would in almost all circumstances result in an event cancellation as the tour and artists' schedule and logistics could not absorb such a move due to the ongoing commitments of the tour. As a consequence, while some staggering of start times may at times be possible with sufficient advance notice, there are practical, industry-driven limits on how often one could successfully negotiate staggered start times. In short, there is an inherent degree of temporal inflexibility built into the industry model for road shows. Thus, to be able to attract and accommodate the type of events that are both desirable and financially necessary for the Project, it is not possible to prohibit events from occurring at the event center during times that might overlap with an SF Giants game at AT&T Park.¹⁹

Additionally, reducing the number of events that might overlap with an SF Giants game at AT&T Park would not decrease magnitude of the Project's traffic impacts on days when overlapping events occur. Therefore, a reduction in overlapping events would not effectively avoid or substantially lessen the magnitude of the Project's transportation-related impacts identified in the FSEIR. Furthermore, the OCII Commission finds that a limit on overlapping events is infeasible from an economic and policy perspective because a restriction, such as an overlapping event restriction, that results in a reduction in the number of events held at the Event Center annually would directly impact the public revenues generated by events held at the Event Center that could be used for purposes such as funding affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure.

The OCII Commission finds each of these reasons sufficient independent grounds for rejecting this alternative strategy.

¹⁸ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment - Stephen Collins, Memorandum Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

¹⁹ GSW Arena LLC, Rick Welts, Letter to Tiffany Bohee, Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015; Attachment - Stephen Collins, Memorandum Re: Event Center and Mixed-Use Development Mission Bay Blocks 29-32, October 23, 2015.

VI. STATEMENT OF OVERRIDING CONSIDERATIONS

Pursuant to CEQA section 21081, subdivision (b), and CEQA Guideline 15093, the OCII Commission hereby finds, after consideration of the FSEIR and all other evidence in the record, that each of the specific overriding economic, legal, social, technological and other benefits of the Project as set forth below independently and collectively outweighs the significant and unavoidable impacts of the Project and is an overriding consideration warranting approval of the Project. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the OCII Commission will stand by its determination that each individual reason is sufficient. The substantial evidence supporting the various benefits can be found in the preceding findings, which are incorporated by reference into this Section, and in the documents found in the Record of Proceedings, as defined in Section I.

On the basis of the above findings and the substantial evidence in the whole record of this proceeding, the OCII Commission specifically finds that there are significant benefits of the Project to support approval of the Project in spite of the unavoidable significant impacts, and therefore makes this Statement of Overriding Considerations. The OCII Commission further finds that, as part of the process of obtaining Project approval, all significant effects on the environment from implementation of the Project have been eliminated or substantially lessened where, and to the extent, feasible. All mitigation measures proposed in the FSEIR that are applicable to the Project are adopted as part of this approval action. Furthermore, the OCII Commission has determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to the following specific overriding economic, technical, legal, social and other considerations.

The Project has the following benefits:

- The Project includes the construction of a state-of-the-art multi-purpose event center in San Francisco that meets NBA requirements for sports facilities and can be used year-round for sporting events and entertainment and convention purposes with events ranging in capacity from approximately 3,000-18,500. Although the event center is one of the smallest venues used by NBA basketball teams, it meets the NBA's requirements and will provide sufficient capacity to meet the market demand for Golden State Warriors basketball games. Further, the event center will provide sufficient capacity to accommodate a variety of desirable events, including other sporting events, small and large concerts and shows, conventions and conferences, and other family events. No similar-sized event center currently exists in San Francisco, so the construction of the event center will attract events to the City that cannot be accommodated by other venues. By providing a state-of-the-art event center that can accommodate a wide variety of small- and large-scale events, including Warriors basketball games, the Project will

benefit City residents and expand opportunities for the City's tourist, hotel and convention business.

- The Project provides sufficient complementary mixed-use development to create a lively local and regional visitor-serving destination that is active year-round. In addition to the event center, the Project includes a mix of office use, retail, and open space that will promote visitor activity and interest during times when the event center is not in use, and provide amenities to visitors of the event center as well as the surrounding neighborhood.
- The Project meets high-quality urban design and high-level sustainability standards. The Project is designed to LEED® Gold standards and incorporates a variety of design features to provide energy and water conservation and efficiency, encourage alternative transportation, promote a healthy indoor environment, minimize waste, and maximize recycling opportunities.
- The Project is located in an urban infill area in Mission Bay, immediately adjacent to local transit stops and less than a mile from other regional transit resources, including train and ferry and therefore will promote public transit and further the City's Transit First Policy. The Project will also implement a number of off-site roadway network and curb regulations, transit network, pedestrian and bicycle network improvements in the project site vicinity, including roadway restriping, intersection signalization, on-street parking, new perimeter sidewalks, bicycle lanes, signage and other improvements, that will substantially benefit the community.
- The Project will provide the City with a world class performing arts venue of sufficient size to attract those events which currently bypass San Francisco due to the current lack of a world class facility in the City. The City is currently unable to attract or accommodate certain events because there are no venues in the city that can accommodate such events. With the event center, however, the City will be able to accommodate such events, for which there is a high demand in the City.
- The Project will promote environmental sustainability, transportation efficiency, greenhouse gas reduction, stormwater management using green technology, and job creation consistent with the objectives of the California Jobs and Economic Improvement Through Environmental Leadership Act (AB 900), as amended.
- The Project will provide substantial tax revenue available to support the construction of affordable housing, parks and open space, and critical utility, water quality, and transportation infrastructure.

- The Project will generate thousands of jobs for residents of Mission Bay and the City of San Francisco area during both construction and operation.

In summary, the development and revitalization of the Mission Bay area and the betterment of the quality of life for the residents of this community is one of OCII's highest priorities. Having considered these benefits, the OCII Commission finds that the benefits of the Project outweigh the unavoidable adverse environmental effects, and that the adverse environmental effects are therefore acceptable.

Mitigation Monitoring and Reporting Program

SECTION 1: AUTHORITY

This Mitigation Monitoring and Reporting Program (MMRP) has been prepared pursuant to Section 21081.6 of the *California Environmental Quality Act*, known as CEQA (Public Resources Code Section 21000 et seq.), to provide for the monitoring of mitigation measures required for the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 (Project), as set forth in the Final Subsequent Environmental Impact Report (Final SEIR) prepared for the Project. This report will be kept on file at the Office of Community Investment and Infrastructure (OCII), One South Van Ness Avenue, Fifth Floor, San Francisco, CA, 94103 and at the City Planning Department (City), 1650 Mission Street, Fourth Floor, San Francisco, CA, 94103.

As described in Section 15097 of the *CEQA Guidelines*, “[r]eporting’ generally consists of a written compliance review that is presented to a decision-making body or authorized staff person. A report may be required at various stages during project implementation or upon completion of the mitigation measure. ‘Monitoring’ is generally an ongoing or periodic process of project oversight.” This MMRP includes both reporting and monitoring elements, as appropriate for implementation of each mitigation or improvement measure.

SECTION 2: CONTENT OF MMRP MATRIX

The MMRP matrix consists of four separate tables:

- Table A, Mitigation Measures
- Table B, Improvement Measures
- Table C, Applicable Regulations
- Table D, Summary of Transportation Management Plan

Table A, Mitigation Measures, and Table B, Improvement Measures, identify the environmental issue areas for which actions/measures are identified; the required actions/measures; the timeframe for implementing, monitoring, and reporting on these measures; the responsible implementing, monitoring and reporting parties; and action needed to verify compliance/completion of the measures. Table C lists applicable regulations that were identified in the Initial Study and the Final SEIR that were relied upon to reduce or avoid significant impacts and the associated environmental issue areas. Table D summarizes the Transportation Management Plan (TMP) that is included as part of the proposed project, but will be monitored as part of the MMRP, and includes the same types of information as Tables A and B.

SECTION 3: IMPLEMENTATION AND ENFORCEMENT OF MEASURES

This MMRP includes all mitigation measures that are applicable to the project. The intent of the MMRP is to ensure the effective implementation and enforcement of adopted mitigation measures. In addition to listing mitigation measures, for the purposes of public disclosure and to assist in

implementation and enforcement, the MMRP also lists “improvement measures”, “applicable regulations”, and the Project TMP.

Mitigation measures are contained in **Table A**. As discussed in the Initial Study and the Final SEIR, the mitigation measures included in the MMRP are measures required to avoid or lessen significant impacts of the project.

Improvement measures are contained in **Table B**. CEQA does not require mitigation measures to be adopted to address impacts that are determined to be less than significant. (*Cal. Oak Foundation v. Regents of U. of Cal.* (2010) 188 Cal.App.4th 227, 282.) Nevertheless, OCII has exercised its discretion to require implementation of various “improvement measures” to further reduce or avoid impacts that the Final SEIR determined to be less than significant without mitigation.

Applicable regulations are contained in **Table C**. A lead agency may rely on compliance with applicable laws and regulations in determining that a proposed project will result in a less-than-significant impact. (See *San Francisco Tomorrow v. City and County of San Francisco* (2014) 229 Cal.App.4th 49, 525 [holding the city properly relied on compliance with building codes and related regulations in determining the proposed project would not result in potential safety hazards].) Applicable regulations are legally binding and enforceable laws or adopted regulations that OCII has determined are legally applicable to the project and will ensure an impact is less than significant.

A summary of the project’s Transportation Management Plan (TMP) is included as **Table D**. The TMP is a management and operating plan included as part of the project to facilitate multimodal access to the project site. The TMP includes various management strategies to reduce use of single-occupant vehicles and to increase the use of ridershare, transit, bicycle, and walk modes for trips to and from the project site. The TMP program was developed by the project sponsor in consultation with the San Francisco Municipal Transportation Agency (SFMTA), OCII, and the Planning Department. The TMP outlines the process to monitor and refine the strategies in the TMP in conjunction with the City throughout the life of the project. Thus, the TMP is a working document that will be adjusted and refined over time by the project sponsor and City agencies involved in implementing the plan. Monitoring methods include field surveys of operations of the event center during the first four years, and an annual survey and reporting program for the life of the project. Under the annual survey and reporting program, the project sponsor shall conduct annual surveys of: (1) event center employee, (2) event center attendees, (3) UCSF employees and patients, (4) emergency service providers, and (5) visitors of Mission Bay neighborhoods to evaluate the effectiveness of the management strategies. The TMP includes annual reporting of the TMP measures to OCII, referred to in this MMRP as the TMP monitoring surveys and reports. The TMP monitoring surveys and reports may be included as part of the MMRP Annual Report described in Section 4 below.

The MMRP matrix identifies the mitigation schedule and the parties responsible for implementing, monitoring and reporting on the implementation of the measures listed in Tables A, B, and D. As the CEQA lead agency for the Project, OCII is principally responsible for MMRP monitoring and enforcement. In addition, as provided in CEQA Guidelines Section 15097(a), OCII may delegate MMRP monitoring responsibilities to other public agencies, either working with City or other local

governments through their permitting or regulatory authorities, or through memoranda of understanding that OCII enters into with other entities. Accordingly, the MMRP identifies other public agencies, including SFMTA, the San Francisco Public Utilities Commission (SFPUC), the San Francisco Department of Building Inspection (DBI), the San Francisco Department of Public Works (DPW), the San Francisco Planning Department, the San Francisco Entertainment Commission, the San Francisco Bay Regional Water Quality Control Board (RWQCB) and the Bay Area Air Quality Management District (BAAQMD) where such delegation is known or anticipated.

If any mitigation and improvement measures are not implemented as required, OCII may, in conjunction with other entities listed above, pursue corrective actions including, but not limited to, the following: (1) a written notification and request for compliance; (2) withholding of permits; (3) administrative fines; (4) a stop-work order; (5) criminal prosecution and/or administrative fines; (6) forfeiture of security bonds or other guarantees; and (7) revocation of permits or other entitlements.

SECTION 4: MMRP ANNUAL REPORT

The project sponsor shall submit a MMRP Annual Report to OCII for the life of the project. The first MMRP Annual Report shall be due one year following commencement of project construction. The MMRP Annual Report shall summarize the current implementation and compliance status at the time of the report for all mitigation, improvement, and TMP measures for which the project sponsor has been assigned some or all reporting responsibility; for measures that another entity is responsible for implementing, the project sponsor shall report on readily available information about the implementation and compliance status of such measures but such reporting responsibility does not transfer responsibility for implementation of such measures to the project sponsor. The MMRP matrix identifies the monitoring and reporting actions included in the annual report unless another monitoring or reporting action is specified for individual mitigation measures.

SECTION 5: CHANGES TO MITIGATION MEASURES

Any substantive change in the MMRP made by OCII staff shall be reported in writing to the Executive Director of OCII. Reference to such changes shall be made in the MMRP Annual Report. OCII staff may modify or substitute mitigation measures subject to one of the following findings, documented by substantial evidence:

- a. The mitigation measure included in the Final SEIR and the MMRP is no longer required because the significant environmental impact identified in the Final SEIR has been found not to exist, or to occur at a level which makes the impact less than significant as a result of changes in the project, changes in conditions of the environment, or other factors.

OR

- b. The modified or substitute mitigation measure either provides corrections to text without any substantive change in the intention or meaning of the original mitigation measure, or provides a level of environmental protection equal to or greater than that afforded by the mitigation measure included in the Final SEIR and the MMRP; and

The modified or substitute mitigation measures do not have significant adverse effects on the environment in addition to or greater than those which were considered by the relevant agencies in their decisions on the Final SEIR and the proposed project; and

The modified or substitute mitigation measures are feasible, and OCII, through measures included in the MMRP or other City procedures, can ensure their implementation.

Documentation supporting the findings involving modifications to mitigation measures shall be maintained in the project file with the MMRP and shall be made available to the public upon request.

LIST OF ABBREVIATIONS

BAAQMD	Bay Area Air Quality Management District
B/MBTCC	Ballpark/Mission Bay Transportation Coordination Committee
DBI	San Francisco Department of Building Inspection
DPW	San Francisco Department of Public Works
FAA	Federal Aviation Administration
MMRP	Mitigation Monitoring and Reporting Program
OCII	Office of Community Investment and Infrastructure
Port	Port of San Francisco
RWQCB	San Francisco Bay Regional Water Quality Control Board
SFFD	San Francisco Fire Department
SFMTA	San Francisco Municipal Transportation Agency
SFPUC	San Francisco Public Utilities Commission
TMA	Mission Bay Transportation Management Association
TMP	Transportation Management Plan
PCO	Parking Control Officer
WETA	San Francisco Bay Area Water Emergency Transportation Authority

MITIGATION MONITORING & REPORTING PROGRAM

TABLE A - MITIGATION MEASURES

MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2				
<p>M-TR-2a: Additional PCOs during Events</p> <p>As a mitigation measure to manage traffic flows and minimize congestion associated with events at the project site, the proposed project's TMP shall be modified to include four additional PCOs (i.e., in addition to the 17 PCOs included in the project TMP) that shall be deployed to intersections where the proposed project would result in significant impacts, as conditions warrant during events. These could include the intersections of King/Fourth, Fifth/Harrison/I-80 westbound off-ramp, Fifth/Bryant/I-80 eastbound on-ramp, Seventh/Mission Bay Drive, and Seventh/Mississippi/16th. The PCO Supervisor shall make the determination where the additional PCOs would be located, based on field conditions during an event.</p>	SFMTA	Ongoing; All events with more than 12,500 attendees	SFMTA	Ongoing; Visual verification at time of event by PCO Supervisor
<p>M-TR-2b: Additional Strategies to Reduce Transportation Impacts</p> <p>The project sponsor shall work with the City to pursue and implement commercially reasonable additional strategies (i.e., in addition to those included in the project TMP) to reduce transportation impacts. In addition, the City shall pursue and implement additional strategies to be implemented by the City or other public agency (e.g., Caltrans). These strategies shall include one or more of the following:</p>				
<p>Strategies to Reduce Traffic Congestion</p> <ul style="list-style-type: none"> The City to request that Caltrans install changeable message signs on I-280 upstream of key entry points onto the local street network. 	SFMTA	Within one year of project approval	OCII	Include in MMRP Annual Report; Complete when request made
<ul style="list-style-type: none"> The City to provide coordinated outreach efforts to surrounding neighborhoods to explore the need/desire for new on-street parking management strategies, which could include implementation of time limits and Residential Parking Permit program areas. 	SFMTA	Ongoing	OCII	Include in MMRP Annual Report; Ongoing outreach efforts as needed

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> The project sponsor to offer for pre-purchase substantially all available on-site parking spaces not otherwise committed to office tenants, retail customers or season ticket holders, and to cooperate with neighboring private garage operators to pre-sell parking spaces, as well as notify patrons in advance that nearby parking resources are limited and travel by non-auto modes is encouraged. 	Project Sponsor	Before first event at Event Center, and ongoing thereafter	OCII	Include in MMRP Annual Report
<ul style="list-style-type: none"> The project sponsor to create a smart phone application, or integrate into an existing smart phone application, transportation information that promotes transit first, allows for pre-purchase of parking and designates suggested paths of travel that best avoid congested areas or residential streets such as Bridgeview north of Mission Bay Boulevard and Fourth Street. 	Project Sponsor	Before first event at Event Center, and ongoing thereafter	OCII	Include in MMRP Annual Report; Complete upon launch of application
<ul style="list-style-type: none"> The City and the project sponsor to work to identify off-site parking lot(s) in the vicinity of the event center, if available, where livery and TNC vehicles could stage prior to the end of an event. 	Project Sponsor; City	Before opening of Event Center, and as needed thereafter for up to 4 years	OCII	Include in MMRP Annual Report; Complete at expiration of 4-year period
<ul style="list-style-type: none"> The City to include on-street parking spaces within Mission Bay in the expansion and permanent implementation of SFpark, including dynamic pricing, and smart phone application providing real-time parking availability and cost. 	SFMTA	Within 4 years of expansion of SFpark into Mission Bay	OCII; SFMTA	Include in MMRP Annual Report; Ongoing as needed;
<ul style="list-style-type: none"> The City shall work to include the publicly accessible off-street facilities into the permanent implementation of SFpark, and incorporate data into a smart phone application and permanent dynamic message signs. 	SFMTA	Within 4 years of expansion of SFpark into Mission Bay	OCII; SFMTA	Include in MMRP Annual Report; Ongoing as needed;
<ul style="list-style-type: none"> If necessary to support achievement of non-auto mode shares for the project, the project sponsor shall cooperate with future City efforts to manage and price the off-site parking supply in the project vicinity to reduce travel by automobile, thus improving traffic conditions. 	Project Sponsor	First year of event center operation, and annually thereafter	OCII; SFMTA	Include in MMRP Annual Report
<ul style="list-style-type: none"> The project sponsor to seek partnerships with car-sharing services. 	Project Sponsor	Prior to issuance of occupancy permit for the event center	OCII	Include in MMRP Annual Report

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p><i>Strategy to Enhance Non-auto Modes</i></p> <ul style="list-style-type: none"> The project sponsor to provide a promotional incentive (e.g., show Clipper card or bike valet ticket for concession savings, chance to win merchandise or experience, etc.) for public transit use and/or bicycle valet use at the event center. 	Project Sponsor	First year of event center operation, and annually thereafter	OCII	Include in MMRP Annual Report
<p><i>Strategies to Enhance Transportation Conditions in Mission Bay and Nearby Neighborhoods</i></p> <ul style="list-style-type: none"> The project sponsor to participate as a member of the Ballpark/Mission Bay Transportation Coordination Committee (B/MBTCC) and to notify at least one month prior to the start of any non-GSW event with at least 12,500 expected attendees. If commercially reasonable circumstances prevent such advance notification, the GSW shall notify the B/MBTCC within 72 hours of booking. 	Project Sponsor	Following project approval; ongoing	OCII; SFMTA	Include in MMRP Annual Report; OCII and/or SFMTA to attend B/MBTCC meetings
<ul style="list-style-type: none"> The City and the project sponsor to meet to discuss transportation and scheduling logistics following signing any marquee events (national tournaments or championships, political conventions, or tenants interested in additional season runs: NCAA, etc.). 	Project Sponsor	In advance of marquee events	OCII; SFMTA	Include in MMRP Annual Report; OCII, SFMTA to participate in meetings
<p><i>Strategies to Increase Transit Access</i></p> <ul style="list-style-type: none"> The City to consult with regional providers to encourage increased special event service, particularly longer BART and Caltrain trains, and increased ferry and bus service. 	SFMTA	Regularly as part of the B/MBTCC meetings	SFMTA	Include in MMRP Annual Report; SFMTA to participate in meetings
<ul style="list-style-type: none"> The City to work in good faith with the Water Emergency Transportation Agency, the project sponsor, UCSF, and other interested parties to explore the possibility of construction of a ferry landing at the terminus of 16th Street, and provision of ferry service during events. 	SFMTA; Port	Regularly as part of the B/MBTCC meetings	SFMTA; Port	Include in MMRP Annual Report; SFMTA, Port to participate in meetings
<p>M-TR-5a: Additional Caltrain Service</p> <p>As a mitigation measure to accommodate transit demand to and from the South Bay for weekday and weekend evening events, the project sponsor shall work with the Ballpark/Mission Bay Transportation Coordinating Committee to consult with</p>	Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC	First year of event center operation, and reviewed and revised annually thereafter	OCII; Project Sponsor through participation in the B/MBTCC	TMP monitoring surveys and reports; OCII to attend meetings

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TABLE A - MITIGATION MEASURES

MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
Caltrain to provide additional Caltrain service to and from San Francisco on weekdays and weekends. The need for additional service shall be based on surveys of event center attendees conducted as part of the TMP.				
<p>M-TR-5b: Additional North Bay Ferry and/or Bus Service As a mitigation measure to accommodate transit demand to the North Bay following weekday and weekend evening events, the project sponsor shall work with the Ballpark/Mission Bay Transportation Coordinating Committee to consult with Golden Gate Transit and WETA to provide additional ferry and/or bus service from San Francisco following weekday and weekend evening events. The need for additional service shall be based on surveys of event center attendees conducted as part of the TMP.</p>	Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC	First year of event center operation, and reviewed and revised annually thereafter	OCII	TMP monitoring surveys and reports; OCII to attend meetings
<p>M-TR-6: Active Management of Pedestrian Flows at the Intersection of Third/South As a mitigation measure to accommodate pedestrians traveling to and from the event center through the intersection of Third/South, PCOs stationed at this location shall implement strategies to allow pedestrians to cross the street safely. The strategies and level of active management shall be tailored to the event size, and could include extending the green time for pedestrians crossing the street, manually overriding the traffic signal and directing pedestrians to cross, erecting temporary pedestrian crossing barriers, allowing use of the closed Third Street as a pedestrian access route, providing a defined passenger waiting area within the closed Third Street, shielding passengers waiting to board light rail from adjacent pedestrian traffic, and deploying additional PCOs to this intersection.</p>	SFMTA	Ongoing; all events with more than 12,500 attendees	OCII	Ongoing; Visual verification at time of event by PCO Supervisor
<p>M-TR-9a: Crane Safety Plan for Project Construction Prior to construction, the project construction contractor shall develop a crane safety plan for the project construction cranes that would be implemented during the construction period. The crane safety plan shall identify appropriate measures to avoid potential conflicts that may be associated with the operation of the project construction cranes in the vicinity of the UCSF</p>	Project Sponsor	Prior to Issuance of Construction Permits	OCII	Include in MMRP Annual Report; Complete upon submittal of final Crane Safety Plan

MITIGATION MONITORING & REPORTING PROGRAM

TABLE A - MITIGATION MEASURES

MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>Benioff Children’s Hospital helipad airspace. These safety protocols shall be developed in consultation with OCII (or its designated representative) and UCSF, and the crane safety plan shall be subject to approval by OCII or its designated representative. The crane safety plan shall include, but is not limited to the following measures:</p> <ul style="list-style-type: none"> • Convey project crane activity schedule to UCSF and OCII • If other projects on adjacent properties are under construction concurrent with the proposed project and are using tower cranes, the project sponsor shall participate in joint consultation with those project sponsors and OCII or its designated representative to ensure any potential cumulative construction crane effects on the UCSF helipad would be minimized. • Use appropriate markings, flags, and/or obstruction lighting on all project construction cranes working in proximity to the helipad’s airspace surfaces. • Light all construction crane structures at night (e.g., towers, arms, and suspension rods) to enhance a pilot’s ability to discern the location and height of the cranes. • Inform crane operators of the location and elevation of the hospital helipad’s Part 77 airspace surfaces and the need to avoid penetrations to the surfaces. • Issue a Notice to Airmen (NOTAM) to advise pilots in the area of the presence of construction cranes at the project site. 				
<p>M-TR-9d: Event Center Exterior Lighting Plan The project sponsor shall develop an exterior lighting plan that incorporates measures to ensure specialized exterior lighting systems would not result in a substantial air safety risk and/or create a safety hazard relating to helipad operations. Feasible measures shall be developed in consultation with SFO staff knowledgeable of the effects of lighting on pilots and safe air navigation, and OCII (or its designated representative), and the exterior lighting plan shall be subject to approval by OCII or its</p>	Project Sponsor	Before opening of Event Center	OCII	Include in MMRP Annual Report; Complete upon submittal of plan

MITIGATION MONITORING & REPORTING PROGRAM

TABLE A - MITIGATION MEASURES

MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>designated representative. Measures may include, but are not limited to, the following:</p> <ul style="list-style-type: none"> • Prohibit the use of high-intensity lights that are directed towards the UCSF helipad • Prohibit the use of high-intensity outdoor flashing lights or strobe lights in proximity to the hospital helipad's three approaches • Prohibit the use of outdoor lasers directed upward, and laser light shows that have not been subject to prior review by OCII in consultation with SFO staff knowledgeable of the effects of lighting on pilots and safe air navigation and, if necessary the FAA • Avoid outdoor fireworks proximate to flight paths unless (1) the SFFD approves the proposed use of fireworks, and (2) notice of the event is provided to UCSF • Avoid the use of light configurations similar to those associated with the UCSF helipad landing area, and where feasible, locate primary outdoor lighted displays and television/lighted screens away from the project property line at 16th Street, South Street, or Third Street • Notify in advance and consult with OCII and UCSF representatives regarding planned special event lighting • Develop exterior specialized lighting guidelines and ensure event organizers are informed of the hospital helipad, its approaches, and safety concerns related to outdoor nuisance lighting • Identify appropriate management policies and procedures to respond to the use of handheld laser pointers by the public on the project site which may pose a hazard to pilots • Identify appropriate management policies regarding the use of drones on the project site and procedures to respond to aerial drone activity that may pose a hazard to pilots 				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>M-TR-11a: As a mitigation measure to manage traffic flows and minimize congestion associated with overlapping events, the proposed project’s TMP shall be expanded to include two additional PCOs that shall be deployed to the following intersections where the proposed project would result in significant traffic impacts, as conditions warrant during events: King/Fifth/I-280 ramps, and Fourth/16th, where PCOs would not be located as part of the project TMP or Mitigation Measure M-TR-2a: Additional PCOs during Events. The PCO Supervisor shall make the determination where the additional PCOs would be located, based on field conditions during an event. This measure shall be implemented in coordination with Mitigation Measure M-TR-2a: Additional PCOs during Events, and these two additional PCOs during overlapping events shall be in addition to the four additional PCOs that shall be provided as part of Mitigation Measure M-TR-2a: Additional PCOs during Events.</p>	SFMTA	Ongoing; all events with more than 12,500 attendees that overlap with SF Giants events at AT&T Park	SFMTA	Ongoing; Visual verification at time of event by PCO Supervisor
<p>M-TR-11b: Participation in the Ballpark/Mission Bay Transportation Coordinating Committee As a mitigation measure to optimize effectiveness of the transportation management strategies for day-to-day operations and events in the Mission Bay area, at AT&T Park, UCSF Mission Bay campus, and the proposed project, the project sponsor shall actively participate as a member of the Ballpark/Mission Bay Transportation Coordinating Committee in order to evaluate and plan for operations of all three facilities (i.e., AT&T Park, UCSF Mission Bay Campus, and the proposed event center). This committee would, among other roles, serve as a single point for coordination of transportation management strategies. The Transportation Coordinating Committee shall consult on changes to and expansion of transit services, and for developing and implementing strategies within their purview that address transportation issues and conflicts as they arise. In addition, the committee shall serve as a liaison for operation of the facilities, monitoring conditions, and addressing community issues related to events and the project sponsor shall make good faith efforts to notify the committee regarding events.</p>	Project Sponsor through participation in B/MBTCC	Following project approval and as scheduled thereafter	OCII	Include in MMRP Annual Report; OCII, SFMTA to attend B/MBTCC meetings

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events</p> <p>The project sponsor shall work with the City to pursue and implement additional strategies to reduce transportation impacts associated with overlapping events at AT&T Park and the proposed event center. These strategies shall include one or more of the following:</p>				
<ul style="list-style-type: none"> The project sponsor shall exercise commercially reasonable efforts to avoid scheduling non-Golden State Warriors events of 12,500 or more event center attendees that start within 60 minutes of the start of events at AT&T Park. 	Project Sponsor	Ongoing; all events with more than 12,500 attendees that overlap with SF Giants events at AT&T Park	OCII	Include in MMRP Annual Report
<ul style="list-style-type: none"> When overlapping non-Golden State Warriors events of 12,500 or more event center attendees and evening SF Giants games, the project sponsor shall exercise commercially reasonable efforts to negotiate with the event promoter to stagger start times such that the event headliner starts no earlier than 8:30 p.m. 	Project Sponsor	Ongoing; all events with more than 12,500 attendees that overlap with SF Giants events at AT&T Park	OCII	Include in MMRP Annual Report
<ul style="list-style-type: none"> The City has identified two off-site parking lots on Port of San Francisco lands to the south of the event center (19th Street and Western Pacific sites) that can accommodate approximately 250 additional parking spaces for all events and up to approximately 800 additional parking spaces for use during dual events of 12,500 or more event center attendees (for a total of approximately 1,050 additional off-site parking spaces). As long as the Port of San Francisco takes all necessary actions to make the land available for public parking, the project sponsor shall: (1) make commercially reasonable efforts to negotiate with the Port of San Francisco or its designee to acquire sufficient rights for the use of such parking lot(s) through lease, purchase, or other means as necessary; and (2) (if such negotiations are successful) provide free shuttles to the event center from such off-site parking lot(s) that are more than ½-mile from the event center on a maximum 10-minute headway before and after events. 	Port; Project Sponsor; parking lot operator(s)	Within one year after Port takes all necessary actions to make land available for public parking.	OCII	Include in MMRP Annual Report; Complete before opening of Event Center

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> In the event that the off-site parking lots at 19th Street and the Western Pacific site are implemented, the SFMTA shall consult with Caltrans in assessing the feasibility of signalizing the intersection of Pennsylvania/I-280 southbound off-ramp. If determined feasible by the SFMTA and Caltrans, the SFMTA and Caltrans shall establish the level of traffic volumes that would trigger the need for a signal, and the project sponsor shall fund its fair share cost of the design and implementation of the new signal, based on project contributions to annual average weekday traffic volumes at this intersection. 	SFMTA	When traffic signal warrants are met	OCII	Include in MMRP Annual Report; SFMTA to track cumulative development in area
<ul style="list-style-type: none"> In addition, as part of monitoring of traffic conditions during overlapping events, the SFMTA shall consult with Caltrans regarding the need to deploy an SFMTA PCO or CHP officer to expedite traffic exiting I-280 southbound (i.e., waving vehicles exiting I-280 southbound and turning left onto southbound Pennsylvania Street through the existing stop sign) during overlapping events when the Western Pacific parking lot is used for project event parking. The PCO or CHP officer would be deployed during those events prior to installation of a traffic signal or if signalization of this intersection is determined not to be feasible. 	SFMTA	During all events with more than 12,500 attendees, that overlap with SF Giants events at AT&T Park	SFMTA	SFMTA by stationing PCO or CHP at off-ramp as needed
<ul style="list-style-type: none"> To manage traffic flows and minimize congestion associated with non-Golden State Warriors events overlapping with events at AT&T Park, and to incentivize event attendees and UCSF employees to use alternatives to the private automobile, the City and the project sponsor shall pursue and implement additional transportation management actions during the pre-event period during overlapping events. This measure shall be implemented in coordination with and in addition to Mitigation Measure M-TR-11a: Additional PCOs during Events and Mitigation Measure M-TR-11b: Additional Strategies to Reduce Transportation Impacts. Strategies shall include one or more of the following: 	Project Sponsor; SFMTA	First year of event center operation, and annually thereafter	OCII	TMP monitoring surveys and reports

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p><i>Strategies to Increase Use of Non-auto Modes</i></p> <ul style="list-style-type: none"> - Encouraging coordinated parking pricing strategies among nearby facilities designed to discourage driving for event attendees and employees. - Marketing “No drive” events. - Installing Clipper Card add-value machines on-site at the event center to facilitate purchase and value-adding, and to minimize impacts on transit "dwell times" of paying cash fares. - Exploring implementation of congestion pricing tools to charge event-related fees for driving and parking in the immediate area. - Establishing event-sponsored promotions to encourage additional use of transit, such as event-branded Clipper Cards, bundled discounts and subsidies for transit ticket purchases, or automatic prize/raffle entries/merchandise discounts for event attendees taking transit. - Exploring implementation of priority access or fast-track security clearance to the event center for attendees arriving by transit or bicycling to the event center. - Promoting the above strategies through event tickets and ticketholder emails, website transit information, and real-time updates. - Consulting with local TMAs targeting employees who might drive during the peak pre-event period to provide increased shuttle service, alternative travel mode promotions, and advertising the use of real-time information and technology applications. - Sponsoring use of taxis, TNCs, or pedicabs by event sponsor to facilitate the connection between the regional transit hubs and the event center, as well as between the regional transit hubs and AT&T Park. 				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p><i>Strategies to Increase Transit, Capacity of Alternative Modes, and Enhance Pedestrian Safety</i></p> <ul style="list-style-type: none"> - Providing additional PCOs to manage and direct local traffic, and to favor circulation of pedestrians, cyclists, and persons arriving or departing by transit. - Expanding the network of PCO-controlled intersections during the peak pre-event period beyond those identified in the Local/Hospital Access Plan. - Exploring implementation of a program to require employees driving in the vicinity during the peak pre-event period to produce vehicle badges (e.g., rearview hanger, sticker) by employer for access to local employment sites, and coordinating with SFMTA and SFPD to honor said badges. - Using the Western Pacific site for off-site parking for all events, not only large overlapping events. - Increasing transit or High Occupancy Vehicle (HOV) capacity by operating additional SFMTA buses and/or additional private shuttle buses. - Supporting WETA analysis of the feasibility and operational benefits of a ferry/water taxi landing near 16th Street. - Increasing capacity and use of alternative modes, such as secure or valet bicycle parking, bicycle sharing, or bicycle infrastructure along the east-west corridors. - Expanding the SFMTA’s Vision Zero treatments to nearby intersections to improve the physical pedestrian environment to enhance pedestrian safety. 				
<p>M-TR-13: Enhanced Muni Transit Service during Overlapping Events</p> <p>As a mitigation measure to accommodate Muni transit demand to and from the project site and AT&T Park on the T Third light rail line during overlapping evening events, the project sponsor shall work with the SFMTA and the Ballpark/Mission Bay Transportation Coordinating Committee to provide enhanced</p>	<p>Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC</p>	<p>First year of event center operation, and reviewed and revised annually thereafter</p>	<p>OCII; SFMTA</p>	<p>Include in MMRP Annual Report</p>

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>Muni light rail service and/or shuttle buses between key Market Street locations and the project. Examples of the enhanced service include Muni bus shuttles between Union Square and/or Powell Street BART/Muni station and the project site. The need for enhanced Muni service shall be based on characteristics of the overlapping events (e.g., projected attendance levels, and anticipated start and end times).</p>				
<p>M-TR-14: Additional BART Service to the East Bay during Overlapping Events As a mitigation measure to accommodate transit demand to the East Bay following weekday and weekend evening events, the project sponsor shall work with the Ballpark/Mission Bay Transportation Coordinating Committee to consult with BART to provide additional service from San Francisco following weekday and weekend evening events. The additional East Bay BART service could be provided by operating longer trains. The need for additional BART service shall be based on characteristics of the overlapping events (e.g., event type, projected attendance levels, and anticipated start and end times).</p>	<p>Ballpark/Mission Bay Transportation Coordinating Committee; Project Sponsor through participation in the B/MBTCC</p>	<p>First year of event center operation and reviewed and revised annually thereafter</p>	<p>OCII</p>	<p>Include in MMRP Annual Report; SFMTA through participation in the B/MBTCC</p>
<p>M-TR-18: Auto Mode Share Performance Standard and Monitoring (Required only without implementation of Muni Special Event Transit Service Plan) <i>Performance Standards and Strategies for Achieving Them</i> The project sponsor shall be responsible for implementing TDM measures intended to reach an auto mode share performance standard for different types of events. Specifically, the project sponsor shall work to achieve the following performance standards: 1. For weekday events that have 12,500 or more attendees, the project shall not exceed an arrival auto mode share of 53 percent. 2. For weekend events that have 12,500 or more attendees, the project shall not exceed an arrival auto mode share of 59 percent.</p>	<p>Project Sponsor</p>	<p>All events with more than 12,500 attendees</p>	<p>OCII; SFMTA</p>	<p>Include in MMRP Annual Report in the event that Muni Special Event Transit Service Plan is not implemented</p>

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>The performance standards shall be achieved by the middle of the Golden State Warriors' third season at the event center, and for every Golden State Warriors season thereafter.</p> <p>The project sponsor may implement any combination of TDM strategies, including those identified in the proposed project's TMP, to achieve the above performance standards. Potential strategies include, but are not limited to:</p> <ul style="list-style-type: none"> • Providing shuttle bus service between major transportation hubs such as Transbay Transit Terminal, BART stations, Caltrain stations and the event center. • Providing bus shuttles between park & ride lots, remote parking facilities, or other facilities or locations within San Francisco, and the event center. • Facilitating charter bus packages through the event sales department to encourage large groups to travel to and from the event center on charter buses. • Reducing the project parking demand through a variety of mechanisms, including pricing. • Offering high occupancy vehicle parking at more convenient locations than parking for the general public and/or at reduced rates. • Undertaking media campaigns, including in social media, that promote walking and/or bicycling to the event center. • Conducting cross-marketing strategies with event center businesses (e.g., discount on merchandise/food if patrons arrive by transit and/or bike or on foot). • Carrying out public education campaigns. • Offering special event ferry service to the closest ferry station to the project site (similar to the existing service provided between AT&T Park and Alameda and Marin Counties by Golden Gate Transit, Alameda/Oakland and Vallejo ferry service). • Providing incentive for arrivals by bike. • Providing transit fare incentives to event ticket holders. 				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>Monitoring and Reporting</p> <p>The project sponsor shall retain a qualified transportation professional¹ to conduct travel surveys, as outlined below, and to document the results in a <i>Transportation Demand Management Report</i>. Prior to beginning the travel survey, the transportation professional shall develop the data collection methodology in consultation with and approved by OCII (or its designated representative, such as the Planning Department’s Environmental Review Officer (ERO)) and in consultation with SFMTA. It is anticipated that data collection would occur at least during four days for two different types of events, for a total of eight days annually. Specifically, data collection shall be conducted during at least two weekday and two weekend NBA basketball games with 12,500 or more attendees, and two weekday and two weekend non-basketball events with attendance of 12,500 or more attendees.</p> <p>The schedule of the travel surveys shall be as follows:</p> <ul style="list-style-type: none"> • Comprehensive travel surveys of basketball game attendees shall be conducted between December and April of every season. • Comprehensive travel surveys of non-basketball event attendees (conventions events, concerts, family shows, etc.) could be collected any time during the year. <p>The following data of event attendees shall be collected as part of the travel surveys:</p> <ul style="list-style-type: none"> • Origin/destination of the trip (city, zip code, home/work/other) • Mode of travel to/from event center <ul style="list-style-type: none"> – If by transit, list mode and name of transit operator (AC Transit, BART, Caltrain, Muni, etc.) – If by rail or ferry, name of station trip started and ended 				

¹ The Transportation Demand Management Report shall be performed by a qualified transportation professional from the Planning Department’s *Transportation Consultant Pool*.

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> - If by auto, number of people in the vehicle - If by auto, parking location and approximate walking time to event center - If by auto, ask if following trips would continue as auto, or if anticipate a mode shift. - If by bicycle or walking, name the origin of the trip. If a transfer from regional transit, name the origin and operator. • If by bike share, name the origin (i.e., the pick up location) of the trip. Note if trip is a “last mile” connection from regional transit, and include the origin and operator. • Arrival and departure times at the event center <p>The travel survey shall employ whatever methodology necessary, as approved by the OCII (or its designee) in consultation with SFMTA, to collect the above described data including but not limited to: manual or automatic (e.g., video or tubes) traffic volume counts, intercept surveys, smart phone application-based surveys, and on-line surveys.</p> <p>The <i>Transportation Demand Management Report(s)</i> shall be submitted to OCII, or its designee, for review within 30 days of completion of the data collection. If OCII, or its designee, finds that the project exceeds the stated mode share performance standard, the project sponsor shall revise the proposed project’s Transportation Management Plan (TMP) to incorporate a set of measures that would lower the auto mode share. OCII, or its designee, shall review and approve the revised TMP. For basketball events, the TMP shall be revised by no later than August 15th of the calendar year to ensure adequate lead time to implement TDM measures prior to the start of the following basketball season. For non-basketball events, the proposed project’s TMP shall be revised within 90 days of submittal of the <i>Transportation Demand Management Report</i> to incorporate a set of measure that would lower the auto mode share.</p> <p>If the project does not meet the stated performance standard, the project sponsor shall implement TDM measures and collect data on a semi-annual basis (i.e., twice during a calendar year) to</p>				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>assess their effectiveness for basketball games and other events. The implementation of TDM measures shall be intensified until the auto mode split performance standard is achieved. Upon achievement of the performance standard, the project sponsor may resume travel survey data collection for basketball and non-basketball events on an annual basis. If the sponsor demonstrates three consecutive years of meeting the auto mode share performance standard, the comprehensive data collection effort may occur every two years.</p> <p>The data collection plan described above may be modified by OCII, or its designee, in consultation with SFMTA if field observations and/or other circumstances require data collection at different times and/or for different events than specified above. The modification of the data collection plan, however, shall not change the performance standards set forth in this mitigation measure.</p>				
<p>M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities and Monitoring (Required only without implementation of Muni Special Event Transit Service Plan)</p> <p>During events with 3,000 or more attendees, the project sponsor shall be responsible for providing trained personnel (e.g., off-duty SFPD staff) to control pedestrian, bicycle and vehicular flows to and from the event center at the intersections immediately adjacent to the project site and to ensure that Muni platforms serving the site are not over capacity. The trained personnel shall be provided during pre- and post-event periods. The project sponsor shall ensure that conflicts between various modes are reduced to the maximum extent possible through adequate staffing of trained personnel as well as other measures, as appropriate.</p> <p>Other pedestrian management measures that could be implemented include but are not limited to: installation of barricades, proper signage and announcements to disperse patrons to other streets around the project site, such as to Terry A. Francois Boulevard, and cross-marketing incentives such as discounts at the restaurant and retail establishments to extend the peak departure period. Through the implementation of various</p>	Project Sponsor	All events with more than 3,000 attendees	OCII; SFMTA	Include in MMRP Annual Report in the event that Muni Special Event Transit Service Plan is not implemented

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>strategies, the project sponsor shall ensure that pedestrian conflicts with other modes are minimized by separating vehicles, bicycles, transit and pedestrian flows to the greatest extent possible, including ensuring that various modes are adequately instructed about when it is their turn to proceed. The project sponsor shall also ensure that Muni platforms are not overcrowded by staging event attendees on the adjacent sidewalks until there is sufficient space on the Muni platforms, which are proposed to be expanded as part of the project.</p> <p>At the intersection of Third/South, the trained personnel shall implement strategies to allow pedestrians to cross the street safely. The strategies could include allowing authorized personnel to manually override the traffic signal and direct pedestrians to cross, erecting temporary pedestrian crossing barriers, allowing use of the closed Third Street as a pedestrian access route, providing a defined passenger waiting area within the closed Third Street, and shielding passengers waiting to board light rail from adjacent pedestrian traffic.</p> <p>Monitoring and Reporting</p> <p>The project sponsor shall retain a qualified transportation professional² to conduct field observations of pedestrian hazards and safety conditions along Third Street adjacent to the project site, as outlined below, and to document the results in a <i>Pedestrian Access Report</i>. City staff shall verify the field data collection results. Prior to beginning field observations, the transportation professional shall develop the data collection methodology in consultation with and approved by OCII, or its designee, in coordination with SFMTA. The data collection methodology shall be reviewed and revised annually, if appropriate. Field observations shall be conducted during the following event types and attendance levels:</p> <ul style="list-style-type: none"> at least two weekday NBA basketball games with 12,500 or more attendees; 				

² The Transportation Demand Management Report shall be performed by a qualified transportation professional from the San Francisco Planning Department's *Transportation Consultant Pool*. Available online at <http://www.sf-planning.org/index.aspx?page=1886>. Accessed May 28, 2015.

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> • at least two weekend NBA basketball games with 12,500 or more attendees; • at least two weekday non-basketball game events with 12,500 or more attendees; • at least two weekend non-basketball game events with 12,500 or more attendees; • at least two weekday non-basketball game events with 3,000 to 9,000 attendees; and, • at least two weekend non-basketball game events with 3,000 to 9,000 attendees; and • at least two weekday convention events of 9,000 or more attendees. <p>The pedestrian hazard and safety conditions field observations shall occur on an annual basis. The <i>Pedestrian Access Report</i> shall be submitted to SFMTA, OCII and Planning Department for review within 30 days of completion of the data collection. If OCII finds that the project does not meet the performance standard outlined below, the Transportation Management Plan (TMP) shall be revised to incorporate techniques to minimize conflicts between pedestrians and other modes. The TMP shall be revised within 90 days of submittal of the <i>Pedestrian Access Report</i>. When the project is not meeting the stated performance standard, the project sponsor shall collect data on a semi-annual basis (i.e., twice during a calendar year) to assess the effectiveness of various measures incorporated into the revised TMP. The implementation of various measures shall be intensified until pedestrian access to and from the site occurs in a safe manner, as determined by OCII, or its designee.</p> <p>The performance standard for safe pedestrian operations consists of the following: substantial numbers of pedestrians are not spilling onto the Muni right-of-way area, are not illegally crossing Third Street midblock, are not overcrowding the Muni platforms, and are not crossing intersections against the signal. Upon achievement of the performance standard, the project sponsor</p>				

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>may resume field observations for basketball, non-basketball and convention events on an annual basis. If the sponsor demonstrates three consecutive years of meeting the performance standard, the comprehensive data collection effort may occur every two years.</p> <p>Further, in reviewing the <i>Pedestrian Access Report</i>, OCII, or its designee, may adjust the size of the events for which this measure is applicable. For example, if small scale events (e.g., those with 5,000 attendees) do not result in crosswalk and/or Muni platform overcrowding or other similar pedestrian safety conditions, OCII, or its designee, may revise this mitigation measure to apply to events of 5,001 or more attendees.</p>				
Mission Bay FSEIR Mitigation Measure E.47: Transportation System Management Plan³ Prepare a TSM Plan, which could include the following:				
<ul style="list-style-type: none"> • <i>FSEIR Mitigation Measure E.47.a:</i> Shuttle Bus - Operate shuttle bus service between Mission Bay and regional transit stops in San Francisco (e.g., BART, Caltrain, Ferry Terminal, Transbay Transit Terminal), and specific gathering points in major San Francisco neighborhoods (e.g., Richmond and Mission Districts). 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; SFMTA	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> • <i>FSEIR Mitigation Measure E.47.b:</i> Transit Pass Sales - Sell transit passes in neighborhood retail stores and commercial buildings in the Project Area. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; SFMTA;	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> • <i>FSEIR Mitigation Measure E.47.c:</i> Employee Transit Subsidies - Provide a system of employee transportation subsidies for major employers. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; SFMTA	Include in Mission Bay TMA annual report

³ The Mission Bay South Transportation Management Plan incorporates the Mission Bay FSEIR Mitigation Measures 47a – 47c, and 47e – 47i, and it is part of the Mission Bay South Owners Participation Agreement for development within Mission Bay. Because the project sponsor would be subject to the Owner Participation Agreement, these mitigation measures were assumed to be part of the proposed project, and are summarized here for informational purposes. The Mission Bay Transportation Management Association (Mission Bay TMA) is the non-profit organization that was formed to meet the requirements of the Mission Bay FSEIR Mitigation Measure E.46: Transportation Management Organization, and implement, as appropriate, the Transportation System Management measures included in Mission Bay FSEIR Mitigation Measures E.47: Transportation System Management Plan. The Mission Bay TMA submits an Annual Report to OCII on the Transportation Management Plan activities, including the Mission Bay TMA shuttle service and ridership, travel surveys, Transportation Demand Management marketing efforts, and other transportation planning coordination with SFMTA.

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MITIGATION MEASURE	MITIGATION RESPONSIBILITY	MITIGATION SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.e:</i> Secure Bicycle Parking - Provide secure bicycle parking area in parking garages of residential buildings, office buildings, and research and development facilities. Provide secure bicycle parking areas by 1) constructing secure bicycle parking at a ratio of 1 bicycle parking space for each 20 automobile parking spaces, and 2) carry out an annual survey program during project development to establish trends in bicycle use and to estimate actual demand for secure bicycle parking and for sidewalk bicycle racks, increasing the number of secure bicycle parking spaces or racks either in new buildings or in existing automobile parking facilities to meet the estimated demand. Provide secure bicycle racks throughout Mission Bay for the use of visitors. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.f:</i> Appropriate Street Lighting - Ensure that streets and sidewalks in Mission Bay are sufficiently lit to provide pedestrians and bicyclists with a greater sense of safety, and thereby encourage Mission Bay employees, visitors and residents to walk and bicycle to and from Mission Bay. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.g:</i> Transit and Pedestrian and Bicycle Route Information - Provide maps of the local and citywide pedestrian and bicycle routes with transit maps and information on kiosks throughout the Project Area to promote multi-modal travel. 	SFMTA to provide in connection with transit shelters and other transit signage; Project Sponsor through participation in the TMA	In conjunction with transit shelter and signage plans	OCII; SFMTA	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.h:</i> Parking Management Strategies - Establish parking management guidelines for the private operators of parking facilities in the Project Area. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.47.i:</i> Flexible Work Hours/Telecommuting - Where feasible, offer employees in the Project Area the opportunity to work on flexible schedules and/or telecommute so they could avoid peak hour traffic conditions. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As warranted by development; ongoing review with OCII	OCII	Include in Mission Bay TMA annual report

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<ul style="list-style-type: none"> <i>FSEIR Mitigation Measure E.49:</i> Ferry Service - Make a good faith effort to assist the Port of San Francisco and others in ongoing studies of the feasibility of expanding regional ferry service. Make good faith efforts to assist in implementing feasible study recommendations. 	Mission Bay TMA; Project Sponsor through participation in the TMA	As identified by Mission Bay TMA; ongoing review with OCII	OCII; Port	Include in Mission Bay TMA annual report
Noise and Vibration, SEIR Section 5.3				
<p>M-NO-4a: Noise Control Plan for Outdoor Amplified Sound</p> <p>The project sponsor shall develop and implement a Noise Control Plan for operations at the proposed entertainment venues to reduce the potential for noise impacts from public address and/or amplified music. This Noise Control Plan shall contain the following elements:</p> <ul style="list-style-type: none"> The project sponsor shall comply with noise controls and restrictions in applicable entertainment permit requirements for outdoor concerts. Speaker systems shall be directed away from the nearest sensitive receptors to the degree feasible. Outdoor speaker systems shall be operated consistent with the restrictions of Section 2909 of the San Francisco Police Code, and conform to a performance standard of 8 dBA and dBC over existing ambient L90 noise levels at the nearest residential use. 	Project Sponsor	Submission of noise control plan prior to applicable outdoor events or as required to obtain necessary permits	San Francisco Entertainment Commission	Include in MMRP Annual Report; Ongoing for each applicable event or as required to obtain necessary permits
<p>M-NO-4b: Noise Control Plan for Place of Entertainment Permit</p> <p>As part of the Place of Entertainment Permit process, the project sponsor shall develop and implement a Noise Control Plan for operations at the proposed entertainment venue to reduce the potential for noise impacts from interior event noise. This Noise Control Plan shall, at a minimum, contain the following elements:</p> <ul style="list-style-type: none"> The project sponsor shall comply with noise controls and restrictions in applicable entertainment permit <i>requirements</i>. The establishment shall provide adequate ventilation within the structures such that doors and/or windows are not left open for such purposes resulting in noise <i>emission</i> from the premises. 	Project Sponsor	Submission of noise control plan as required by Place of Entertainment Permit	San Francisco Entertainment Commission	Include in MMRP Annual Report; Complete upon permit approval

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Noise and Vibration, SEIR Section 5.3 (cont.)				
<ul style="list-style-type: none"> There shall be no noise audible outside the establishment during the daytime or nighttime hours that violates the San Francisco Police Code Section 49 or 2900 et. seq. Further, no sound from the establishment shall be audible inside any surrounding residences or businesses that violates San Francisco Police Code section 2900 et seq. Permit holder shall take all reasonable measures to ensure the sidewalks adjacent to the premises are not blocked or unnecessarily affected by patrons or employees due to the operations of the premises and shall <i>provide</i> security whenever patrons gather outdoors. Permit holder shall provide a cell phone number to all interested neighbors that will be answered at all times by a manager or other responsible person who has the authority to adjust volume and respond to other <i>complaints</i> whenever entertainment is provided. 				
<p>M-C-NO-1: Construction Noise Control Measures</p> <p>Contractors shall employ site-specific noise attenuation measures during construction to reduce the generation of construction noise. These measures shall be included in a Noise Control Plan that shall be submitted for review and approval by the OCII or its designated representative to ensure that construction noise is reduced to the degree feasible. Measures specified in the Noise Control Plan and implemented during project construction shall include, at a minimum, the following noise control strategies:</p> <ul style="list-style-type: none"> Equipment and trucks used for construction shall use the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically attenuating shields or shrouds). Construction equipment with lower noise emission ratings shall be used whenever possible, particularly for air compressors. 	Project Sponsor and Construction Contractor	Submit plan prior to issuance of construction site permit; implementation of plan ongoing during construction	OCII; DBI	Include in MMRP Annual Report; Periodic during construction

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Noise and Vibration, SEIR Section 5.3 (cont.)				
<ul style="list-style-type: none"> • Sound-control devices no less effective than those provided by the manufacturer shall be provided on all construction equipment. • Impact tools (e.g., jack hammers, pavement breakers, and rock drills) used for construction shall be hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be used where feasible; this could achieve a reduction of 5 dBA. Quieter procedures, such as use of drills rather than impact tools, shall be used where feasible. • Stationary noise sources such as material stockpiles and vehicle staging areas shall be located as far from adjacent receptors as possible. • Enclosures and mufflers for stationary equipment shall be provided, impact tools shall be shrouded or shielded, and barriers shall be installed around particularly noisy activities at the construction sites so that the line of sight between the construction activities and nearby sensitive receptor locations is blocked to the extent feasible. • Unnecessary idling of internal combustion engines shall be prohibited. • Construction-related vehicles and equipment shall be required to use designated truck routes to travel to and from the project sites as determined in consultation with the SFMTA as part of the permit process prior to construction (see Improvement Measure I-TR-1: Construction Management Plan and Public Updates). • The project sponsor shall designate a point of contact to respond to noise complaints. The point of contact must have the authority to modify construction noise-generating activities to ensure compliance with the measures above and with the San Francisco Noise Ordinance. 				

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Air Quality, SEIR Section 5.4																
<p>M-AQ-1: Construction Emissions Minimization</p> <p>A. <i>Construction Emissions Minimization Plan.</i> Prior to issuance of a construction permit, the project sponsor shall submit a Construction Emissions Minimization Plan (Plan) to the OCII or its designated representative for review and approval by an Air Quality Specialist. The Plan shall detail project compliance with the following requirements:</p> <ol style="list-style-type: none"> 1. All off-road equipment greater than 25 horsepower (hp) and operating for more than 20 total hours over the entire duration of construction activities shall meet the following requirements: <ol style="list-style-type: none"> a) Where access to alternative sources of power are reasonably available, portable diesel engines shall be prohibited. Where portable diesel engines are required because alternative sources of power are not reasonably available, the diesel engine shall meet the equipment compliance step-down schedule in Table M-AQ-1-1. <p style="text-align: center;">TABLE M-AQ-1-1 OFF-ROAD EQUIPMENT COMPLIANCE STEP-DOWN SCHEDULE</p> <table border="1" data-bbox="142 992 751 1141"> <thead> <tr> <th>Compliance Alternative</th> <th>Engine Emission Standard</th> <th>Emissions Control</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Tier 4 Interim</td> <td>ARB NOx VDECS (40%)⁴</td> </tr> <tr> <td>2</td> <td>Tier 3</td> <td>ARB NOx VDECS (40%)</td> </tr> <tr> <td>3</td> <td>Tier 2</td> <td>ARB NOx VDECS (40%)</td> </tr> </tbody> </table> <p>How to use the table: If the requirements of (A)(1)(b) cannot be met, then the project sponsor would need to meet Compliance Alternative 1. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 1, then Compliance Alternative 2 would need to be met. Should the project sponsor not be able to supply off-road equipment meeting Compliance Alternative 2, then Compliance Alternative 3 would need to be met.</p>	Compliance Alternative	Engine Emission Standard	Emissions Control	1	Tier 4 Interim	ARB NOx VDECS (40%) ⁴	2	Tier 3	ARB NOx VDECS (40%)	3	Tier 2	ARB NOx VDECS (40%)	<p>Project Sponsor and Construction Contractor</p>	<p>Submit plan prior to issuance of construction site permit and implementation of plan ongoing during construction; Final plan within six months of the completion of construction.</p>	<p>Project sponsor to submit a Construction Emissions Minimization Plan to the OCII or its designated representative for review and approval by an Air Quality Specialist</p>	<p>As specified in the measure</p>
Compliance Alternative	Engine Emission Standard	Emissions Control														
1	Tier 4 Interim	ARB NOx VDECS (40%) ⁴														
2	Tier 3	ARB NOx VDECS (40%)														
3	Tier 2	ARB NOx VDECS (40%)														

⁴ <http://www.arb.ca.gov/diesel/verdev/vt/cvt.htm>

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Air Quality, SEIR Section 5.4 (cont.)				
<p>b) All off-road equipment shall have engines that meet either U.S. Environmental Protection Agency (USEPA) or California Air Resources Board (CARB) Tier 4 off-road emission standards. If engines that comply with Tier 4 off-road emission standards are not commercially available, then the project sponsor shall provide the next cleanest piece of off-road equipment as provided by the step down schedules in Table M-AQ-1-1.</p> <p>i. For purposes of this mitigation measure, “commercially available” shall mean the availability of Tier 4 equipment taking into consideration factors such as: (i) critical path timing of construction; (ii) geographic proximity to the Project site of equipment; and (iii) geographic proximity of access to off haul deposit sites.</p> <p>ii. The project sponsor shall maintain records concerning its efforts to comply with this requirement.</p> <p>2. The project sponsor shall require the idling time for off-road and on-road equipment be limited to no more than two minutes, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment. Legible and visible signs shall be posted in multiple languages (English, Spanish, and Chinese) in designated queuing areas and at the construction site to remind operators of the two minute idling limit.</p> <p>3. The project sponsor shall require that construction operators properly maintain and tune equipment in accordance with manufacturer specifications.</p> <p>4. The Plan shall include estimates of the construction timeline by phase with a description of each piece of off-road equipment required for every construction phase. Off-road equipment descriptions and information may include, but are not limited to: equipment type, equipment manufacturer, equipment identification</p>				

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Air Quality, SEIR Section 5.4 (cont.)				
<p>number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For VDECS installed: technology type, serial number, make, model, manufacturer, CARB verification number level, and installation date and hour meter reading on installation date. For off-road equipment using alternative fuels, reporting shall indicate the type of alternative fuel being used. Renewable diesel shall be considered as an alternative fuel if it can be demonstrated to OCII or the City's air quality specialists that it is compatible with tiered engines and that emissions of ROG and NOx from transport of fuel to the project site will not offset its NOx reduction potential. The plan shall also include estimates of ROG and NOx emissions.</p> <p>5. The project sponsor shall keep the Plan available for public review on site during working hours. The project sponsor shall post at the perimeter of the project site a legible and visible sign summarizing the requirements of the Plan. The sign shall also state that the public may ask to inspect the Plan at any time during working hours, and shall explain how to request inspection of the Plan. Signs shall be posted on all sides of the construction site that face a public right-of-way. The project sponsor shall provide copies of the Plan to members of the public as requested.</p> <p>B. Reporting. Quarterly reports shall be submitted to the OCII or its designated representative indicating the construction phase and off-road equipment information used during each phase including the information required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.</p> <p>Within six months of the completion of construction activities, the project sponsor shall submit to the OCII or its designated representative a final report summarizing construction activities. The final report shall indicate the start and end dates and duration of each construction phase. For each phase, the report shall include detailed information</p>				

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Air Quality, SEIR Section 5.4 (cont.)				
<p>required in A(4). In addition, for off-road equipment using alternative fuels, reporting shall include the actual amount of alternative fuel used.</p> <p>C. <i>Certification Statement and On-site Requirements.</i> Prior to the commencement of construction activities, the project sponsor must certify (1) compliance with the Plan, and (2) all applicable requirements of the Plan have been incorporated into contract specifications.</p>				
<p>M-AQ-2a: Reduce Operational Emissions</p> <p>The project sponsor shall implement the following measures:</p> <ul style="list-style-type: none"> • Provision of outlets for electrically powered landscape equipment • Use of renewable diesel to power back-up diesel generators if it can be demonstrated to OCII or the City’s air quality specialists that it is compatible with tiered engines and that emissions of ROG and NOx from transport of fuel to the project site will not offset its NOx reduction potential. • Mitigation Measure M-TR-2c: Additional Strategies to Reduce Transportation Impacts (see Section 5.2, Transportation and Circulation, Impact TR-2) • Mitigation Measure M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events (see Section 5.2, Transportation and Circulation, Impact TR-11) 	Project Sponsor	Prior to completion of construction, and prior to issuance of certificate of occupancy	OCII	<p>Include in MMRP Annual Report; Provide outlets upon completion of final design</p> <p>Use of renewable diesel to be conducted as available; See above for Mitigation Measure M-TR-2c and TR-11c</p>
<p>M-AQ-2b: Emission Offsets</p> <p>Upon completion of construction, and prior to issuance of certificate of occupancy, the project sponsor, with the oversight of OCII or its designated representative, shall either:</p> <p>1) Pay a mitigation offset fee to the Bay Area Air Quality Management District’s (BAAQMD) Strategic Incentives Division in an amount no less than \$18,030 per weighted ton of ozone precursors per year requiring emissions offsets plus a 5 percent administrative fee to fund one or more emissions reduction projects within the San Francisco Bay Area Air Basin (SFBAAB). This fee is intended to fund</p>	Project Sponsor	Upon completion of construction, and prior to issuance of certificate of occupancy	OCII	<p>Include in MMRP Annual Report; Complete upon acceptance of fee by BAAQMD</p>

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Air Quality, SEIR Section 5.4 (cont.)				
<p>emissions reduction projects to achieve reductions of 17 tons of ozone precursors per year, the estimated tonnage of operational and construction-related emissions offsets required. Documentation of payment shall be provided to OCII or its designated representative.</p> <p>The project sponsor shall provide calculations to the satisfaction of OCII or its designated representative of the final amount of emissions from construction activities based on the reporting requirements of Mitigation Measure M-AQ-1, which shall consider the final destination of off-hauled soil and construction waste materials by on-road trucks, contributions from Electrical Power Distribution System Expansion, and the degree of compliance with off-road equipment engine types that were commercially available. If the calculated construction emissions of ozone precursors require offsets in excess of 17 tons per year, then the applicant shall provide the additional offset amount commensurate with the calculated ozone precursor emissions exceeding 17 tons per year.</p> <p>Acceptance of this fee by the BAAQMD shall serve as an acknowledgment and commitment by the BAAQMD to: (1) implement an emissions reduction project(s) within one year of receipt of the mitigation fee to achieve the emission reduction objectives specified above; and (2) provide documentation to OCII or its designated representative and to the project sponsor describing the project(s) funded by the mitigation fee, including the amount of emissions of ROG and NOx reduced (tons per year) within the SFBAAB from the emissions reduction project(s). If there is any remaining unspent portion of the mitigation offset fee following implementation of the emission reduction project(s), the project sponsor shall be entitled to a refund in that amount from the BAAQMD. To qualify under this mitigation measure, the specific emissions retrofit project must result in emission reductions within the SFBAAB that would not otherwise be achieved through compliance with existing regulatory requirements; or</p>				

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Air Quality, SEIR Section 5.4 (cont.)				
<p>M-AQ-2b: Emission Offsets, Option 2</p> <p>2) Directly implement a specific offset project to achieve reductions of 17 tons per year of ozone precursors (or greater as described in item 1 above). To qualify under this mitigation measure, the specific emissions retrofit project must result in emission reductions within the SFBAAB that would not otherwise be achieved through compliance with existing regulatory requirements. Prior to implementation of the offset project, the project sponsor must obtain OCII's approval of the proposed offset project by providing documentation of the estimated amount of emissions of ROG and NOx to be reduced (tons per year) within the SFBAAB from the emissions reduction project(s). The project sponsor shall notify OCII within six months of completion of the offset project for OCII verification.</p>	Project Sponsor	Upon completion of construction, and prior to issuance of certificate of occupancy	OCII	Include in MMRP Annual Report; Complete upon completion of project and OCII's verification
Wind and Shadow, SEIR Section 5.6				
<p>M-WS-1: Develop and Implement Design Measures to Reduce Project Off-site Wind Hazards</p> <p>The project sponsor shall develop and implement design measures to reduce the identified project off-site wind hazards. The project sponsor has selected a specific on-site design modification (installation of a solid canopy with a porous vertical standoff at the ground level of the southwest corner of the proposed 16th Street office building) that is demonstrated to be effective in reducing the project wind hazard impact to a less-than-significant level. Other measures may include additional on-site project design modifications or additions, additional on-site landscaping; and the implementation of potential additional off-site streetscape landscaping or other off-site wind-reducing features. Potential on- and/or off-site project site wind-reduction design measures developed by the sponsor would be coordinated with, and subject to review and approval, by OCII.</p>	Project Sponsor	Prior to issuance of building permit.	OCII	Include in MMRP Annual Report; Complete upon completion of final design

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Utilities and Service Systems, SEIR Section 5.7				
<p>M-C-UT-4: Fair Share Contribution for Mariposa Pump Station Upgrades Upon determination by the SFPUC of the nature and cost of needed improvements, the project sponsor shall pay its fair share for improvements to the Mariposa Pump Station and associated wastewater facilities required to provide adequate sewer capacity within the project area and serve the project as determined by the SFPUC. The contribution shall be in proportion to the wastewater flows from the proposed project relative to the total design capacity of the upgraded pump station(s). The project sponsor shall not be responsible for any share of costs to address pre-existing pump station deficiencies.</p>	Project Sponsor	As determined by the SFPUC	OCII; SFPUC	Include in MMRP Annual Report; Complete upon acceptance of fee by SFPUC
Hydrology and Water Quality, Initial Study Section E15 and SEIR Section 5.9				
<p>M-HY-6. Wastewater Sampling Ports <i>Mission Bay FSEIR Mitigation Measures K.2.</i> Participate in the City’s existing Water Pollution Prevention Program. Facilitate implementation of the City’s Water Pollution Prevention Program by providing and installing wastewater sampling ports in any building anticipated to have a potentially significant discharge of pollutants to the sanitary sewer, as determined by the Water Pollution Prevention Program of the San Francisco Public Utilities Commission’s Bureau of Environmental Regulation and Management, and in locations as determined by the Water Pollution Prevention Program.</p>	Project Sponsor	Prior to issuance of building permit	OCII; SFPUC	Include in MMRP Annual Report; Complete upon completion of final design
Cultural and Paleontological Resources, Initial Study Section E4				
<p>M-CP-2a: Archaeological Testing, Monitoring and/or Data Recovery Program Based on a reasonable presumption that archaeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archaeological consultant approved by OCII or its designated representative such as those from the</p>	Project Sponsor	Prior to construction	OCII	Include in MMRP Annual Report; Complete upon completion and approval of report

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>rotational Department Qualified Archaeological Consultants List (QACL) maintained by the Planning Department archaeologist. The project sponsor shall contact the Department archaeologist to obtain the names and contact information for the next three archaeological consultants on the QACL. The archaeological consultant shall undertake an archaeological testing program as specified herein. In addition, the consultant shall be available to conduct an archaeological monitoring and/or data recovery program if required pursuant to this measure. The archaeological consultant’s work shall be conducted in accordance with this measure at the direction of OCII or its designated representative. All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to OCII or its designated representative for review and comment, and shall be considered draft reports subject to revision until final approval by OCII or its designated representative. Archaeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the OCII or its designated representative, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archaeological resource as defined in CEQA Guidelines Sect. 15064.5 (a)(c).</p> <p>Consultation with Descendant Communities: On discovery of an archaeological site⁵ associated with descendant Native Americans, the Overseas Chinese, or other descendant group an appropriate representative⁶ of the descendant group and OCII or its designated representative shall be contacted. The representative of the descendant group shall be given the</p>				

⁵ The term “archaeological site” is intended here to include, at a minimum, any archaeological deposit, feature, burial, or evidence of burial.

⁶ An “appropriate representative” of the descendant group is here defined to mean, in the case of Native Americans, any individual listed in the current Native American Contact List for the City and County of San Francisco maintained by the California Native American Heritage Commission and in the case of the Overseas Chinese, the Chinese Historical Society of America. An appropriate representative of other descendant groups should be determined in consultation with the Department archaeologist.

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>opportunity to monitor archaeological field investigations of the site and to consult with OCII or its designated representative regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archeological site. A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.</p>				
<p>Archaeological Testing Program. The archaeological consultant shall prepare and submit to OCII or its designated representative for review and approval an archaeological testing plan (ATP). The archaeological testing program shall be conducted in accordance with the approved ATP. The ATP shall identify the property types of the expected archaeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archaeological testing program will be to determine to the extent possible the presence or absence of archaeological resources and to identify and to evaluate whether any archaeological resource encountered on the site constitutes an historical resource under CEQA.</p> <p>At the completion of the archaeological testing program, the archaeological consultant shall submit a written report of the findings to OCII or its designated representative. If based on the archaeological testing program the archaeological consultant finds that significant archaeological resources may be present, OCII or its designated representative in consultation with the archaeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archaeological testing, archaeological monitoring, and/or an archaeological data recovery program. No archaeological data recovery shall be undertaken without the prior approval of OCII or its designated representative. If OCII or its designated representative determines that a significant archaeological resource is present and that the resource could be adversely affected by the proposed project, at the discretion of the project sponsor either:</p>	<p>Project Sponsor</p>	<p>Testing Plan: Completed prior to issuance of any permit authorizing soils disturbance</p> <p>Testing program: Completed prior to commencement of any soils disturbing construction activity</p> <p>Testing Report: Completed prior to commencement of any soils disturbing activity</p>	<p>OCII</p>	<p>Include in MMRP Annual Report; Complete upon OCII approval of testing program and written report;</p>

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>A. The proposed project shall be re-designed so as to avoid any adverse effect on the significant archaeological resource; or</p> <p>B. A data recovery program shall be implemented, unless OCII or its designated representative determines that the archaeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.</p>				
<p><i>Archaeological Monitoring Program.</i> If OCII or its designated representative in consultation with the archaeological consultant determines that an archaeological monitoring program shall be implemented the archaeological monitoring program shall minimally include the following provisions:</p> <ul style="list-style-type: none"> • The archaeological consultant, project sponsor, and OCII or its designated representative shall meet and consult on the scope of the AMP reasonably prior to any project-related soils disturbing activities commencing. OCII or its designated representative in consultation with the archaeological consultant shall determine what project activities shall be archaeologically monitored. In most cases, any soils-disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archaeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context; • The archeological consultant shall advise all project contractors to be on the alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the event of apparent discovery of an archaeological resource; • The archaeological monitor(s) shall be present on the project site according to a schedule agreed upon by the archaeological consultant and OCII or its designated representative until OCII or its designated representative has, in consultation with project archaeological consultant, determined that project construction activities could have no effects on significant archaeological deposits; 	Project Sponsor	<p>Monitoring Program: Development of program work scope prior to commencement of soils disturbing construction activity; monitoring activity to occur during site excavation and construction, as per monitoring program</p> <p>Monitoring Report: Report submitted to OCII upon completion of monitoring Program</p>	OCII	Include in MMRP Annual Report; Complete upon OCII approval of program

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<ul style="list-style-type: none"> The archaeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis; If an intact archaeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archaeological monitor shall be empowered to temporarily redirect demolition/excavation/pile driving/construction activities and equipment until the deposit is evaluated. If in the case of pile driving activity (foundation, shoring, etc.), the archaeological monitor has cause to believe that the pile driving activity may affect an archaeological resource, the pile driving activity shall be terminated until an appropriate evaluation of the resource has been made in consultation with OCII or its designated representative. The archaeological consultant shall immediately notify the OCII or its designated representative of the encountered archaeological deposit. The archaeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archaeological deposit, and present the findings of this assessment to OCII or its designated representative. <p>Whether or not significant archaeological resources are encountered, the archaeological consultant shall submit a written report of the findings of the monitoring program to the OCII or its designated representative.</p>				
<p>Archaeological Data Recovery Program. The archaeological data recovery program shall be conducted in accord with an archaeological data recovery plan (ADRP). The archaeological consultant, project sponsor, and OCII or its designated representative shall meet and consult on the scope of the ADRP prior to preparation of a draft ADRP. The archaeological consultant shall submit a draft ADRP to OCII or its designated representative. The ADRP shall identify how the proposed data recovery program will preserve the significant information the archaeological resource is expected to contain. That is, the ADRP will identify what scientific/historical research questions are applicable to the expected resource, what data classes the</p>	Project Sponsor	Data Recovery Plan: Development of Program work scope, in conjunction with work scope for Archeological Monitoring Program prior to commencement of soils disturbance construction activity. More specific or detailed subsequent work scope may be required by OCII upon completion of	OCII	Include in MMRP Annual Report; Complete upon OCII approval of program

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archaeological resources if nondestructive methods are practical.</p> <p>The scope of the ADRP shall include the following elements:</p> <ul style="list-style-type: none"> • <i>Field Methods and Procedures.</i> Descriptions of proposed field strategies, procedures, and operations. • <i>Cataloguing and Laboratory Analysis.</i> Description of selected cataloguing system and artifact analysis procedures. • <i>Discard and Deaccession Policy.</i> Description of and rationale for field and post-field discard and deaccession policies. • <i>Interpretive Program.</i> Consideration of an on-site/off-site public interpretive program during the course of the archaeological data recovery program. • <i>Security Measures.</i> Recommended security measures to protect the archaeological resource from vandalism, looting, and non-intentionally damaging activities. • <i>Final Report.</i> Description of proposed report format and distribution of results. • <i>Curation.</i> Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities. 		<p>Archeological Monitoring Program and Report</p> <p>Data Recovery program: Activity to occur during and subsequent to construction activity, as per Data Recovery Program</p>		
<p>Human Remains and Associated or Unassociated Funerary Objects. The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the Coroner of the City and County of San Francisco and in the event of the Coroner’s determination that the human remains</p>	Project Sponsor	Upon discovery, if applicable	Coroner; OCII	Include in MMRP Annual Report; Complete upon Applicant notification to OCII, Coroner, and, if applicable, California State Native American Heritage Commission

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>are Native American remains, notification of the California State Native American Heritage Commission (NAHC) who shall appoint a Most Likely Descendant (MLD) (Pub. Res. Code Sec. 5097.98). The archaeological consultant, project sponsor, OCII or its designated representative, and MLD shall make all reasonable efforts to develop an agreement for the treatment of, with appropriate dignity, human remains and associated or unassociated funerary objects (CEQA Guidelines. Sec. 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects.</p>				
<p>Final Archaeological Resources Report. The archeological consultant shall submit a Draft Final Archaeological Resources Report (FARR) to OCII or its designated representative that evaluates the historical significance of any discovered archaeological resource and describes the archaeological and historical research methods employed in the archaeological testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report. Once approved by OCII or its designated representative, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and OCII or its designated representative shall receive a copy of the transmittal of the FARR to the NWIC. As requested by OCII, the Environmental Planning division of the Planning Department shall receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, OCII or its designated representative may require a different final report content, format, and distribution than that presented above.</p>	Project Sponsor	<p>Upon completion of testing, monitoring and data recovery programs: For Horizontal Developer – prior to determination of substantial completion of infrastructure at each sub-phase; For Vertical Developer – Prior to issuance of Certificate of Temporary or Final Occupancy, whichever occurs first</p>	OCII	<p>Include in MMRP Annual Report; Complete upon applicant submittal of final approved report as specified in measure</p>

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>M-CP-2b: Accidental Discovery of Archaeological Resources</p> <p>The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in <i>CEQA Guidelines</i> Section 15064.5(a)(c). The project sponsor shall distribute the Planning Department archaeological resource "ALERT" sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken each contractor is responsible for ensuring that the "ALERT" sheet is circulated to all field personnel, including machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide OCII officer or its designated representative with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utilities firm) confirming that all field personnel have received copies of the Alert Sheet.</p> <p>Should any indication of an archaeological resource be encountered during any soils disturbing activity of the project, the project Head Foreman and/or project sponsor shall immediately notify OCII officer or its designated representative and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until OCII officer or its designated representative has determined what additional measures should be undertaken.</p> <p>If OCII officer or its designated representative determines that an archaeological resource may be present within the project site, the project sponsor shall retain the services of an archaeological consultant from the pool of qualified archaeological consultants maintained by the Planning Department archaeologist. The archaeological consultant shall advise OCII officer or its designated representative as to whether the discovery is an archaeological resource, retains sufficient integrity, and is of potential scientific/historical/cultural significance. If an archaeological resource is present, the archaeological consultant shall identify and evaluate the archaeological resource. The archaeological consultant shall make a recommendation as to what action, if any, is warranted. Based on this information, OCII</p>	Project sponsor	Throughout the demolition and excavation period	OCII	Include in MMRP Annual Report; Ongoing as specified in the measure

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Cultural and Paleontological Resources, Initial Study Section E4 (cont.)				
<p>officer or its designated representative may require, if warranted, specific additional measures to be implemented by the project sponsor.</p> <p>Measures might include: preservation in situ of the archaeological resource; an archaeological monitoring program; or an archaeological testing program. If an archaeological monitoring program or archaeological testing program is required, it shall be consistent with the Environmental Planning (EP) division guidelines for such programs. OCII officer or its designated representative may also require that the project sponsor immediately implement a site security program if the archaeological resource is at risk from vandalism, looting, or other damaging actions.</p> <p>The project archaeological consultant shall submit a Final Archaeological Resources Report (FARR) to OCII officer or its designated representative that evaluates the historical significance of any discovered archaeological resource and describing the archaeological and historical research methods employed in the archaeological monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the final report.</p> <p>Copies of the Draft FARR shall be sent to OCII officer or its designated representative for review and approval. Once approved by OCII officer or its designated representative, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and OCII officer or its designated representative shall receive a copy of the transmittal of the FARR to the NWIC. OCII and the Environmental Planning division of the Planning Department shall each receive one bound copy, one unbound copy and one unlocked, searchable PDF copy on CD three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, OCII officer or its designated representative may require a different final report content, format, and distribution than that presented above.</p>				

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Biological Resources, Initial Study Section E13				
<p>M-BI-4a: Preconstruction Surveys for Nesting Birds</p> <p>To the extent practicable, vegetation removal and grading of the site in advance of new site construction shall be performed between September 1 and January 31 in order to avoid breeding and nesting season for birds. If these activities cannot be performed during this period, a preconstruction survey of onsite vegetation for nesting birds shall be conducted by a qualified biologist.</p> <p>In coordination with the OCII or its designated representative, pre-construction surveys of onsite vegetation shall be performed during bird breeding season (February 1 – August 31) no more than 14 days prior to vegetation removal, grading, or initiation of construction in order to locate any active passerine nests within 250 feet of the project site and any active raptor nests within 500 feet of the project site. Surveys shall be performed in accessible areas within 500 feet of the project site and include suitable habitat within line of sight as access is available. If active nests are found on either the project site or within the 500-foot survey buffer surrounding the project site, no-work buffer zones shall be established around the nests. Buffer distances will consider physical and visual barriers between the active nest and project activities, existing noise sources and disturbance, as well as sensitivity of the bird species to disturbance. Modification of standard buffer distances, 250 feet for active passerine nests and 500 feet for active raptor nests, will be determined by a qualified biologist in consultation with the California Department of Fish and Wildlife (CDFW). No vegetation removal or ground-disturbing activities including grading or new construction shall occur within a buffer zone until young have fledged or the nest is otherwise abandoned as determined by the qualified biologist.</p> <p>If construction work during the nesting season stops for 14 days or more and then resumes, then nesting bird surveys shall be repeated, to ensure that no new birds have begun nesting in the area.</p>	Project Sponsor	Not more than 15 days prior to vegetation removal and grading activities that occur between February 1 and August 31	OCII	Include in MMRP Annual Report; Complete upon completion of preconstruction nesting bird surveys or completion of vegetation removal and grading activities outside of the bird breeding season

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Biological Resources, Initial Study Section E13				
<p>Mitigation Measure M-BI-4b: Bird Safe Building Practices The project sponsor shall design and implement the project consistent with the San Francisco Standards for Bird-Safe Buildings and Planning Code Section 139, as approved by OCII. OCII shall consult with the Planning Department and the Zoning Administrator concerning project consistency with Planning Code Section 139.</p>	Project Sponsor	Prior to issuance of architectural addendum to building permit	OCII	Include in MMRP Annual Report; Complete upon construction in accordance with final approved plans
Hazards and Hazardous Materials, Initial Study Section E16				
<p>M-HZ-1a: Guidelines for Handling Biohazardous Materials <i>Mission Bay FSEIR Mitigation Measure I.1.</i> Require businesses that handle biohazardous materials and do not receive federal funding to certify that they follow the guidelines published by the National Research Council and the United States Department of Health and Human Services Public Health Service, National Institutes of Health, and Centers for Disease Control, as set forth in Biosafety in Microbiological and Biomedical Laboratories, Guidelines for Research Involving Recombinant DNA Molecules (NIH Guidelines), and Guide for the Care and Use of Laboratory Animals, or their successors, as applicable.</p>	Project Sponsor	As part of building permit process; provide annual certification thereafter	OCII	Include in MMRP Annual Report
<p><i>Mission Bay FSEIR Mitigation Measure I.2.</i> Require businesses handling biohazardous materials to certify that they use high efficiency particulate air (HEPA) filters or substantially equivalent devices on all exhaust from Biosafety Level 3 laboratories unless they demonstrate that exhaust from their Biosafety Level 3 laboratories would not pose substantial health or safety hazards to the public or the environment. Require such businesses to certify that they inspect or monitor the filters regularly to ensure proper functioning.</p>	Project Sponsor	As part of building permit process; provide annual certification thereafter	OCII	Include in MMRP Annual Report
<p><i>Mission Bay FSEIR Mitigation Measure I.3.</i> Require businesses handling biohazardous materials to certify that they do not handle or use biohazardous materials requiring Biosafety Level 4 containment (i.e., dangerous or exotic materials that pose high risks of life-threatening diseases or aerosol-transmitted infections, or unknown risks of transmission) in the Project Area.</p>	Project Sponsor	As part of building permit process; provide annual certification thereafter	OCII	Include in MMRP Annual Report

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Hazards and Hazardous Materials, Initial Study Section E16 (cont.)				
<p>M-HZ-1b: Geologic Investigation and Dust Mitigation Plan for Naturally Occurring Asbestos</p> <p>The project sponsor shall conduct a geologic investigation in accordance with the guidelines of the California Geologic Survey to determine the naturally occurring asbestos content of fill materials to be excavated at the project site. If the investigation determines that the naturally occurring asbestos content of the fill materials is 0.25 percent or greater, the project sponsor or its construction contractor shall submit the appropriate notification forms and prepare an asbestos dust mitigation plan in accordance with the Asbestos ATCM. The plan shall specify measures that will be taken to ensure that no visible dust crosses the property boundary during construction. The plan must specify the following measures:</p> <ul style="list-style-type: none"> • Prevent and control visible track-out from the property • Ensure adequate wetting or covering of active storage piles • Control disturbed surface areas and storage piles that would remain inactive for 7 days Control traffic on on-site unpaved roads, parking lots, and staging areas, including a maximum vehicle speed of 15 miles per hour • Control earthmoving activities • Control offsite transport of dust emissions that contain naturally-occurring asbestos-containing materials • Stabilize disturbed areas following construction <p>The asbestos dust mitigation plan shall be submitted to and approved by the Bay Area Air Quality Management District (BAAQMD) prior to the beginning of construction, and the site operator must ensure the implementation of all specified dust mitigation measures throughout the construction project. In addition, if required by the BAAQMD, the project sponsor or a qualified third party consultant shall conduct air monitoring for offsite migration of asbestos dust during construction activities and shall modify the dust mitigation plan on the basis of the air monitoring results if necessary.</p>	Project Applicant	Prior to obtaining a grading, excavation, site, building or other permit from the City that includes soil disturbance activities. Ongoing throughout construction activity	BAAQMD	Include in MMRP Annual Report; Complete upon approval by BAAQMD

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Hazards and Hazardous Materials, Initial Study Section E16 (cont.)				
<p>M-HZ-2: RMP Provisions for Child Care Facilities <i>Mission Bay FSEIR Mitigation Measure J.2.</i> Carry out a site-specific risk evaluation for each site in a non-residential area proposed to be used for a public school or child care facility; submit to RWQCB for review and approval. If cancer risks exceed 1×10^{-5} and/or noncancer risk exceeds a Hazard Index of 1, carry out remediation designed to reduce risks to meet these standards or select another site that is shown to meet these standards.</p>	Project Sponsor	Prior to OCII approval of a child care facility	OCII	Include in MMRP Annual Report; Complete upon RWQCB approval

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Transportation and Circulation, SEIR Section 5.2				
<p>I-TR-1: Construction Management Plan and Public Updates</p> <p>Construction Coordination – To reduce potential conflicts between construction activities and pedestrians, bicyclists, transit and vehicles at the project site, the project sponsor shall require that the contractor prepare a Construction Management Plan for the project construction period. The preparation of a Construction Management Plan could be a requirement included in the construction bid package. Prior to finalizing the Plan, the project sponsor/construction contractor(s) shall meet with DPW, SFMTA, the Fire Department, Muni Operations and other City agencies to coordinate feasible measures to include in the Construction Management Plan to reduce traffic congestion, including temporary transit stop relocations and other measures to reduce potential traffic, bicycle, and transit disruption and pedestrian circulation effects during construction of the proposed project. This review shall consider other ongoing construction in the project vicinity, such as construction of the nearby UCSF LRDP projects and construction on Blocks 26 and 27.</p> <p>Carpool, Bicycle, Walk and Transit Access for Construction Workers – To minimize parking demand and vehicle trips associated with construction workers, the construction contractor shall include as part of the Construction Management Plan methods to encourage carpooling, bicycle, walk and transit access to the project site by construction workers (such as providing transit subsidies to construction workers, providing secure bicycle parking spaces, participating in free-to-employee ride matching program from www.511.org, participating in emergency ride home program through the City of San Francisco (www.sferh.org), and providing transit information to construction workers.</p> <p>Construction Worker Parking Plan – As part of the Construction Management Plan that would be developed by the construction contractor, the location of construction worker parking shall be identified as well as the person(s) responsible for monitoring the implementation of the proposed parking plan. The use of on-street parking to accommodate construction worker parking shall</p>	Project Sponsor	Prior to issuance of construction site permit	OCII; SFMTA; DBI; DPW	Include in MMRP Annual Report prior to the start of construction until temporary certificate of occupancy

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>be discouraged. All construction bid documents shall include a requirement for the construction contractor to identify the proposed location of construction worker parking. If on-site, the location, number of parking spaces, and area where vehicles would enter and exit the site should be required. If off-site parking is proposed to accommodate construction workers, the location of the off-site facility, number of parking spaces retained, and description of how workers would travel between off-site facility and project site should be required.</p> <p>Project Construction Updates for Adjacent Businesses and Residents – To minimize construction impacts on access to nearby institutions and businesses, the project sponsor shall provide nearby residences and adjacent businesses with regularly-updated information regarding project construction, including construction activities, peak construction vehicle activities (e.g., concrete pours), travel lane closures, and parking lane and sidewalk closures. A regular email notice shall be distributed by the project sponsor that would provide current construction information of interest to neighbors, as well as contact information for specific construction inquiries or concerns.</p>				
<p>I-TR-4: Operational Study of the Southbound Platform at the T Third UCSF/Mission Bay Station (Required only if Muni Platform Variant is not implemented.)</p> <p>As an improvement measure to enhance T Third operations at the UCSF/Mission Bay station for pre-event arrivals, the project sponsor shall fund a study of the effects of pedestrian flows on Muni’s safety and operations prior to an event as well as the feasibility and efficacy of enlarging the southbound platform by extending it south towards 16th Street. The study shall include an assessment of exiting pedestrian flows from a fully occupied two-car light rail train on the platform and ramp to the crosswalk at South Street across Third Street, also taking into consideration the presence of non-event transit riders waiting to board the train, service frequency, and current traffic signal operations. The study shall be performed by a qualified transportation professional approved by SFMTA.</p>	Project Sponsor	Commence study within one year of project approval	OCII; SFMTA	Include in MMRP Annual Report; Complete upon completion of study

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>I-TR-8: Truck and Service Vehicle Loading Operations Plan As an improvement measure to reduce potential conflicts between driveway operations, including loading activities, and pedestrians, bicycles and vehicles on South Street, Terry A. Francois Boulevard, and 16th Street, the project sponsor shall prepare a Loading Operations Plan, and submit the plan for review and approval by the OCII, or its designee, and the SFMTA. As appropriate, the Loading Operations Plan shall be periodically reviewed by the sponsor, the OCII or its designee, and SFMTA and revised if required to more appropriately respond to changes in street or circulation conditions.</p> <p>The Loading Operations Plan shall include a set of guideline related to the operation of the on-site and on-street loading facilities, as well as large truck curbside access guidelines; it shall also specify driveway attendant responsibilities to minimize truck queuing and/or substantial conflicts between project-generated loading/unloading activities and pedestrians, bicyclists, transit and autos. Elements of the Loading Operations Plan shall include:</p> <ul style="list-style-type: none"> • Commercial loading activities within on-street commercial loading spaces on South Street, Terry A. Francois Boulevard, and 16th Street shall comply with all posted time limits and all other posted restrictions. • Double parking or any form of illegal parking or truck loading/unloading shall not be permitted on any streets adjacent to the project site, and particularly on 16th Street which would include a bicycle lane. Working with the SFMTA Parking Control Officers, building management shall ensure that no truck loading/unloading activities occur within the bicycle lanes on 16th Street. • All move-in and move-out activities for commercial office uses shall be coordinated by building management, and, in the event that moving trucks cannot be accommodated within the below-grade loading area, building management shall obtain a reserved curbside permit from the SFMTA in advance of move-in or move-out activities. 	Project Sponsor	Prior to issuance of occupancy permit	OCII; SFMTA	Include in MMRP Annual Report; Complete upon completion of Loading Operations Plan

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Transportation and Circulation, SEIR Section 5.2 (cont.)				
<p>I-TR-10a: UCSF Emergency Vehicle Access and Garage Signage Plan As an improvement measure to enhance access for emergency vehicles and other visitors to the UCSF Children’s Hospital emergency room and parking facilities at the UCSF Medical Center, the project sponsor shall work with UCSF, SFMTA, Caltrans, and DPW to develop and implement a UCSF emergency vehicle access and garage signage plan for I-280 and Mariposa, Owens, and 16th Streets to reflect desirable access routes for UCSF and event center access.</p>	Project Sponsor	Prior to issuance of occupancy permit	OCII	Include in MMRP Annual Report; Complete upon completion of Vehicle Access and Garage Signage Plan
<p>I-TR-10b: Mariposa Street Restriping Study In connection with the Mission Bay Plan improvements to the I-280 on- and off-ramps at Mariposa Street and the Owens Street extension, the SFMTA will be reevaluating the travel lane striping plan for Mariposa Street between Pennsylvania Avenue and Fourth Street. As part of this evaluation, the SFMTA will assess the feasibility of lengthening the dedicated left turn lane from eastbound Mariposa Street onto northbound Fourth Street. The evaluation is anticipated to take place in 2016, two years prior to the opening of the proposed event center. A re-evaluation may be needed following the opening of the event center. Therefore, as an improvement measure to enhance access to the UCSF Medical Center Children’s Hospital, subsequent to the opening of the event center, the project sponsor shall retain a qualified transportation professional approved by SFMTA to conduct a traffic engineering study to evaluate potential changes to the travel lane configuration and related signage on Mariposa Street between the I-280 ramps and Fourth Street. The study, to be conducted in consultation with UCSF and SFMTA, would be used to determine if the dedicated eastbound left turn lane into Fourth Street/UCSF passenger loading/unloading and emergency vehicle entrance to the UCSF Children’s Hospital should be extended west from its existing length of about 150 feet to provide for a longer queuing area separated from event-related traffic flow. If the study recommends restriping, the project sponsor shall fund SFMTA’s cost of the design and implementation of the restriping.</p>	Project Sponsor; SFMTA	Prior to second year of operation of the event center	OCII; SFMTA	Include in MMRP Annual Report; Complete upon completion of Restriping Study; Restriping of Mariposa Street if recommended

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Noise and Vibration, SEIR Section 5.3				
<p>I-NO-1: Mission Bay Good Neighbor Construction Noise Policy The project sponsor shall comply with the Mission Bay Good Neighbor Policy and limit all extreme noise-generating construction activities to 8:00 a.m. to 5:00 p.m., Monday through Friday. No pile driving or other extreme noise generating activity is permitted on Saturdays, Sundays, and holidays.</p>	Project Sponsor	Ongoing during construction	OCII	Include in MMRP Annual Report; Complete upon completion of construction
Greenhouse Gas Emissions, SEIR Section 5.5				
<p>I-C-GG-1: Purchase Voluntary Carbon Credits <i>Construction Emissions:</i> No later than six (6) months after the issuance of a Temporary Certificate of Occupancy for the project, the project sponsor shall provide to the Office of Community Investment and Infrastructure (OCII), a calculation of the net additional emissions resulting from the construction of the project, to be calculated in accordance with the methodology agreed upon by the California Air Resources Board (CARB) in connection with the AB 900 certification of the project. The project sponsor shall provide courtesy copies of the calculations to CARB and the Governor's office promptly following transmittal of the calculations to OCII. The project sponsor shall enter into one or more contracts to purchase voluntary carbon credits from a qualified greenhouse gas emissions broker in an amount sufficient to offset the construction emissions. The project sponsor shall provide courtesy copies of any such contracts to the ARB and the Governor's office promptly following the execution of such contracts.</p>	Project Sponsor	No later than six months after the issuance of a Temporary Certificate of Occupancy for the project	OCII	Include in MMRP Annual Report; Complete upon OCII receipt of supporting documentation
<p><i>Operational Emissions:</i> No later than six (6) months after project stabilization, to be defined as the date following project completion when the project is 90 percent leased and occupied (and with respect to the arena component, 90 percent of the available booking dates are utilized), the project sponsor shall submit to OCII a projection of operational emissions arising from the project, based on data accumulated to that date and reasonable projections of operational emissions for the useful life of the project (30 years), to be calculated in accordance with the methodology agreed upon by CARB in connection with the AB 900 certification of the project. The project sponsor shall provide</p>	Project Sponsor	No later than six months after project stabilization, to be defined as the date following project completion when the project is 90 percent leased and occupied (and with respect to the arena component, 90 percent of the available booking dates are utilized)	OCII	Include in MMRP Annual Report; Complete upon OCII receipt of supporting documentation

MITIGATION MONITORING & REPORTING PROGRAM				
TABLE B - IMPROVEMENT MEASURES				
IMPROVEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	IMPROVEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Greenhouse Gas Emissions, SEIR Section 5.5 (cont.)				
courtesy copies of the calculations to CARB and the Governor's office promptly following transmittal of the calculations to OCII. The project sponsor shall enter into one or more contracts to purchase voluntary carbon credits from a qualified greenhouse gas emissions broker in an amount sufficient to offset the operational emissions, on a net present value basis in light of the fact that the project sponsor is proposing to acquire such credits in advance of any creation of the emissions subject to the offset. The project sponsor shall provide courtesy copies of any such contracts to CARB and the Governor's office promptly following the execution of such contracts.				

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Transportation and Circulation, SEIR Section 5.2		
Impact TR-1: The proposed project would not result in construction-related ground transportation impacts because of their temporary and limited duration.	LS	<ul style="list-style-type: none"> San Francisco Municipal Transportation Agency Parking and Traffic Regulations for Working in San Francisco Streets (The Blue Book), 8th Edition
Impact C-TR-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative construction-related ground transportation impacts.	LS	<ul style="list-style-type: none"> San Francisco Municipal Transportation Agency Parking and Traffic Regulations for Working in San Francisco Streets (The Blue Book), 8th Edition
Noise and Vibration, SEIR Section 5.3		
Impact NO-2: Construction of the proposed project would not expose people to or generate noise levels in excess of standards established in the local general plan, noise ordinance, or applicable standards of other agencies.	LS	<ul style="list-style-type: none"> San Francisco Police Code Article 29 (Regulation of Noise).
Impact NO-4: Operation of the proposed project could result in exposure of persons to or generation of noise levels in excess of standards established in the <i>San Francisco General Plan</i> or San Francisco Noise Ordinance.	LSM	<ul style="list-style-type: none"> San Francisco Police Code Article 29 (Regulation of Noise).
Air Quality, SEIR Section 5.4		
Impact NO-2: Construction of the proposed project would not expose people to or generate noise levels in excess of standards established in the local general plan, noise ordinance, or applicable standards of other agencies.	LS	<ul style="list-style-type: none"> San Francisco Police Code Article 29 (Regulation of Noise).
Impact AQ-1: Construction of the proposed project would generate fugitive dust and criteria air pollutants, which would violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.	SUM	<ul style="list-style-type: none"> San Francisco Health Code Article 22B and San Francisco Building Code Section 106.A.3.2.6 (Construction Dust Control Ordinance)
Greenhouse Gas Emissions, SEIR Section 5.5		
Impact C-GG-1: The proposed project would generate greenhouse gas emissions, but not at levels that would result in a significant impact on the environment or conflict with any policy, plan, or regulation adopted for the purpose of reducing greenhouse gas emissions.	LS	<ul style="list-style-type: none"> San Francisco Environment Code Section 427 (Commuter Benefits Ordinance) San Francisco Environment Code Section 427(d) (Emergency Ride Home Program) Mission Bay South Transportation Management Program (established by 1998 Mission Bay FSEIR Mitigation Measure E.47 and contains provisions equivalent to San Francisco Planning Code Section 163) San Francisco Planning Code Section 411 (Transit Impact Development Fee)

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Greenhouse Gas Emissions, SEIR Section 5.5 (cont.)		
Impact C-GG-1 (cont.)		<ul style="list-style-type: none"> • Mission Bay South Redevelopment Plan and Mission Bay South Owner Participation Agreement, affordable housing requirements (contains provisions equivalent to San Francisco Planning Code Section 413 Jobs Housing Linkage Program) • San Francisco Green Building Code Section 5.103.1.10 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Section 5.106.5 (Fuel Efficient Vehicle and Carpool Parking) • San Francisco Green Building Code Section 5.201.1.1 (Energy Efficiency) • San Francisco Green Building Code Section 5.103.1.4 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Sections 5.410 (Commissioning of Building Energy Systems) • San Francisco Public Works Code Article 4.2, Section 147 (Storm Water Management) • San Francisco Green Building Code Section 5.103.1.2 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Section 5.303.2 (Reduction of Water Use) • San Francisco Administrative Code, Chapter 63 (Water Efficient Irrigation Ordinance) • San Francisco Green Building Code Section 5.103.1.5 (Renewable Energy) • San Francisco Environment Code, Chapter 19 and Title 24 of the California Administrative Code, Part 11, California Green Building Code, Section 5.410.1 (Mandatory Recycling and Composting) • San Francisco Environment Code, Chapter 14, San Francisco Building Code Chapter 13B, San Francisco Health Code Section 288 (Construction and Demolition Debris Recovery Ordinance) • San Francisco Green Building Code Section 5.103.1.3 (Construction and Demolition Debris Recycling) • Mission Bay Street Tree Master Plan, tree planting requirements (contains provisions equivalent to San Francisco Planning Code Section 138.1) • California Green Building Code, Section 5.106.8 (Light Pollution Reduction) • San Francisco Public Works Code Article 4.2, Section 146 (Construction Site Runoff Control) • California Green Building Code, Sections 5.508.1.2 and 5.508.2 (Enhanced Refrigerant Management) • California Green Building Code, Section 5.504.4 (Finish Material Pollutant Control: Low-emitting Adhesives, Sealants, Caulks, Paints, Coatings, Composite wood, and Flooring) • San Francisco Building Code Section 3111.3; California Green Building Code, Section 5.503.1 (Wood Burning Fireplace Ordinance) • San Francisco Health Code, Article 30 (Regulation of Diesel Backup Generators)

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Utilities and Service Systems, Initial Study Section E11 and SEIR Section 5.7		
Impact UT-1: The City's water service provider would have sufficient water supply available to serve the project from existing entitlements and resources, and would not require new or expanded water supply resources or entitlements.	LS	<ul style="list-style-type: none"> • Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures (Water Efficiency) • San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Water Efficiency)
Impact UT-3: The proposed project would be served by landfills with sufficient permitted capacity to accommodate the project's solid waste disposal needs.	LS	<ul style="list-style-type: none"> • San Francisco Zero Waste Goal (75 Percent Waste Diversion from Landfills) • San Francisco Construction and Demolition Waste Ordinance No. 27-06 (Recycling of Construction and Demolition Debris) • San Francisco Food Service Waste Reduction Ordinance (Ban on Polystyrene Containers; Requires Recyclable Containers) • San Francisco Mandatory Recycling and Composting Ordinance No. 100-09 (Separation of Waste Types) • San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Diversion of Demolition Debris)
Impact UT-4: The proposed project would comply with federal, state, and local statutes and regulations related to solid waste.	LS	<ul style="list-style-type: none"> • California Integrated Waste Management Act of 1989 (Diversion of Wastes from Landfills) • San Francisco Construction and Demolition Waste Ordinance No. 27-06 (Recycling of Construction and Demolition Debris) • San Francisco Mandatory Recycling and Composting Ordinance No. 100-09 (Separation of Waste Types) • San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Diversion of Demolition Debris)
Impact C-UT-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative utilities and service systems impacts (water supply and solid waste).	LS	<ul style="list-style-type: none"> • Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures (Water Efficiency) • San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements (Water Efficiency and Diversion of Demolition Debris) • California Integrated Waste Management Act of 1989 (Diversion of Wastes from Landfills) • San Francisco Construction and Demolition Waste Ordinance No. 27-06 (Recycling of Construction and Demolition Debris) • San Francisco Mandatory Recycling and Composting Ordinance No. 100-09 (Separation of Waste Types)

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Hydrology and Water Quality, Initial Study Section E15 and SEIR Section 5.9		
Impacts HY-1: The project would not violate water quality standards or otherwise substantially degrade water quality with respect to construction activities, including construction dewatering.	LS	<ul style="list-style-type: none"> • General NPDES Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ (Erosion) • San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges)
Impact HY-1a: The project would not violate water quality standards or otherwise substantially degrade water quality with respect to construction-related dewatering.	LS	<ul style="list-style-type: none"> • San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges) • VOC and Fuel General NPDES permit, Order Number R2-2012-0012 (Groundwater Discharges)
Impact HY-3: The project would not alter the existing drainage pattern of the area in a manner that would result in substantial erosion, siltation, or flooding on- or off-site, and the project would not substantially increase the rate or amount of surface runoff that would result in flooding on- or off-site.	LS	<ul style="list-style-type: none"> • San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) • San Francisco Storm Water Design Guidelines (Storm Water Discharges)
Impact HY-5: The project would not expose people or structures to a significant risk of loss, injury or death involving inundation by seiche or tsunami.	LS	<ul style="list-style-type: none"> • Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 16 – Structural Design • San Francisco Building Inspection Commission Code, Building Code, Chapter 16 - Structural Design
Impact HY-6: Operation of the proposed project could exceed the wastewater treatment requirements of the NPDES permit for the SEWPCP, violate water quality standards or waste discharge requirements, otherwise substantially degrade water quality as a result of changes in wastewater and storm water discharges to the Bay, or exceed the capacity of the separate storm water system constructed in Mission Bay, or provide a substantial source of polluted runoff. Operation of the proposed project would not contribute to a substantial increase in combined sewer discharges.	LSM	<ul style="list-style-type: none"> • NPDES Permit No. CA0037664, Order No.R2-2013-0029, for City and County of San Francisco Southeast Water Pollution Control Plant, North Point Wet Weather Facility, Bayside Wet Weather Facilities and Wastewater Collection System (Contribution to Combined Sewer Discharges and Effluent Discharges from SEWPCP) • San Francisco Public Works Code, Article 4.1 (Effluent Discharges from SEWPCP) • General NPDES Permit for the Discharge of Storm Water from Small Municipal Separate Storm Sewer System (MS4s), SWRCB Order No. 2003-0005-DWQ (Storm Water Discharges) • San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) • San Francisco Storm Water Design Guidelines (Storm Water Discharges) • San Francisco Health Code, Article 6, Garbage and Refuse (Litter)
Impact C-HY-1: The project, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not result in a considerable contribution to cumulative impacts on hydrology and water quality with respect to construction activities, dewatering, groundwater supplies, drainage pattern, flooding, seiche or tsunami.	LS	<ul style="list-style-type: none"> • General NPDES Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ (Erosion) • San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges) • VOC and Fuel General NPDES permit, Order Number R2-2012-0012 (Groundwater Discharges) (Per Impact HY-1a)

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Hydrology and Water Quality, Initial Study Section E15 and SEIR Section 5.9 (cont.)		
Impact C-HY-1 (cont.)		<ul style="list-style-type: none"> San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) San Francisco Storm water Design Guidelines (Storm Water Discharges) Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 16 – Structural Design (Tsunami) San Francisco Building Inspection Commission Code, Building Code, Chapter 16 - Structural Design (Tsunami)
Impact C-HY-2: The proposed project, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not exceed the wastewater treatment requirements of the NPDES permit for the SEWPCP; violate water quality standards or waste discharge requirements, or otherwise substantially degrade water quality as a result of changes in wastewater and storm water discharges to the Bay; or exceed the capacity of the separate storm water system constructed in Mission Bay, or provide a substantial source of polluted runoff. Cumulative wet weather flows would not contribute to an increase in combined sewer discharges.	LS	<ul style="list-style-type: none"> NPDES Permit No. CA0037664, Order No.R2-2013-0029, for City and County of San Francisco Southeast Water Pollution Control Plant, North Point Wet Weather Facility, Bayside Wet Weather Facilities and Wastewater Collection System (Contribution to Combined Sewer Discharges and Effluent Discharges from SEWPCP) San Francisco Public Works Code, Article 4.1, as supplemented by Order No. 158170 (Groundwater Discharges) General NPDES Permit for the Discharge of Storm Water from Small Municipal Separate Storm Sewer System (MS4s), SWRCB Order No. 2003-0005-DWQ (Storm Water Discharges) San Francisco Public Works Code, Article 4.2, Section 147 (Storm Water Discharges) San Francisco Storm Water Design Guidelines (Storm Water Discharges) San Francisco Health Code, Article 6, Garbage and Refuse (Litter)
Cultural and Paleontological Resources, Initial Study Section E4		
Impact CP-4: The proposed project would not disturb any human remains, including those interred outside of formal cemeteries.	LS	<ul style="list-style-type: none"> California Public Resources Code Section 5097.98; California Administrative Code, Title 14, Section 15064.5(d) and (3). (Proper Notification and Internment of Human Remains)
Geology and Soils, Initial Study Section E14		
Impact GE-1: The proposed project would not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving rupture of a known earthquake fault, seismic ground shaking, seismically-induced ground failure, or landslides.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 16 – Structural Design and Chapter 18 – Soils and Foundations San Francisco Building Inspection Commission Code, Building Code, Chapter 16 - Structural Design Seismic Hazards Mapping Act of 1990 (Assessment and Mitigation of Liquefaction Hazards)
Impact GE-2: The project would not result in substantial erosion or loss of top soil.	LS	<ul style="list-style-type: none"> General NPDES Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ
Impact GE-3: The project would not be located on a geologic unit or soil that is unstable, or that could become unstable as a result of the project.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code (Chapter 18 – Soils and Foundations) San Francisco Health Code, Article 12B (Installation of Geotechnical Borings)

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Geology and Soils, Initial Study Section E14 (cont.)		
Impact GE-4: The project would not create substantial risks to life or property as a result of location on expansive soils or other problematic soils.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code, Chapter 18 – Soils and Foundations
Impact C-GE-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative impacts related to geologic hazards.	LS	<ul style="list-style-type: none"> Title 24 of the California Administration Code, Part 2, California Building Code (Chapter 16 – Structural Design, Chapter 18 – Soils and Foundations) San Francisco Building Inspection Commission Code, Building Code (Chapter 16, Structural Design) Seismic Hazards Mapping Act of 1990 (Assessment and Mitigation of Liquefaction Hazards) General Permit for Storm Water Discharges Associated with Construction and Land Disturbance Activities, Order No. 2009-0009-DWQ
Hazards and Hazardous Materials, Initial Study Section E16		
Impact HZ-1: The project could create a significant hazard through routine transport, use, or disposal of hazardous materials or result in a substantial risk of upset involving the release of hazardous materials.	LSM	<ul style="list-style-type: none"> San Francisco Health Code, Article 21, Hazardous Materials San Francisco Health Code, Article 21a, Risk Management Program (Regulated Substances) San Francisco Health Code, Article 22, Hazardous Waste Management Asbestos Airborne Toxic Control Measure (Asbestos ATCM) for Construction, Grading, Quarrying, and Surface Mining Operations (Equivalent to FSEIR Mitigation Measure M-HZ-1b)
Impact HZ-2: The project would be located on a site identified on a list of hazardous materials sites compiled pursuant to Government Code Section 65962.5. Excavation could also require the handling of potentially contaminated soil and groundwater, potentially exposing workers and the public to hazardous materials, or resulting in a release into the environment during construction.	LSM	<ul style="list-style-type: none"> Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Risk Management Plan, Mission Bay Area, San Francisco, California. May 11, 1999. Environ Corporation Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Revised Risk Management Plan, Former Petroleum Terminals and Related Pipelines Located at Pier 64 and Vicinity, City and County of San Francisco, California. August 2006, BBL Environmental Services, Inc. San Francisco Health Code, Article 22a, Analyzing Soils for Hazardous Waste
Impact HZ-3: The project would not impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan or expose people or structures to a significant risk of loss, injury or death involving fires.	LS	<ul style="list-style-type: none"> San Francisco Fire Code, Section 12.202(e)(1) (Fire and Emergency Procedures)
Impact C-HZ-1: The project, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not result in a considerable contribution to cumulative impacts related to hazardous materials.	LS	<ul style="list-style-type: none"> San Francisco Health Code, Article 21, Hazardous Materials San Francisco Health Code, Article 21a, Risk Management Program (Regulated Substances) San Francisco Health Code, Article 22, Hazardous Waste Management San Francisco Health Code, Article 22a, Analyzing Soils for Hazardous Waste

MITIGATION MONITORING & REPORTING PROGRAM

TABLE C – APPLICABLE REGULATIONS

IMPACT	SIGNIFICANCE DETERMINATION	APPLICABLE REGULATIONS
Hazards and Hazardous Materials, Initial Study Section E16 (cont.)		
Impact C-HZ-1 (cont.)		<ul style="list-style-type: none"> • Asbestos Airborne Toxic Control Measure (Asbestos ATCM) for Construction, Grading, Quarrying, and Surface Mining Operations • Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Risk Management Plan, Mission Bay Area, San Francisco, California. May 11, 1999. Environ Corporation • Covenant and Environmental Restriction on Property, Regional Water Quality Control Board, February 2000 and incorporated Revised Risk Management Plan, Former Petroleum Terminals and Related Pipelines Located at Pier 64 and Vicinity, City and County of San Francisco, California. August 2006, BBL Environmental Services, Inc.
Minerals and Energy Resources, Initial Study Section E17		
Impact ME-1: The project would not result in the use of large amounts of fuel, water, or energy, or use these in a wasteful manner.	LS	<ul style="list-style-type: none"> • Title 24 of the California Administrative Code, Part 6, Building Energy Efficiency Standards (Operational Electricity and Natural Gas Use) • Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures • San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements
Impact C-ME-1: The project, in combination with other past, present, and reasonably foreseeable future projects, would not result in significant adverse cumulative impacts on energy resources.	LS	<ul style="list-style-type: none"> • Title 24 of the California Administrative Code, Part 6, Building Energy Efficiency Standards (Operational Electricity and Natural Gas Use) • Title 24 of the California Administrative Code, Part 11, California Green Building Code, Chapter 5, Non-residential Mandatory Measures • San Francisco Building Inspection Commission Code, Green Building Code, Chapter 5, Non-residential Requirements

MITIGATION MONITORING & REPORTING PROGRAM

TABLE D – TRANSPORTATION MANAGEMENT PLAN MONITORING AND REPORTING PROGRAM SUMMARY

MANAGEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	MANAGEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
Transportation Management Plan (TMP) and updates	Project Sponsor; SFMTA	Various	OCII	Periodic TMP Updates Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor
Travel Demand Management Plan (TMP Chapter 4, Sections 4.1, 4.2, and 4.3)	Project Sponsor	First year of event center operation, and reviewed and revised annually thereafter	OCII	Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor
Local/Hospital Access Plan A Local/Hospital Access Plan (L/HAP) to facilitate movements in and out to residents and employees in the UCSF and Mission Bay Area would be implemented for the pre-event period for all large weekday evening events at the event center (i.e., those events with more than 12,500 attendees that start between 6:00 and 8:00 p.m.). The L/HAP would be configured to discourage event attendees arriving by car from using portions of Fourth Street, Owens Street, UCSF campus internal roads such as Nelson Rising Lane, Campus Lane, Fifth Street, and local residential streets. As part of the L/HAP, special temporary and permanent signage would be positioned at appropriate locations to direct event traffic towards designated routes in order to access off-street parking facilities serving the event center and away from streets within the Local/Hospital Access Plan network. In addition, three PCOs would be stationed at key intersections (i.e., Fourth/16th, Owens/Mission Bay Traffic Circle, and Fourth/Nelson Rising Lane) before the start of an event to facilitate local driver access to their destinations. These three additional PCOs would also be available after the event to be positioned at the most effective locations to direct outbound pedestrians, bicyclists, and vehicles, as determined by the PCO Supervisor.	SFMTA	Pre event period for any weekday project event that starts between 6:00 and 8:00 p.m. with more than 12,500 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Muni Special Event Transit Service Plan (TMP Chapter 4, Section 4.4)	SFMTA	All project events; different Transit Service Plan levels depending on attendance	OCII; SFMTA	Review of conditions during events by Muni Service Planning Supervisor

MITIGATION MONITORING & REPORTING PROGRAM

TABLE D – TRANSPORTATION MANAGEMENT PLAN MONITORING AND REPORTING PROGRAM SUMMARY

MANAGEMENT MEASURE	RESPONSIBILITY FOR IMPLEMENTATION	MANAGEMENT MEASURE SCHEDULE	MONITORING AND REPORTING RESPONSIBILITY	MONITORING ACTIONS/SCHEDULE AND VERIFICATION OF COMPLIANCE
No Event Transportation Management Condition (TMP Chapter 6, Section 6.1)	SFMTA	On days without events at the event center,	OCII; SFMTA	PCOs during regular rounds
Small to Medium (Convention) Event Transportation Management Condition (TMP Chapter 6, Section 6.2)	Project Sponsor; SFMTA	Any daytime convention event or small daytime or evening event with less than 12,500 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Medium to Large (Concert) Event Transportation Management Condition (TMP Chapter 6, Section 6.3)	Project Sponsor; SFMTA	Any evening event with between 12,500 and 16,000 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Peak Event Transportation Management Condition (TMP Chapter 6, Section 6.4)	Project Sponsor; SFMTA	Any evening event with more than 16,000 attendees	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Overlapping Events Transportation Management Plan (TMP Chapter 6, Section 6.5 and Section 2.2.5)	Project Sponsor; SFMTA	Any event with more than 12,500 attendees overlapping with an event at AT&T Park with more than 40,000 attendees. For daytime or evening overlaps.	OCII; SFMTA	Review of conditions during events by PCO Supervisor
Communication (TMP Chapter 9)	Project Sponsor; SFMTA; DPW	Prior to project opening, and periodic review annually	OCII; SFMTA	TMP monitoring by SFMTA Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor
Monitoring, Refinement, and Performance Standards (TMP Chapter 10)	Project Sponsor	First year of event center operation, and reviewed and revised annually thereafter	OCII; SFMTA	TMP monitoring by SFMTA Annual TMP Monitoring Surveys and Reports prepared by Project Sponsor

COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE

RESOLUTION NO. 05-2020

Adopted May 19, 2020

ADOPTING ENVIRONMENTAL REVIEW FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT RELATED TO THE APPROVAL OF AMENDMENTS TO THE REDEVELOPMENT PLAN FOR THE MISSION BAY SOUTH REDEVELOPMENT PROJECT, THE MISSION BAY SOUTH OWNER PARTICIPATION AGREEMENT, THE DESIGN FOR DEVELOPMENT FOR THE MISSION BAY SOUTH PROJECT AREA, THE MISSION BAY BLOCKS 29-32 MAJOR PHASE APPLICATION, AND THE BASIC CONCEPT DESIGN / SCHEMATIC DESIGN FOR MISSION BAY SOUTH BLOCKS 29-32, INCLUDING FINDINGS CONCERNING THE IMPLEMENTATION OF A THRESHOLD OF SIGNIFICANCE FOR EVALUATING TRANSPORTATION IMPACTS BASED ON VEHICLE MILES TRAVELED; MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA

WHEREAS, In furtherance of the objectives of the California Community Redevelopment Law (Health and Safety Code, section 33000 et seq. the “Community Redevelopment Law”), the Redevelopment Agency of the City and County of San Francisco (the “Redevelopment Agency”) undertook programs for the reconstruction and construction of blighted areas in the City and County of San Francisco (“City”), including the Mission Bay South Redevelopment Project Area (“South Project Area”) and the Mission Bay North Redevelopment Project Area (“North Project Area”); and,

WHEREAS, The Commission of the Redevelopment Agency and the San Francisco Planning Commission (“Planning Commission”), together acting as co-lead agencies for conducting environmental review for the Redevelopment Plan for the Mission Bay North Redevelopment Project (the “North Redevelopment Plan”) and the Redevelopment Plan for the Mission Bay South Redevelopment Project (the “South Redevelopment Plan” and together with the North Redevelopment Plan, the “Plans”), the Mission Bay North Owner Participation Agreement (“North OPA”) and the Mission Bay South Owner Participation Agreement (“South OPA”), and other permits, approvals and related and collateral action (the “Mission Bay Project”), prepared and certified a Final Subsequent Environmental Impact Report (collectively referred to as the “Mission Bay FSEIR”); and,

WHEREAS, On September 17, 1998, the Commission of the Redevelopment Agency adopted Resolution No. 182-98 which certified the Mission Bay FSEIR as a program EIR for the Mission Bay North Project Area and South Project Area pursuant to the California Environmental Quality Act (“CEQA”) and State CEQA Guidelines Sections 15168 (Program EIR) and 15180 (Redevelopment Plan EIR). On the same date, the Redevelopment Commission also adopted Resolution No. 183-98, which adopted environmental findings (including without limitation a statement of overriding considerations and mitigation monitoring and reporting program) (“CEQA Findings”), in connection with the approval of the Mission Bay Project. The Planning Commission certified the Mission Bay FSEIR by Resolution No. 14696 on the same date. On October 19, 1998, the San Francisco Board of Supervisors (“Board of Supervisors”) adopted Motion No. 98-132 affirming certification of the Mission Bay FSEIR by the Planning Commission and the Redevelopment Agency Commission, and Resolution No. 854-98 adopting

environmental findings (including without limitation a statement of overriding considerations and a mitigation monitoring and reporting program) for the Mission Bay Project; and,

WHEREAS, On September 17, 1998, the Redevelopment Agency approved, by Resolution No. 190-98, the South Redevelopment Plan. The Redevelopment Agency also conditionally authorized, by Resolution No. 193-98, execution of the South OPA and related documents with Catellus Development Corporation, a Delaware corporation (“Catellus”). On November 2, 1998, the Board of Supervisors adopted, by Ordinance No. 335-98, the South Redevelopment Plan; and,

WHEREAS, Catellus, the original master developer of the Mission Bay North and South Project Areas, has sold most of its remaining undeveloped land in Mission Bay to FOCIL-MB, LLC, (“FOCIL-MB”), a subsidiary of Farallon Capital Management, LLC, a large investment management firm. The sale encompassed approximately 71 acres of land in Mission Bay, and the remaining undeveloped residential parcels in the South Project Area. FOCIL-MB assumed all of Catellus’ obligations under the North OPA and South OPA, as well as all responsibilities under the related public improvement agreements and land transfer agreements with the City. FOCIL-MB is bound by all terms of the OPAs and related agreements, including the requirements of the affordable housing program, equal opportunity program, and design review process; and,

WHEREAS, On February 1, 2012, state law dissolved the former Redevelopment Agency and required the transfer of certain of its assets and obligations to the Successor Agency to the Redevelopment Agency (“Successor Agency”), commonly known as the Office of Community Investment and Infrastructure (“OCII”) (Cal. Health & Safety Code §§ 34170 et seq., “Redevelopment Dissolution Law”). On June 27, 2012, the Redevelopment Dissolution Law was amended to clarify that successor agencies are separate public entities from the city or county that had originally established a redevelopment agency; and,

WHEREAS, On October 2, 2012 the Board of Supervisors of the City, acting as the legislative body of the Successor Agency, adopted Ordinance No. 215-12 (the “Implementing Ordinance”), which Implementing Ordinance was signed by the Mayor on October 4, 2012, and which, among other matters: (a) acknowledged and confirmed that the Successor Agency is a separate legal entity from the City, and (b) established this Successor Agency Commission (“Commission”) and delegated to it the authority to (i) act in place of the Commission of the Redevelopment Agency to, among other matters, implement, modify, enforce and complete the former Redevelopment Agency’s enforceable obligations, (ii) approve all contracts and actions related to the assets transferred to or retained by the Successor Agency, including, without limitation, the authority to exercise land use, development, and design approval, and to approve amendments to redevelopment plans as allowed under the Redevelopment Dissolution Law, and (iii) take any action that Redevelopment Dissolution Law requires or authorizes on behalf of the Successor Agency and any other action that this Commission deems appropriate, consistent with Redevelopment Dissolution Law, to comply with such obligations; and,

WHEREAS, On June 5, 2015, the Successor Agency released for public review and comment the Draft Subsequent Environmental Impact Report for the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 (the “Event Center DSEIR”), and other permits, approvals and related and collateral action (OCII Case No. ER-2014-919-97, Planning Department Case No. 2014.1441E, State

Clearinghouse No. 2014112045) (the “Event Center Project”). This document is tiered from the Mission Bay FSEIR; and,

WHEREAS, The Successor Agency prepared a Final Subsequent Environmental Impact Report for the Event Center Project (“FSEIR”) consisting of the Event Center DSEIR, the comments received during the review period, any additional information that became available after the publication of the Event Center DSEIR, and the Responses to Comments document, all as required by law; and,

WHEREAS, On November 3, 2015, the Commission reviewed and considered the FSEIR and adopted Resolution No. 69-2015 which certified the FSEIR for the Event Center Project. On the same date, the Commission also adopted Resolution No. 70-2015, which adopted environmental findings (including without limitation a statement of overriding considerations and mitigation monitoring and reporting program) (“Event Center CEQA Findings”), in connection with the approval of the Event Center Project; and,

WHEREAS, The Successor Agency now proposes to take actions facilitating certain modifications to the Event Center Project, collectively the “2020 Actions”, comprised of an amendment to the South Redevelopment Plan; an amendment to the South OPA; an amendment to the Design for Development for the Mission Bay South Project Area; an amendment to the Mission Bay Blocks 29-32 Major Phase Application for the Golden State Warriors Event Center and Mixed Use Development (“Blocks 29-32 Major Phase”); an amendment to the Combined Basic Concept / Schematic Design Submittal for Mission Bay South Blocks 29-32 for the Golden State Warriors Event Center and Mixed-Use Development (“Blocks 29-32 BC/SD”); and a Blocks 29-32 GSW Hotel Project Basic Concept / Schematic Design (“GSW Hotel/Residential BC/SD”); and,

WHEREAS, The 2020 Actions would permit the development of a mixed-use building on Mission Bay South Blocks 29-30 with hotel rooms, dwelling units, and retail uses. The building proposed in the GSW Hotel/Residential BC/SD would contain up to 129 hotel rooms, up to 21 dwelling units, and various retail spaces, in addition to facilities associated with hotel use, such as banquet and conference rooms (the “Proposed Project”). The 2020 Actions would also amend the South Redevelopment Plan, South OPA, and Blocks 29-32 Major Phase to permit the development of a mixed-use building on Mission Bay South Blocks 29-30 that may contain as few as 129 or as many as 230 hotel rooms, and as few as zero (0) or as many as 21 dwelling units, or any combination thereof, provided the building does not exceed approximately 245,000 gross square feet of hotel and residential uses combined, provided subsequent approvals were obtained (“Project Variant”). The Project Variant may also include up to approximately 25,000 gross square feet of retail uses, in addition to facilities associated with the hotel use such as banquet and conference rooms and retail uses. The 2020 Actions would also increase the Leasable square footage of retail permitted by the South Redevelopment Plan on Mission Bay South Blocks 29-32 by 65,000 Leasable square feet to account for retail areas on Mission Bay South Blocks 29-32 currently excluded from the total Leasable retail area permitted by the South Redevelopment Plan through various exemptions and to account for various outdoor areas on Mission Bay South Blocks 29-32 that will be partially enclosed or covered and thus considered retail areas, to permit more flexible use and leasing of these areas; and,

- WHEREAS, The Successor Agency, in consultation with the City’s Planning Department (“Planning Department”), has prepared Addendum No. 1 to the FSEIR, dated May 13, 2020. Addendum No. 1 evaluates the potential environmental effects of the 2020 Actions; and,
- WHEREAS, Addendum No. 1 has been prepared in accordance with CEQA Section 21099 and CEQA Guidelines Section 15064.3, which identify the amount and distance of automobile travel, known as vehicle miles travelled or “VMT”, as the most appropriate measure of transportation impacts and require that prospective environmental analyses use a VMT-based approach; and,
- WHEREAS, Addendum No. 1 is prepared in compliance with CEQA and reflects the independent judgment and analysis of the Successor Agency, and concludes that the 2020 Actions (including the Proposed Project and Project Variant therein) are within the scope of the Event Center Project analyzed in the FSEIR and will not result in any new significant impacts or a substantial increase in the severity of previously identified significant effects that alter the conclusions reached in the FSEIR for the reasons stated in Addendum No. 1; and,
- WHEREAS, In making the necessary findings for the proposed 2020 Actions, the Successor Agency considered and reviewed the FSEIR and prepared necessary documents in support of the Addendum No. 1, which documents it has made available for review by the Commission and the public, and these files are part of the record before the Commission. Copies of the FSEIR, Addendum No. 1, and the supporting documentation to Addendum No. 1, are on file with the Commission Secretary and incorporated in this Resolution by this reference; and,
- WHEREAS, Based on the analysis in Addendum No. 1, the Successor Agency concludes that the analyses conducted and the conclusions reached in the FSEIR on November 3, 2015 remain valid and the proposed 2020 Actions will not cause new significant impacts not identified in the FSEIR or substantially increase the severity of previously identified significant impacts, and no new mitigation measures will be necessary to reduce significant impacts. Further, as described in Addendum No. 1, no changes have occurred, with respect to either the Event Center Project itself or the circumstances surrounding the Event Center Project, that will require major revisions of the FSEIR due to the involvement of new significant effects or a substantial increase in the severity of previously identified significant effects, and no new information has become available that shows that the Event Center Project will cause new or more severe significant environmental impacts. Therefore, no subsequent or supplemental environmental review is required under CEQA beyond Addendum No. 1 to approve the 2020 Actions; now therefore be it,
- RESOLVED, The Commission adopts a VMT-based threshold of significance and methodology for analysis of transportation impacts, consistent with the Governor’s Office of Planning and Research publication *Technical Advisory on Evaluating Transportation Impacts Under CEQA* (December 2018) as appropriately modified by discussion of VMT-based significance criteria and methodology for vehicle trips in the San Francisco Planning Department publication *Transportation Impact Analysis Guidelines* (February 2019, updated October 2019), which the Commission finds to be in conformance with the requirements of CEQA Section 21099 and CEQA Guidelines 15064.3, and directs Successor Agency staff to apply this threshold of significance and methodology in analyzing the 2020 Actions; and, be it further

RESOLVED, That the Commission has reviewed and considered the FSEIR and Event Center CEQA Findings as modified by Addendum No. 1 and related findings previously adopted by the Redevelopment Agency Commission and the Commission, including the statement of overriding considerations and mitigation monitoring and reporting program, Addendum No. 1, the findings as set forth in Addendum No. 1, and the supporting documentation in the Successor Agency's files related to Addendum No. 1. The Commission adopts the findings made in Addendum No. 1; and, be it further

RESOLVED, That the Commission finds and determines that the Event Center Project as modified by the 2020 Actions (including the Proposed Project and Project Variant identified therein) is within the scope of the Event Center Project analyzed in the FSEIR (as modified by the subsequent Addendum No. 1, including the Proposed Project and Project Variant identified and analyzed therein) and requires no further environmental review pursuant to CEQA and the CEQA Guidelines Section 15180, 15162, and 15163 for the following reasons:

- (1) implementation of the 2020 Actions does not require major revisions to the FSEIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant impacts; and,
- (2) no substantial changes have occurred with respect to the circumstances under which the project analyzed in the FSEIR will be undertaken that would require major revisions to the FSEIR due to the involvement of new significant environmental effects, or a substantial increase in the severity of effects identified in the FSEIR; and,
- (3) no new information of substantial importance to the project analyzed in the FSEIR has become available, which would indicate that (i) the Event Center Project as modified by the 2020 Actions will have significant effects not discussed in the FSEIR; (ii) significant environmental effects will be substantially more severe; (iii) mitigation measures or alternatives found not feasible, which would reduce one or more significant effects, have become feasible; or (iv) mitigation measures or alternatives, which are considerably different from those in the FSEIR, will substantially reduce one or more significant effects on the environment that would change the conclusions set forth in the FSEIR.

I hereby certify that the foregoing resolution was adopted by the Successor Agency Commission at its meeting of May 19, 2020.



Commission Secretary



Addendum No. 1 to Event Center and Mixed-Use Development at Mission Bay Blocks 29-32

Final Subsequent Environmental Impact Report

Date of Publication of Addendum: May 13, 2020

Date of Certification of Final Subsequent EIR: November 3, 2015

Lead Agency: Office of Community Investment and Infrastructure
Successor Agency to the San Francisco Redevelopment Agency
One South Van Ness Avenue, 5th Floor
San Francisco, CA 94103

Agency Contact: José Campos **Telephone:** (415) 749-2554

Project Title: Successor Agency Case No. ER 2014-919-97; Addendum #1
Mission Bay South Blocks 29-32

Project Address: 99 Warriors Way

Project Sponsor: GSW Hotel LLC

Sponsor Contact: Peter Bryan **Telephone:** (510) 740-7559

Determination:

The proposed project consists of policy changes and new construction. The policy changes would:

- amend the Mission Bay South Redevelopment Plan (“South Plan”) to permit Hotel and Residential uses on the project site, allocate up to 21 dwelling units to Blocks 29-30, increase the number of hotels permitted in the South Plan area, increase the total number of hotel rooms permitted in the South Plan area and allocate the increase of 230 hotel rooms to Blocks 29-30, increase the total leasable area of retail space permitted in the South Plan area from 335,000 square feet to 400,000 square feet, and increase the total City-serving retail allocated to Blocks 29-32 and 36 in Zone A from 20,700 leasable square feet to 85,700 leasable square feet¹ and allocate the increase, i.e., 65,000 of such leasable square feet, to Blocks 29-32. The increased retail square footage includes retail areas on Blocks 29-32 that were previously approved but excluded from the calculation of retail square footage under the South Plan definition of Gross Floor Area and outdoor retail areas that will be partially enclosed or covered;
- amend the Mission Bay South Design for Development document (“South D for D”) to permit the building’s height, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building’s bulk, confirm the users of Blocks 29-32 will share loading spaces, amend requirements for architectural projections, and other conforming amendments and clarifications; and

¹ Although Block 36 is not part of the project site, the South Plan includes an allocation of City-serving retail space in a portion of the South Plan’s Zone A that groups Block 36 with Blocks 29-32. The latter constitutes the project site but the proposed amendment would increase the total retail space allocation in the portion of Zone A that also encompasses Block 36, but would allocate the increase only to Blocks 29-32.

- amend the previously approved Major Phase Application and Basic Concept Design/Schematic Design for Blocks 29-32.

The proposed project as set forth in the proposed Basic Concept/Schematic Design application dated May 1, 2020 would construct a new, 160-foot-tall, mixed-use hotel, residential and retail building consisting of approximately 160,000 gross square feet (gsf) of hotel space (including associated uses such as a ballroom, meeting rooms, and a fitness center); 85,000 gsf of residential space; and up to 25,000 gsf of retail space.² The proposed project would include a hotel with up to 129 rooms and up to 21 dwelling units. However, the proposed amendments to the South Plan and the South D for D would permit future revisions to the proposed Basic Concept/Schematic Design to allow for a hotel with as few as 129 rooms or as many as 230 rooms, and as few as zero (0) dwelling units or as many as 21 dwelling units, provided that the total area of hotel and residential uses combined would not exceed approximately 245,000 gsf. Both the proposed project and any project variant with a different number of hotel rooms or dwelling units would also include up to approximately 25,000 gsf of retail space. This retail space would replace approximately 25,000 gsf of retail space that currently exists on the project site, resulting in no net new retail area on the project site from the construction of the proposed building. In addition, the increase in the total retail area on Blocks 29-32 caused by partially enclosing or covering approximately 6,300 gsf of certain existing patios would result in a total of approximately 117,200 gsf of retail area on Blocks 29-32, which is below the 125,000 gsf of retail studied in the Event Center FSEIR.

Since certification of the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report ("Event Center FSEIR"), no substantial changes have been made to the South Plan or the Event Center project, no substantial changes have occurred in the circumstances under which the South Plan or Event Center project would be undertaken, and no new information of substantial importance has emerged that would result in one or more significant effects not discussed in the Event Center FSEIR or an increase in any significant effects previously disclosed, and there are no new, or previously rejected as infeasible, mitigation measures or alternatives have been proposed that would substantially reduce one or more significant impacts that the project proponents have declined to adopt. As such, because none of the criteria set forth in CEQA Guidelines Section 15162 that would require subsequent environmental review have been triggered, the lead agency may approve the subsequent activities set forth as being within the scope of the Event Center FSEIR under CEQA Guidelines Section 15162 without the need for additional environmental documentation beyond this addendum.

(The basis for this determination is provided on the following pages.)

I do hereby certify that the above determination has been made pursuant to state and local requirements.



José Campos, OCII Environmental Review Officer,
Successor Agency to the San Francisco
Redevelopment Agency

May 13, 2020
Date of Determination

² Consistent with the Event Center FSEIR, the CEQA analyses are based on gross square footage. However, the Mission Bay South Redevelopment Plan permits development based on an adjusted gross square footage definition ("Gross Floor Area") and a leasable square footage definition ("Leasable Floor Area"). Gross Floor Area and Leasable Floor Area as defined in the Mission Bay South Redevelopment Plan for this project would be less than the gross square footage presented in this environmental document.

Background

Mission Bay South Redevelopment Plan Approval Process and Prior Environmental Review

On August 23, 1990, the San Francisco Board of Supervisors certified the Mission Bay Final Environmental Impact Report (the “1990 FEIR”).³ The 1990 FEIR assessed the development program that was ultimately adopted as the Mission Bay Plan, an Area Plan of the San Francisco General Plan. In 1996-97, the former Redevelopment Agency of the City and County of San Francisco (“Redevelopment Agency”), with Catellus Development Corporation as project sponsor, proposed a new project for the Mission Bay area, consisting of two separate redevelopment plans (Mission Bay North Redevelopment Plan and Mission Bay South Redevelopment Plan) (“North Plan” and “South Plan” or, collectively, the “Plans”) in two redevelopment project areas separated by the China Basin Channel.

On September 17, 1998, the San Francisco Planning Commission and the former Redevelopment Agency Commission certified the Mission Bay Final Subsequent Environmental Impact Report (“Mission Bay FSEIR”).⁴ The San Francisco Board of Supervisors affirmed the certification of the Mission Bay FSEIR by the Planning Commission and the former Redevelopment Agency Commission on October 19, 1998.⁵ The Mission Bay FSEIR analyzed reasonably foreseeable development under the Plans. It incorporated by reference information from the original 1990 FEIR that continued to be accurate and relevant for analysis of the Plans. Thus, the 1990 FEIR and the Mission Bay FSEIR together constitute the environmental documentation for the Plans. The 1990 FEIR and Mission Bay FSEIR are program Environmental Impact Reports under CEQA Guidelines 15168 and redevelopment plan EIRs under CEQA Guidelines 15180.

The former Redevelopment Agency Commission adopted the North and South Plans on September 17, 1998, along with the Mission Bay North Owner Participation Agreement (as subsequently amended, the “North OPA”) and Mission Bay South Owner Participation Agreement (as subsequently amended, the “South OPA”), which are between the former Redevelopment Agency, now the Office of Community Investment and Infrastructure (“OCII”) as the successor agency to the former Redevelopment Agency, and the Mission Bay Master Developer (originally Catellus Development Corporation and now FOCIL-MB, LLC, the successor to Catellus Development Corporation).⁶ The land uses in the adopted Plans are generally illustrated in **Figure 1**, which also depicts the project site.⁷

³ Planning Department Case No. 86.505E.

⁴ Planning Department Case No. 96.771E, Redevelopment Agency Case No. ER 919-97.

⁵ Resolution No. 14696.

⁶ Resolution No. 191-98, and No. 188-98, respectively.

⁷ It should be noted that the land use program in the adopted Plans was developed from the proposed Plan plus a combination of Plan variants described and analyzed in the Mission Bay FSEIR. Specifically, the adopted Mission Bay North and South Redevelopment Plans were based on the Plan description in the Mission Bay FSEIR, plus Variant 1 (Terry A. François Boulevard Variant/Expanded Bayshore Open Space Proposal), Variant 2 (Esprit Commercial Industrial/Retail Variant), Variant 3A (Modified No Berry Street Crossing Variant), and Variant 5 (Castle Metals Block Commercial Industrial/Retail Variant). The adopted Plans were described in the Mission Bay FSEIR Chapter III, Project Description, and Section VII.G, Combination of Variants Currently under Consideration by the Project Sponsors. The Mission Bay FSEIR concluded that the environmental effects of the combination of Plan variants would be similar to those of the proposed Plan, and consequently, would not result in any new or substantially more severe significant effects identified in the Mission Bay FSEIR for the proposed project.



SOURCE: OCII, 2020

Warriors Hotel Addendum

Figure 1
Location Map and Project Site



The South Plan has been amended twice. The first amendment, in 2013, permitted residential use on Block 1 and permitted a previously approved hotel on Block 1 to have fewer rooms if a residential use was developed. The second amendment, in 2018, allowed the removal of a 0.3 acre parcel known as P20 from the Plan area, in conjunction with the City's approval of the Mission Rock mixed-use project on the Port of San Francisco's adjacent Seawall Lot 337.

The North and South OPAs incorporated into the Plans the mitigation measures identified in the Mission Bay FSEIR and adopted by the former Redevelopment Agency Commission at the time the Plans were approved.⁸ As authorized by the Plans, the former Redevelopment Agency Commission simultaneously adopted design guidelines and standards governing development, contained in companion documents, the Design for Development for the Mission Bay North Project Area (the "North D for D") and the Design for Development for the Mission Bay South Project Area (the "South D for D"), respectively.⁹ The San Francisco Board of Supervisors adopted the North D for D on October 26, 1998, and the South D for D on November 2, 1998.¹⁰ The South OPA, which is a development contract between the Mission Bay Master Developer and the former Redevelopment Agency, has been amended six times: the first amendment dated February 17, 2004, the second dated November 1, 2005, the third dated May 21, 2013, the fourth dated June 4, 2013, the fifth dated April 29, 2014, and the sixth dated July 26, 2018. The South D for D has been amended five times: on February 17 and March 16, 2004; on March 17 and November 3, 2015; and on June 5, 2018.

The Redevelopment Agency or OCII has prepared nine addenda to the Mission Bay FSEIR (completed between 2000 and 2013) for specific developments within Mission Bay that required additional environmental review of specific issues beyond those that were covered in the Mission Bay FSEIR. These addenda are as follows:

- The first addendum, dated March 21, 2000, analyzed the ballpark parking lots.
- The second addendum, dated June 20, 2001, addressed Infrastructure Plan revisions related to the 7th Street bike lanes and relocation of a storm drain outfall.
- The third addendum, dated February 10, 2004, addressed amendments to the South D for D with respect to the maximum allowable number of towers, tower separation, and required setbacks.
- The fourth addendum, dated March 9, 2004, addressed amendments to the South D for D with respect to the permitted maximum number of parking spaces for biotechnical and similar research facilities, and specified certain changes to the North OPA to reflect a reduction in permitted commercial development and associated parking.
- The fifth addendum, dated October 4, 2005, addressed revisions to the University of California San Francisco (UCSF) Long Range Development Plan and the Final Environmental Impact Report for the Long Range Development Plan.
- The sixth addendum, dated September 10, 2008, addressed revisions of the UCSF Medical Center at Mission Bay.

⁸ North and South OPAs, Attachment L.

⁹ Resolution No. 191-98 and Resolution No. 186-98, respectively.

¹⁰ Ordinance No. 327098 North and South OPAs, Attachment L and Ordinance No. 335-98, respectively.

- The seventh addendum, dated January 7, 2010, analyzed the development of a Public Safety Building on Mission Bay Block 8 to accommodate the headquarters of the San Francisco Police Department, relocation of Southern Police Station to the new building from the Hall of Justice, a new San Francisco Fire Department station, and adaptive reuse of historic Fire Station 30, along with parking for these uses.
- The eighth addendum, dated May 15, 2013, analyzed amendments to the South Plan and South OPA to allow a mix of hotel, residential, and retail uses on Block 1.
- The ninth addendum, dated May 30, 2013, addressed development on Block 7E for a facility housing extended stay bedrooms and associated facilities to support families of patients receiving medical treatment primarily at UCSF's medical facilities.

Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Approval Process and Final Subsequent Environmental Impact Report

On November 3, 2015, the Commission on Community Investment and Infrastructure certified the Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report ("Event Center FSEIR") for a multi-purpose event center ("Event Center") and a variety of mixed uses, including office, retail, open space, and structured parking.¹¹ On the same day, OCII approved a new Major Phase for Blocks 29-32 a Basic Concept Design/Schematic Design for Blocks 29-32 and amendments to the Mission Bay South Design for Development, Streetscape Plan and Signage Master Plan. On December 8, 2015, the San Francisco Board of Supervisors rejected an appeal of this certification of the Event Center FSEIR, and on November 29, 2016 the California Court of Appeal published *Mission Bay Alliance v. Office of Community Investment & Infrastructure*, 6 Cal. App. 5th 160 (Ct. App. 2016), upholding the certification of the Event Center FSEIR.

Successor Agency/Oversight Board Jurisdiction

The former San Francisco Redevelopment Agency, along with all 400 redevelopment agencies in California, was dissolved on February 1, 2012, by order of the California Supreme Court in a decision issued on December 29, 2011 (*California Redevelopment Association et al. v. Ana Matosantos*). On June 27, 2012, the California Legislature passed, and the Governor signed Assembly Bill (AB) 1484, a bill making technical and substantive changes to AB 26, which was the original bill that resulted in the dissolution of all redevelopment agencies. (Together, AB 26 and AB 1484 are referred to as "Redevelopment Dissolution Law," which is codified at California Health and Safety Code Sections 34161 – 34191.5). In response to Redevelopment Dissolution Law, the San Francisco Redevelopment Agency was dissolved and succeeded by the Successor Agency to the Redevelopment Agency of the City and County of San Francisco ("Successor Agency"), commonly known as the Office of Community Investment and Infrastructure (OCII). Pursuant to state and local legislation, the Successor Agency is governed by the Commission on Community Investment and Infrastructure, which is overseen by the Oversight Board on certain matters as set forth in the Redevelopment Dissolution Law.

On January 24, 2012, the Board of Supervisors of the City and County of San Francisco adopted Resolution No. 11-12 in response to the Supreme Court's December 29, 2011 decision upholding AB 26. On October 2, 2012, the Board of Supervisors adopted Ordinance No. 215-12 in response to the Governor's approval of AB 1484. Together, these two local laws ("Successor Agency Legislation") create the governing

¹¹ Planning Department Case No. 2014.1441E.

structure of OCII. Pursuant to the Successor Agency Legislation, the Commission on Community Investment and Infrastructure exercises certain land use, development and design approval authority for the Mission Bay North and Mission Bay South Plan areas (and other major development projects), and the OCII Oversight Board exercises certain fiscal oversight and other duties required under Redevelopment Dissolution Law. The State Department of Finance (DOF) retains authority over certain proposed transactions, including the authority to review all Oversight Board actions.

South Plan Area Development Controls

The primary development controls for the Mission Bay South Redevelopment Plan Area (“South Plan Area”) are the South Plan and the South D for D, which together specify development standards for Blocks 29-32, including standards and guidelines for height, setbacks, and lot coverage. In accordance with Redevelopment Dissolution Law, when the Board of Supervisors approved the South Plan in 1998, land use and zoning approvals within Mission Bay came under the jurisdiction of the former Redevelopment Agency, now OCII, as described above. Together, the South Plan and South D for D constitute the regulatory land use framework for the project site, and they supersede the San Francisco Planning Code, except as otherwise specifically provided in those documents and associated documents for implementing the Plans.

The infrastructure serving the South Plan Area is provided by the master developer, FOCIL-MB, LLC, consistent with the South OPA, including the Mission Bay South Infrastructure Plan (Attachment D to the South OPA). The South OPA includes triggers for the phasing of required infrastructure improvements based on adjacency, ratios, and performance standards to ensure that the master developer phases the required infrastructure to match the phasing of private development occurring on adjacent blocks.

In addition to the South Plan and South D for D, the other major development controls that apply to the project site include:

- Applicable mitigation measures included in the Event Center FSEIR (attached to this Addendum as Exhibit A);
- All other associated adopted plans and documents that apply in the South Plan Area under the Plan and South OPA, such as the 1999 Mission Bay Risk Management Plan, with amendments (including Article 22A of the San Francisco Health Code for analyzing soils for hazardous waste), Mission Bay South Streetscape Master Plan, and Mission Bay South Signage Master Plan; and
- Other adopted City plans and regulations that apply in the South Plan Area, such as the San Francisco Building Code; Chapter 7 of the San Francisco Environment Code, “Resource Efficiency Requirements,” and any engineering requirements applicable under City Code to the development.

Relevant portions of the South Plan and South D for D as they pertain to Blocks 29-32 are described below.

South Plan Development Controls for Blocks 29-32

In addition to providing overall planning objectives for the Plan area, the South Plan designates land uses for Blocks 29-32 as described below.

The South Plan assigns a land use designation of Commercial Industrial/Retail (Attachment 3 of the South Plan) to Blocks 29-32. The South Plan provides for either principal or secondary uses at this site. Principal uses are permitted in accordance with the Plan's provisions, and secondary uses are permitted provided that such secondary uses generally conform with redevelopment objectives and planning and design controls established pursuant to the Plan. The OCII Environmental Review Officer must make a determination that secondary uses make a positive contribution to the character of the Plan area, and that the secondary use "will provide a development that is necessary or desirable for, and compatible with, the neighborhood or the community."

The South Plan identifies the following principal uses under the Commercial Industrial/Retail land use designation applicable to Blocks 29-32: manufacturing, including office space and administrative uses associated therewith, software development and multimedia, medical and biotechnical research, and other types of manufacturing; institutions; retail sales and services; arts activities and spaces; office use; home and business services; animal care; wholesaling; automotive; and other uses (e.g., greenhouse, nursery, open recreation and outdoor activity areas, parking, walk-up facilities, and certain telecommunications-related facilities). The following secondary uses are permitted: certain institutions, assembly and entertainment, and other uses (public structure or use of a nonindustrial character).

The South Plan also describes general controls and limitations for development and sets limits on leasable square footages of various uses within defined zones within the Plan area, including for Blocks 29-32. The Plan sets a maximum floor area ratio of 2.9 to 1 for the Commercial Industrial and Commercial Industrial/Retail districts (excluding Zones B through D), while the maximum building height within the South Plan area is 160 feet. The South Plan further indicates that within the limits, restrictions, and controls established in the Plan, OCII is authorized to establish height limits of buildings, land coverage, density, setback requirements, design and sign criteria, traffic circulation and access standards and other development and design controls in the South D for D. Accordingly, the approved maximum building height on the project site, as established in the South D for D, is 90 feet (with the exception of an Event Center, which is not to exceed 135 feet) on the portion of the project site on Block 30, and is 160 feet on the portion of the project site on Block 29.

South Design for Development Controls for Blocks 29-32

The Mission Bay South D for D, a companion document to the South Plan, contains the design standards and design guidelines applicable to Blocks 29-32. The project site is within Height Zone-5, which specifies that 10 percent of the developable area (within the entire height zone) may be occupied by a maximum of four towers up to 160 feet in height (two of which must be on Blocks 29 or 31), and the remaining 90 percent of the development could be at a maximum of 90 feet (with the exception of an Event Center, which is not to exceed 135 feet). Within Height Zone-5, Blocks 29-32 are subject to additional restrictions in that no towers are allowed on Blocks 30 or 32.

Existing Conditions

Before 1998, Mission Bay was characterized by low-intensity industrial development and vacant land. Since adoption of the Plans in 1998, Mission Bay has undergone redevelopment into a mixture of residential, commercial (light industrial, research and development, labs and offices), retail, and educational/institutional uses and open space. As of May 2020, 5,908 housing units (including 1,310 affordable units) of the planned 6,514 housing units within Mission Bay (roughly 91 percent) are

complete, with another 152 affordable units under construction. Regarding office and laboratory space, approximately 3.1 million square feet of the planned 3.5 million square feet in the overall Mission Bay Plans area (approximately 88 percent) is complete. Approximately 539,000 of the 560,000 planned Leasable square feet of retail space (approximately 96 percent) is also complete, and the new Golden State Warriors' Event Center has been constructed on the current project site. Twenty-three acres of parks and open space of the planned 41 acres within Mission Bay are complete (approximately 57 percent) with 7 acres under construction and 10 acres planned. The South Plan area also includes the new University of California-San Francisco Medical Center and associated development.

Blocks 29-32

As shown in Figure 1, the project site consists of Assessor's Block 8722, Lot 025. The project site is bounded by Warriors Way (previously South Street) to the north, the existing Event Center to the south, an office tower on Block 29 to the west, and Terry A. François Boulevard to the east. The site is currently occupied by a retail component of the Event Center development.

Project Description

Project Characteristics

The proposed project consists of policy changes and new construction. The project sponsor (GSW Hotel LLC) is seeking policy changes including:

- amendment of the South Plan to permit Hotel (including associated uses such as retail, banquet, and meeting rooms) and Residential uses on the project site, allocate up to 21 dwelling units to Blocks 29-30, increase the number of hotels permitted in the South Plan area, increase the total number of hotel rooms permitted in the South Plan area and allocate the increase of 230 hotel rooms to Blocks 29-30, increase the total leasable square footage of retail space from 335,000 to 400,000, and increase the total City-serving retail on Blocks 29-32 and 36 in Zone A from 20,700 leasable square feet to 85,700 leasable square feet and allocate the increase, i.e., 65,000 of such leasable square feet, to Blocks 29-32. The increased retail square footage includes retail areas that were previously approved but excluded from the calculation of retail square footage under the South Plan definition of Gross Floor Area and outdoor retail areas that will be partially enclosed or covered;
- amendment of the South D for D to permit the building's height, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building's bulk, confirm that the users of Blocks 29-32 will share loading spaces, amend requirements for architectural projections, and other conforming amendments and clarifications;
- amendment of the previously approved Major Phase Application for Blocks 29-32; and
- approval of a Basic Concept Design/Schematic Design.

The proposed project as set forth in the proposed Basic Concept/Schematic Design application would construct a new, 160-foot-tall mixed-use hotel, residential and retail building consisting of approximately 160,000 gross square feet (gsf) of hotel space (including associated uses such as a ballroom, meeting

rooms, and a fitness center); 85,000 gsf of residential space; and up to 25,000 gsf of retail space. The proposed project would include a hotel with up to 129 rooms and up to 21 dwelling units. However, the proposed amendments to the South Plan and the South D for D would permit future revisions to the proposed Basic Concept/Schematic Design to allow for a hotel with as few as 129 rooms or as many as 230 rooms, and as few as zero (0) dwelling units or as many as 21 dwelling units, provided that the total area of hotel and residential uses combined would not exceed approximately 245,000 gsf. The project variant analyzed herein includes 230 hotel rooms and 0 dwelling units. Both the proposed project and any project variant with a different number of hotel rooms or dwelling units would also include up to approximately 25,000 gsf of retail space. This retail space would replace approximately 25,000 gsf of retail space that currently exists on the project site, resulting in no net new retail area on the project site from the construction of the proposed building. In addition, the increase in the total retail area on Blocks 29-32 caused by partially enclosing or covering approximately 6,300 gsf of certain existing patios would result in a total of approximately 117,200 gsf of retail area on Blocks 29-32, which is below the 125,000 gsf of retail studied in the Event Center FSEIR. **Table 1** below depicts the proposed retail areas in relation to the retail areas analyzed in the Event Center FSEIR.

**TABLE 1
BLOCKS 29-32 RETAIL AREA SUMMARY**

Retail Area	Size
Total Blocks 29-32 Retail area analyzed in 2015 Event Center FSEIR	125,000 gsf
Total Blocks 29-32 as-built Retail areas	110,853 gsf
Patios to be partially enclosed or covered thereby converted to Retail*	6,298 gsf
Total Blocks 29-32 as-built Retail areas, including patios to be enclosed or covered	117,151 gsf
Existing Retail areas to be demolished for proposed project/project variant**	(25,044) gsf
Approximate maximum proposed project/project variant Retail area***	25,000 gsf
Total Blocks 29-32 Retail area after construction of proposed project/project variant, including patios to be enclosed or covered****	117,107 gsf

NOTES: gsf = gross square feet

* Space 11 (2,627 gsf), 14 (956 gsf), 23 (2,139 gsf) and 29 (576 gsf) patios to be partially enclosed or covered.

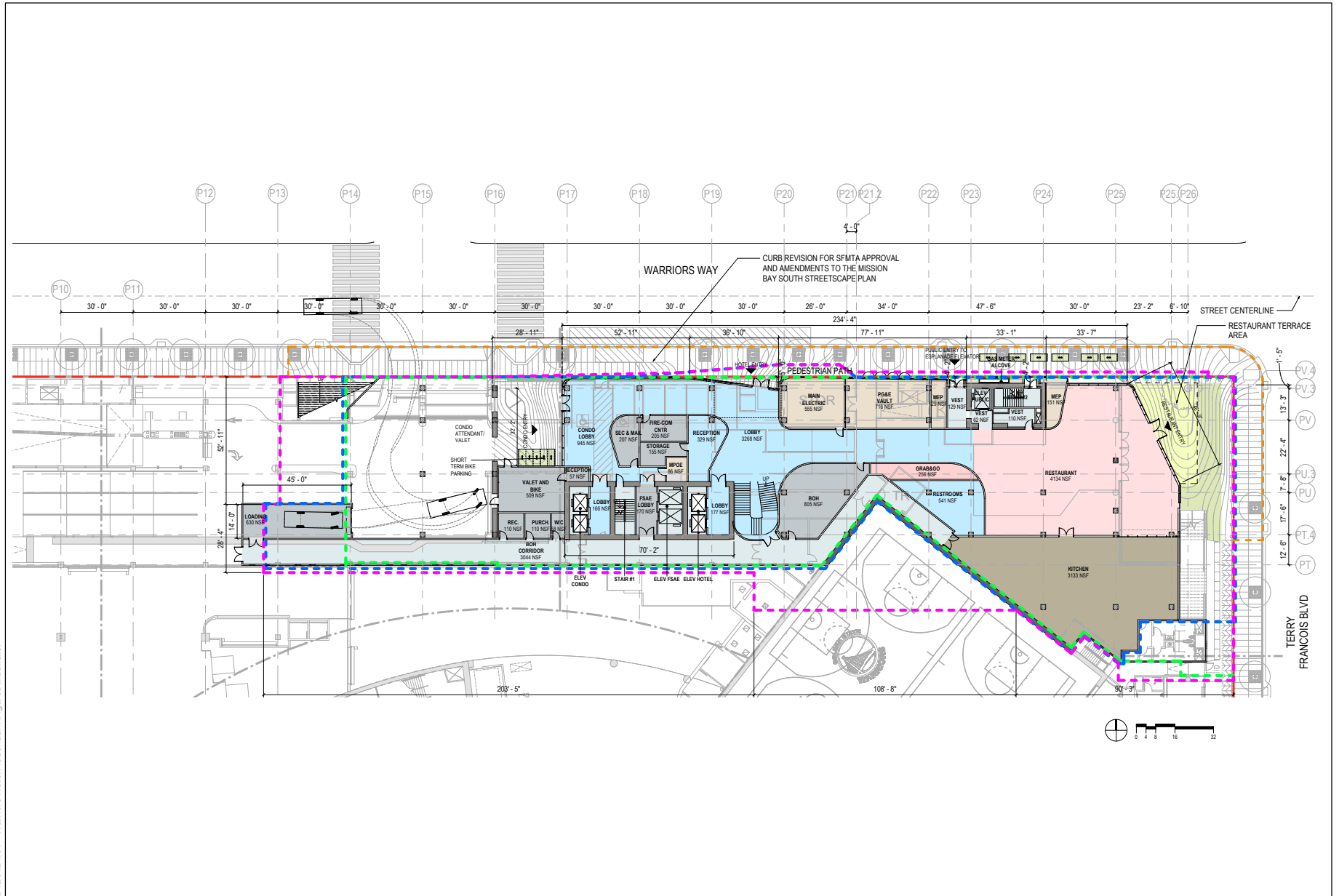
** South Street Esplanade (5,277 gsf) and Northeast Corner (19,767 gsf) Retail areas.

*** Includes restaurant, bar, grill, café, spa, and sundry Retail areas.

**** Uses that are ancillary to the Hotel use, such as the ballroom, meeting areas, and fitness center, are included in the total Hotel area, not the Retail area.

The proposed ground floor plan is presented in **Figure 2** and building section is shown in **Figure 3**.

The 13-story building would consist of a seven-story, 84-foot-tall podium with a 6-story tower above, with a maximum height of 160 feet (not including rooftop mechanical enclosures). Four stories would be devoted to hotel rooms, five stories to condominiums, and four stories to amenities (e.g., spa and fitness, meeting rooms, retail). The building would also include a 20-foot-tall screened mechanical penthouse; the roof of the mechanical penthouse would be a maximum of 180 feet above street elevation. **Table 2** presents the proposed project and variant characteristics.



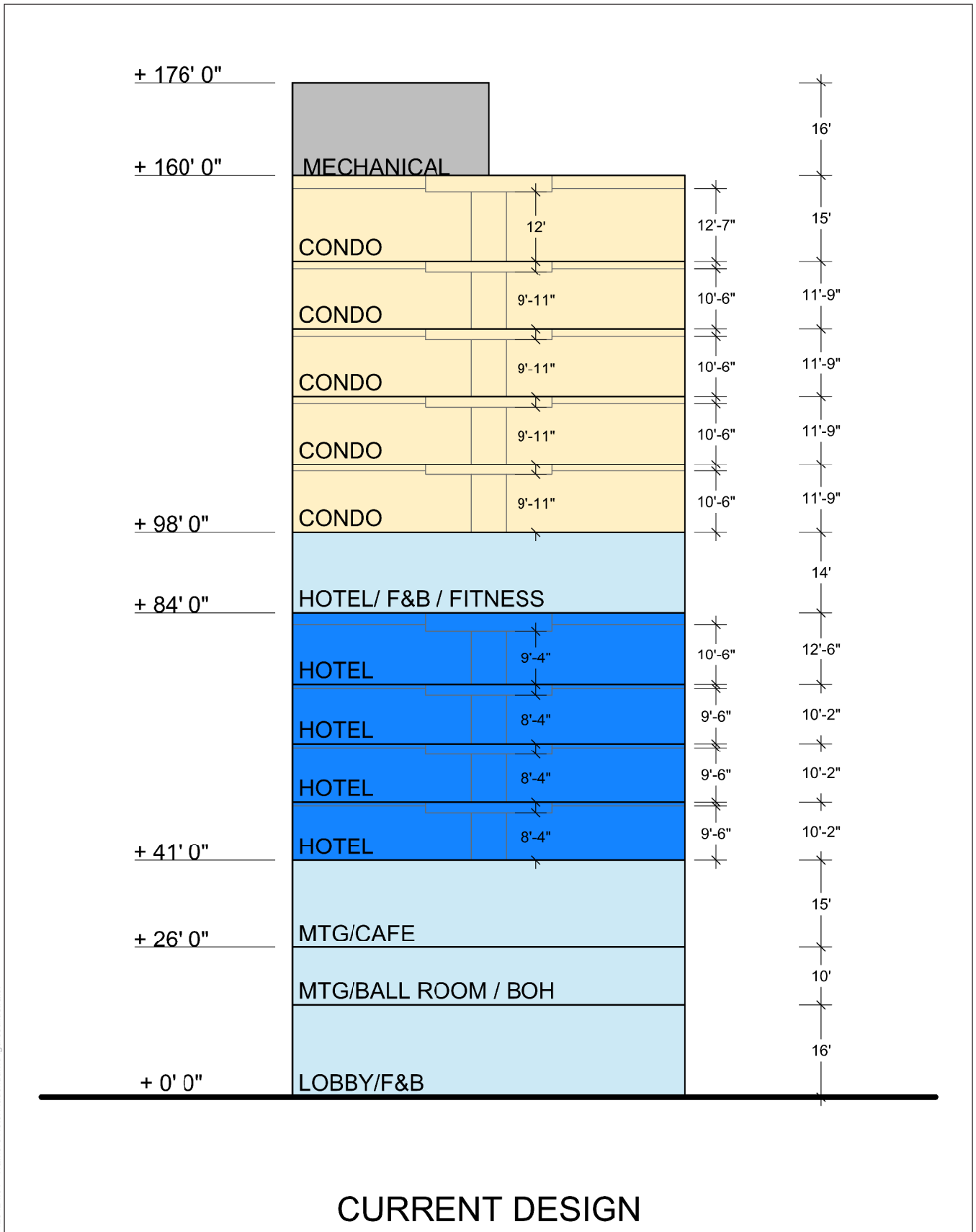
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SOURCE: Gensler, 2020

Warriors Hotel Addendum

Figure 2
Ground Floor Plan





CURRENT DESIGN

SOURCE: Gensler, 2020

Warriors Hotel Addendum

Figure 3
Building Section



**TABLE 2
PROJECT AND PROJECT VARIANT CHARACTERISTICS**

Proposed Uses	Project	Project Variant
Hotel	Up to 160,000 gsf / 129 rooms	Up to 245,000 gsf / 230 rooms
Residential	Up to 85,000 gsf / 21 units	0 gsf / 0 units
Retail	Up to 25,000 gsf	Up to 25,000 gsf
Total Building	270,000 gsf	270,000 gsf
Open Space	TBD	TBD
Parking Spaces	No parking required ^a	No parking required ^a
Bicycle Parking Spaces	37 ^b	33 ^c
Commercial Loading Spaces	1 ^d	1 ^d
Tour Bus Loading Spaces	0	1 ^e
Number of Stories	13	13
Height	180 feet maximum tower height ^f 84 feet podium height	180 feet maximum tower height ^f 84 feet podium height

NOTES: gsf = gross square feet

^a 923 parking spaces were constructed as part of Event Center. Hotel/residential allocation through private agreement among users would reduce the number of parking spaces to 907.

^b 22 short-term spaces (Class II) and 15 Class I long-term spaces (i.e., lockable).

^c 27 Class II spaces and 6 Class I spaces.

^d One loading space provided as part of the proposed project and project variant. Additional loading spaces available in the existing Event Center garage and shared with the other uses of Blocks 29-32.

^e Located along the south side of Warriors Way

^f 160-foot-tall building plus 20-foot-tall mechanical penthouse.

SOURCE: GSW Hotel LLC, 2020

Circulation, Parking, and Loading

The project site is located on the corner of Warriors Way and Terry A. François Boulevard, both of which would provide vehicular access to the project site. Pedestrian access to the proposed building would be provided through condominium and hotel lobbies on Warriors Way and a restaurant entry on Terry A. François Boulevard. No new parking would be provided on-site. Project residents and hotel guests would have access to the adjacent Event Center garage, based on parking space availability, which has an entrance at 99 Warriors Way, while project visitors would generally park at the off-site parking structure on the north side of the street, at 450 Warriors Way.

The project sponsor is intending to request that SFMTA designate 100 feet of the existing 240-foot-long white zone on the south side of Warriors Way as an accessible passenger drop-off and pick-up area for the use of hotel guests and residents. The white zone would include a 20-foot-long accessible aisle, which would encroach five feet from the curb onto the existing sidewalk; about 7.5 feet would remain available for pedestrian access. The white zone would be extended by 30 to 50 feet under the project variant and two 20-foot-long accessible aisles would be provided. The project variant would also accommodate one 45-foot-long tour bus loading space on the south side of Warriors Way. No other changes to the existing sidewalk or driveway configuration would be undertaken as part of the proposed project or variant.

Commercial loading would be provided in a minimum 35-foot-long by 10-foot-wide on-site loading space accessible from Warriors Way. If the loading space is occupied, additional vehicles would need to use the existing loading spaces available at the Event Center underground dock or nearby on-street loading

spaces. An existing 140-foot-long zone yellow zone is located on the south side of Warriors Way, adjacent to the project site and near the intersection of Terry François Boulevard. Additional loading space capacity for vehicles longer than 30 feet is also available at the Event Center underground dock, which is accessible from 16th Street.

Bicycle Parking

Fifteen Class I bicycle parking spaces would be provided in a secure room inside the residential building under the proposed project, while 22 Class II bicycle parking racks would be provided near the residential entrance (10 spaces) and the hotel entrance (12 spaces). The project variant would provide six Class I bicycle parking spaces and 27 Class II parking racks.

Open Space, Landscaping, and Streetscape Improvements

The building will have an open terrace on the 2nd, 7th, and 13th floors. Existing street trees planted as part of the Event Center project would either be retained or replaced with additional plantings or an in-lieu fee payment during construction of the proposed project.

Infrastructure Improvements

Public utility infrastructure that would serve the proposed project, including sewer, storm drain, high/low-pressure water, recycled water, gas, electric, and telecommunication systems, is complete and installed under Warriors Way. Connections between utility systems and new building services would be made, in most cases, where the building frontage meets street frontage.

Transportation Management Plan

As part of the Event Center project, the project sponsor prepared and implemented a Transportation Management Plan (TMP). The TMP is a management and operating plan to facilitate multimodal access at the event center during project operation. The TMP includes various management strategies designed to reduce use of single-occupant vehicles, minimize conflicts between modes in the project vicinity, and to increase the use of rideshare, transit, bicycle, and walk modes for trips to and from the project site. The TMP program was developed by the project sponsor in consultation with SFMTA, OCII, and the Planning Department. The TMP will be expanded to address the new land uses under the proposed project or variant (residential and hotel) that were not included in the Event Center project.

Sustainability

The proposed development would be subject to a number of sustainability requirements, including the California CalGreen Code, City of San Francisco Green Building Code, and the South D for D.

Construction

Construction of the proposed project is expected to begin in summer 2021 and conclude in spring 2023. Construction activities would include, but not be limited to: site demolition of existing structures; construction of the proposed building; minor trenching for utility connections; interior finishing; and exterior hardscaping and landscaping improvements. No excavation for foundations will be required because the building would be supported by the existing sitewide foundation system constructed as part of the Event Center project.

All construction activities would be conducted within allowable construction requirements permitted by City code. The project would also be subject to the Mission Bay Good Neighbor Policy, which limits extreme noise-generating activities in Mission Bay from Monday to Friday from 8:00 a.m. to 5:00 p.m.¹²

Approvals Required

Prior Approvals for Blocks 29-32

The first Major Phase Application for Blocks 26-34 was submitted by salesforce.com to the Redevelopment Agency and approved on September 20, 2011. On October 9, 2015, salesforce.com transferred Blocks 29-32 to its current owner, GSW Arena LLC (“GSW”). GSW submitted a Major Phase Application (the “Blocks 29-32 Major Phase”) on December 10, 2014, and it was approved on November 3, 2015. All elements of the Blocks 29-32 Major Phase have been completed. The proposed project would revise the 2015 Major Phase Application for Blocks 29-32.

Anticipated Approvals for Blocks 29-32

Project approvals or permits from the following agencies for construction or long-term operation are anticipated at this time (approving body in parentheses):

- Amendments to the Mission Bay South Redevelopment Plan to permit Hotel and Residential uses on the project site, allocate up to 21 dwelling units to Blocks 29-30, increase the number of hotels permitted in the South Plan area, increase the total number of hotel rooms permitted in the South Plan area and allocate the increase of 230 hotel rooms to Blocks 29-30, increase the total leasable square footage of retail space from 335,000 to 400,000, and increase the total City-serving retail on Blocks 29-32 and 36 in Zone A from 20,700 leasable square feet to 85,700 leasable square feet and allocate the increase, i.e., 65,000 of such leasable square feet, to Blocks 29-32 (OCII Commission and Board of Supervisors);
- Amendments to the Mission Bay South Owner Participation Agreement to increase the number of residential units in the South Plan area and allocate up to 21 residential units to Blocks 29-30, increase the number of hotels in the South Plan area and allocate up to 230 hotel rooms to Blocks 29-30, increase the leasable square feet of retail in the South Plan area and allocate 65,000 leasable square feet of such retail to Blocks 29-32, provide for certain fees to be paid for the maintenance of park P22, and provide for the payment of certain impact fees to fund affordable housing and for implementation of certain small business and first source hiring policies in connection with the development on Blocks 29-30 (OCII Commission, Oversight Board and DOF);
- Amendments to the Mission Bay South Design for Development to permit the building’s height, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building’s bulk, confirm loading requirements that allow the users of Blocks 29-32 to share loading spaces, amend requirements for architectural projections, and other conforming amendments and clarifications (OCII Commission);

¹² The Mission Bay Good Neighbor Policy specifies that pile driving or other noise generating activity (80 dBA at a distance of 100 feet) shall be limited to 8:00 am to 5:00 pm, Monday through Friday. No pile driving or other extreme noise generating activity is permitted on Saturday, Sundays and holidays. Requests for pile driving on Saturdays may be considered on a case by case basis by OCII with approval at the sole discretion of the OCII Environmental Review Officer.

- Amendment of the Major Phase Application for Blocks 29-32 (OCII Commission);
- Approval of a Basic Concept/Schematic Design for the project (OCII Commission);
- Approval of a General Plan Referral (Planning Commission); and
- Approvals for connections to infrastructure systems, including water supply, fire flow, recycled water, stormwater, and wastewater systems (San Francisco Public Utilities Commission)

Analysis of Potential Environmental Impacts

California Environmental Quality Act (CEQA) Guidelines Section 15162 requires the lead agency to examine subsequent project activities to determine what additional environmental review, if any, is required. If the lead agency finds that under the criteria set forth in CEQA Guidelines Section 15162 that no subsequent environmental review is required, then the agency can approve the subsequent activities as being within the scope of the EIR and no additional environmental documentation is required. OCII is using this addendum to document its finding under Section 15162 that no subsequent EIR is required. In conjunction with this addendum, OCII will, through the accompanying Mitigation Monitoring and Reporting Program (“MMRP”), incorporate mitigation measures in the Event Center FSEIR, updated as applicable to reflect current San Francisco CEQA practice.

Since certification of the Event Center FSEIR, no other conditions described in Section 15162 calling for preparation of a subsequent EIR have occurred. Specifically, no substantial changes have been made to the project, no substantial changes have occurred in the circumstances under which the South Plan or Event Center would be undertaken, and no new information of substantial importance has emerged that would result in one or more significant effects not discussed in the Event Center FSEIR or an increase in any significant effects previously disclosed.

As summarized below, the analysis of the proposed project did not identify any new significant environmental effects or substantial increases in the severity of previously identified significant effects that affect the conclusions in the Event Center FSEIR. With the exception of the South Plan, South D for D, and South OPA amendments described above, the project would be in compliance with the South Plan, South D for D, and other documents that control development and use of sites within Mission Bay. Accordingly, the analysis below is limited to the topics where the proposed amendments to land use controls and associated potential development under the project could create new or substantially more severe impacts not previously analyzed in the Event Center FSEIR. As part of the project analysis, transportation, wind, and shadow assessments were completed to identify any potential impacts other than those projected in the Event Center FSEIR.

Land Use

Summary of Land Use Impacts in Event Center FSEIR

The land use significance criteria were addressed in the Event Center FSEIR in the Plans and Policies section and the Event Center FSEIR Initial Study Land Use section (FSEIR Volume 3—Appendices). Relevant information from these sections is summarized below.

While the Mission Bay FSEIR provided CEQA environmental analysis for the entire Mission Bay program, it divided the Plan area into subareas to facilitate the analysis. Blocks 29-32 are within the East Subarea (the area bounded by Terry A. François Boulevard, Mariposa Street, 3rd Street, and Mission Bay

Boulevard South). Development of this subarea was assumed to include commercial industrial and office; entertainment-oriented, neighborhood- and City-serving retail; and public open space land uses. Buildings in the subarea would be allowable up to 90 feet in height, with 7 percent of the developable area allowable up to 160 feet high (along 3rd Street). Buildings along the future realigned Terry A. François Boulevard would be restricted to 90 feet in height.

The Event Center FSEIR Initial Study Land Use section characterized existing land uses present within and near the South Plan area at that time. At the time of preparation of the Event Center FSEIR, Blocks 29-32 had been subject to grading, some excavation, and construction of paved surface parking lots. The Event Center FSEIR found that the Event Center project would be incorporated within the established street plan, including realignment of Terry A. François Boulevard, and would not create an impediment to the passage of persons or vehicles. The project design would not include any physical barriers or obstacles to circulation that would restrict existing patterns of movement between the project site and the surrounding neighborhood. To the contrary, the project would include a number of features designed to encourage and promote public access and circulation. The project would be adjacent to the UCSF Mission Bay campus but would not physically divide the campus. The Event Center FSEIR Initial Study Land Use section thus concluded that the project would not physically disrupt or divide an established community.

The Event Center FSEIR Initial Study Land Use section determined that the Event Center project would not obviously conflict with applicable land use plans or policies, including the San Francisco General Plan, with San Francisco Municipal Code provisions that apply to the project, or with the South Plan. The project also would be generally consistent with the major development standards of the South D for D. However, due to the unique nature of the event center component of the project, the sponsor intended to seek OCII approval of variations or amendments to some of these standards, including increasing the allowable height for the Event Center in Height Zone 5, allowing more towers in Height Zone 5, and reducing the minimum tower separation between a tower and the Event Center.

The Event Center FSEIR Plans and Policies section found that the South Plan and South D for D documents would constitute the regulatory land use framework for Blocks 29-32, and would supersede the City's Planning Code (except where indicated in those implementing documents). Furthermore, the Event Center project's consistency with the South Plan would ensure that the Event Center project would not obviously or substantially conflict with San Francisco General Plan goals, policies, or objectives. In addition, the project would not substantially conflict with regional plans or policies, including *Plan Bay Area*, the 2010 Clean Air Plan, *San Francisco Bay Plan*, and the *San Francisco Basin Plan*.

As part of the project approval process, OCII, the San Francisco Planning Commission, and other relevant regulatory agencies determined that the project would be consistent with their respective plans as applicable to the project. Thus, the project would have a less-than-significant impact with regard to conflicts with land use plans, policies, or regulations adopted for the purpose of avoiding or mitigating an environmental effect.

The Event Center FSEIR also acknowledged that certain development activities proposed within Blocks 29-32 would be subject to applicable regional, State and/or federal permitting authority. The Event Center FSEIR analyzed the physical environmental impacts of potential policy conflicts for specific environmental topics in the respective sections of the Event Center FSEIR.

The Event Center FSEIR determined that the construction and operation of an event center, office and retail uses, parking facilities, and open space areas would be generally consistent with the previously

proposed uses for the site, such that no new or more severe conflicts with land use character would occur. The proposed event center uses are considered “nighttime entertainment uses” and would be similar to the secondary “nighttime entertainment” uses previously analyzed in the Mission Bay FSEIR. Once completed, the project would function as a destination site, with an intensification of use during events. On event days, the project’s event component would attract spectators/attendees, as well as additional visitors to the other restaurant and retail uses. Similar to operation of such uses in proximity to Oracle Park during a Giants game, local restaurants, retail businesses, and open spaces would be more heavily patronized than under existing conditions, but they would continue to operate as intended. The Event Center FSEIR concluded the project would not have a significant impact upon the existing land use character.

In conclusion, the Event Center FSEIR identified no significant impacts on land use from the Event Center project.

Project Analysis

The project site now consists of the completed Event Center and office towers. The proposed building would be constructed on the northeast corner of the Event Center site in an area currently occupied by retail uses. As analyzed in the Event Center FSEIR, the Event Center is incorporated within the established street plan and does not create an impediment to the passage of persons or vehicles. The Event Center does not include any physical barriers or obstacles to circulation that would restrict existing patterns of movement between the proposed project site and the surrounding neighborhood. Replacement of the existing structures on the project site with the proposed building would not result in a physical impediment to existing pedestrian circulation as pedestrian access would not be restricted as a result of the project—the pedestrian pathway along the esplanade around the northeastern elevation of the Event Center would remain substantially unchanged. Therefore, the proposed project or variant would not physically disrupt or divide an established community.

The proposed project would include a mix of hotel, residential, and retail uses (the project variant would not include residential uses). These uses are permitted in the South Plan area, but the proposed Hotel and Residential uses would require an amendment of the South Plan to allow such uses on the project site. A 250-room hotel is currently under construction on Block 1, located at 3rd and Channel streets, with expected completion in fall 2020.¹³ The original plan for Block 1 included a 500-room hotel, but the South Plan was amended in 2013 to also allow for a 350-unit housing development and a smaller, 250-room hotel on Block 1 if housing units were developed there. The proposed project would thus require an amendment to the South Plan to increase the number of hotels permitted in the South Plan area and to permit up to 230 hotel rooms on Blocks 29-30.¹⁴ The South Plan would also be amended to allocate up to 21 dwelling units to Blocks 29-30.

The proposed policy changes include increasing the total amount of Leasable square feet of retail in the South Plan and allocating the increase to Blocks 29-32 to account for existing retail areas that were previously analyzed in the Event Center FSEIR and built as part of the Event Center project, but which were excluded from the total leasable square footage of retail uses under the South Plan definition of

¹³ According to the January 9, 2020, Mission Bay Citizens Advisory Committee Agenda, the Block 1 hotel is seeking revisions to interior layout that would divide suites into separate hotel rooms, allowing for a maximum of 50 additional hotel rooms, thereby increasing the hotel room count on Block 1 from 250 to 300.

¹⁴ The Block 1 hotel has also submitted an application to OCII to amend the South Plan to increase the number of hotel rooms on Block 1 from 250 to 300. The CEQA analysis of the increase from 250 to 300 hotel rooms on Block 1 is analyzed separately; see the forthcoming Block 1 Note to File for more information.

Gross Floor Area. This will allow for greater flexibility in the use and leasing of these spaces, as restrictions on the maximum size and the types of retail uses that are permitted in these spaces would be removed. In addition, the increase in the total Leasable square feet of retail on Blocks 29-32 will include approximately 6,300 square feet of certain existing outdoor areas that will be partially enclosed or covered.¹⁵ The result of increasing the total Leasable square feet of retail uses on Blocks 29-32 in the South Plan to account for existing but previously excluded retail areas as well as certain existing patios that will be partially enclosed or covered, is equal to a total of approximately 117,200 gsf of retail area on Blocks 29-32, which is below the 125,000 gsf of retail studied in the Event Center FSEIR. In addition, both the proposed project and any project variant with a different number of hotel rooms or dwelling units would also include up to approximately 25,000 gsf of retail space; however, this retail space would replace approximately 25,000 gsf of retail space that currently exists on the project site, resulting in no net new retail area on the project site from the construction of the proposed building.

As noted above, the recently completed Event Center functions as an entertainment destination site, with intensification of use during events held at the Event Center. On event days, the Event Center attracts spectators/attendees and additional visitors to restaurant and retail uses. It is likely that the addition of a hotel/condominium building on the project site would provide for convenient access to events at the Event Center for patrons and residents, as well as to the associated retail/restaurant uses, even on non-event days. The hotel would provide additional publicly accessible space in the lobby, restaurant, and rooftop terraces. The proposed building would not adversely alter the land use character of the project site as an entertainment and retail destination.

Approval of the proposed amendments to the South Plan and South D for D regarding new proposed Hotel and Residential land uses and increased Leasable square footage of retail uses at the project site, and other associated amendments described above under "Anticipated Approvals for Blocks 29-32" would ensure that the proposed project or variant would not have any new or substantially more severe effects than those identified in the Event Center FSEIR related to conflict with land use plans or policies adopted for the purpose of avoiding or mitigating an environmental effect.

In conclusion, the proposed project or variant would not result in any new or substantially more severe land use impacts than were identified in the Event Center FSEIR.

Transportation and Circulation

Summary of Transportation Impacts in Event Center FSEIR

The Event Center FSEIR assumed that the project site would be developed with a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking and included such development as part of the overall transportation analysis. The Event Center FSEIR also assumed a changes in the street network, including the realignment of Terry A. François Boulevard between South Street (recently renamed as Warriors Way) and 16th Street; the reduction of travel lanes on Warriors Way, which provides direct access to the project site, from four to two to accommodate on-street parking; and the extension of 16th Street from Illinois Street to Terry A. François Boulevard with

¹⁵ Note that for the purposes of this analysis, the total Leasable square feet of outdoor area to be partially enclosed or covered and thus converted to retail is assumed to be equivalent to the total gross square feet (gsf) of such area. See Table 1, Blocks 29-32 Retail Area Summary, for more information.

buffered bicycle lanes on both sides of the street; and associated changes to intersection controls. All of these street network changes have been completed.

The Event Center FSEIR found significant, unavoidable impacts at a number of intersections and freeway ramps (even with incorporation of Mitigation Measures M-TR-2a: Additional PCOs during Events; M-TR-2b: Additional Strategies to Reduce Transportation Impacts; M-TR-11a: Additional PCOs during Overlapping Events, M-TR-11b: Participation in the Ballpark/Mission Bay Transportation Coordinating Committee, M-TR-11c: Additional Strategies to Reduce Transportation Impacts of Overlapping Events, M-TR-18: Auto Mode Share Performance Standard and Monitoring, and Mission Bay FSEIR Mitigation Measure E.47: Transportation System Management Plan), and on regional transit service (Caltrain, the San Francisco Bay Area Water Emergency Transportation Authority [WETA], and Golden Gate Transit) (with incorporation of Mitigation Measures M-TR-5a: Additional Caltrain Service, M-TR-5b: Additional North Bay Ferry and/or Bus Service, M-TR-13: Additional Muni Transit Service during Overlapping Events, and M-TR-14: Additional BART Service to the East Bay during Overlapping Events). The Event Center FSEIR found that the impacts related to pedestrian circulation and UCSF helipad operations to be less than significant with mitigation (Mitigation Measures M-TR-6: Active Management of Pedestrian Flows and the Intersection of Third/South, M-TR-22: Provide Safe Pedestrian Access to Adjacent Transit and Parking Facilities and Monitoring, M-TR-9a: Crane Safety Plan for Project Construction, and M-TR-9d: Event Center Exterior Lighting Plan). The Event Center FSEIR found that the impacts related to local transit service (Muni), bicycle circulation, loading conditions, emergency vehicle access, and transportation-related construction to be less than significant. The Event Center FSEIR identified cumulative significant, unavoidable impacts at a number of intersections and freeway ramps, and on regional transit service (Bay Area Rapid Transit [BART], Caltrain, WETA, and Golden Gate Transit). The Event Center FSEIR found that the cumulative impacts related to local transit service (Muni), pedestrian circulation, and UCSF helipad operations to be less than significant with mitigation. The Event Center FSEIR found cumulative impacts related to bicycle circulation, loading conditions, and transportation-related construction to be less than significant.

Because construction activities associated with the Event Center were found to be temporary and limited in duration, and required to be conducted in accordance with City requirements, construction-related ground transportation impacts were found to be less than significant. Regardless, implementation of Improvement Measure I-TR-1: Construction Management Plan and Public Updates, was recommended to further reduce less than significant impacts related to construction activities.

Travel Demand

As noted previously, the Event Center FSEIR assumed that the project site would be developed with a multi-purpose event center and a variety of mixed uses, including office, retail, open space and structured parking. It did not include the land uses associated with the proposed project or the project variant (see Appendix A, Transportation Assessment for Golden State Warriors Esplanade Hotel Project). In order to assess the potential transportation impacts of these additional land uses, a comparison of travel demand between the approved Event Center FSEIR land uses and the proposed project land uses was conducted. The comparison focuses on a weekday, which is when the Event Center site would generate the maximum number of trips. Similarly, the weekday p.m. peak hour represents the typical commuter period and it is used to assess potential transportation impacts in San Francisco. **Table 3** presents the daily and p.m. peak-hour travel demand comparisons.

As shown in Table 3, the proposed project total person trips represent an increase of about 3 percent (p.m. peak hour) to 5 percent (daily) when compared to no event conditions for the Event Center FSEIR, and an increase of 2 percent (daily) to 3 percent (p.m. peak hour) when compared to basketball game day conditions. Similarly, the proposed project vehicle trips represent an increase of about 4 percent (p.m. peak hour) to 5 percent (daily) when compared to no event conditions for the Event Center FSEIR, and an increase of 2 percent (daily) to 3 percent (p.m. peak hour) when compared to basketball game day conditions.

**TABLE 3
EVENT CENTER AND PROPOSED PROJECT/VARIANT WEEKDAY TRAVEL DEMAND COMPARISON**

	Weekday Daily		Weekday PM Peak Hour	
	Proposed Project	Project Variant	Proposed Project	Project Variant
Total Person Trips				
Event Center – No Event	26,998		2,796	
Event Center – Basketball Game	58,538		3,859	
Proposed Project/Variant	1,303	1,933	97	138
% of Proposed Project over No Event	5%	7%	3%	5%
% of Proposed Project over Basketball Game	2%	3%	3%	4%
Vehicle Trips				
Event Center – No Event	6,990		702	
Event Center – Basketball Game	13,691		886	
Proposed Project/Variant	337	506	25	36
% of Proposed Project over No Event	5%	7%	4%	5%
% of Proposed Project over Basketball Game	2%	4%	3%	4%
Transit Trips				
Event Center – No Event	6,896		881	
Event Center – Basketball Game	19,627		1,625	
Proposed Project/Variant	366	480	29	37
% of Proposed Project over No Event	5%	7%	3%	4%
% of Proposed Project over Basketball Game	2%	2%	2%	2%
SOURCES: Event Center FSEIR; Advant Consulting				

The proposed project transit trips represent an increase of 3 percent (p.m. peak hour) to 5 percent (daily) compared to no event conditions for the Event Center FSEIR, and an increase in daily and p.m. peak hour trips of 2 percent when compared to basketball game day conditions.

The project variant person, vehicle, and transit trips represent a relative higher increase compared to the proposed project under all scenarios.¹⁶ Daily increases in person, vehicle and transit trips under no event conditions would be about 7 percent, while increases during event conditions would be about 2 to

¹⁶ As described in the transportation memorandum prepared by Advant Consulting, Transportation Assessment for Golden State Warriors Esplanade Hotel Project, May 1, 2020, attached as an appendix to this Addendum, under the project variant, the number of hotel rooms could increase from 129 (as currently proposed in the project) to 181 rooms without any reductions in the number or size of the residential units, and would remain below the maximum travel demand estimated for the project variant. Thereafter, any further increase in the number of hotel rooms would require a one-to-one ratio reduction of the number of residential bedrooms to remain within the travel demand described above for the project variant.

4 percent. The relative increase in the number of trips during the p.m. peak hour under the project variant would be lower than the increase in daily trips under both event and no event conditions, with amounts closer to the proposed project and a maximum value of 5 percent.

Project Analysis

CEQA Section 21099(b)(1) requires that the State Office of Planning and Research (OPR) develop revisions to the CEQA Guidelines establishing criteria for determining the significance of transportation impacts of projects that “promote the reduction of greenhouse gas emissions, the development of multimodal transportation networks, and a diversity of land uses.” CEQA Section 21099(b)(2) states that upon certification of the revised guidelines for determining transportation impacts pursuant to Section 21099(b)(1), automobile delay, as described solely by level of service or similar measures of vehicular capacity or traffic congestion shall not be considered a significant impact on the environment under CEQA.

In January 2016, OPR published for public review and comment a Revised Proposal on Updates to the CEQA Guidelines on Evaluating Transportation Impacts in CEQA recommending that transportation impacts for projects be measured using a vehicle miles traveled (VMT) metric.¹⁷ On March 3, 2016, based on compelling evidence in that document and on the City’s independent review of the literature on level of service and VMT, the San Francisco Planning Commission adopted OPR’s recommendation to use the VMT metric instead of automobile delay to evaluate the transportation impacts of projects (Resolution 19579). (Note: the VMT metric does not apply to the analysis of impacts on non-automobile modes of travel such as riding transit, walking and bicycling.)

After a five-year public process, the California Natural Resources Agency amended the CEQA Guidelines in 2018 and added section 15064.3 “Determining the Significance of Transportation Impacts,” and amended Appendix G: Environmental Checklist Form to remove automobile delay as a measure to determine a project’s significance on the environment, and to instead require (in most circumstances) analysis of a project’s impact on VMT.

OCII, as lead agency, has determined that it may not use automobile delay described solely by level of service as a criterion for determining significant impacts on the environment. OCII is providing an assessment of transportation impacts using a VMT-based threshold of significance and methodology, which the Commission of Community Investment and Infrastructure will adopt prior to taking any action that relies on this addendum for compliance with CEQA. This analysis is consistent with the San Francisco Planning Department’s Transportation Impact Analysis Guidelines for Environmental Review (February 2019; updated October 2019), which is in conformance with the requirements of CEQA Section 21099 and CEQA Guidelines Section 15064.3.

Vehicle Miles Traveled

Typically, low density development at great distances from other land uses, located in areas with poor access to non-private vehicular modes of travel, generate more automobile travel compared to development located in urban areas, where a higher density, mix of land uses, and travel options other than private vehicles are available. Given the travel behavior factors described above, San Francisco has a

¹⁷ OPR, *Revised Proposal on Updates to the CEQA Guidelines on Evaluating Transportation Impacts in CEQA, Implementing Senate Bill 743 (Steinberg, 2013)*, January 20, 2016. The final CEQA Guidelines revisions incorporating VMT as the recommended analysis methodology were adopted in December 2018.

lower average VMT ratio than the nine-county San Francisco Bay Area region. For the same reasons, different areas of the City have different VMT ratios.

The proposed project or variant would result in a significant impact if the project VMT per capita is over the existing regional VMT per capita minus 15 percent for residential, office, or retail uses. OCII relies on the San Francisco County Transportation Authority's Chained Activity Modeling Process (SF-CHAMP) travel demand model to estimate transportation analysis zones (TAZ) VMT. This is referred to as a map-based screening criterion.

As shown in **Table 4**, TAZ 649, where the proposed project is located, has an average daily residential VMT per capita that is below the existing and future (2040) regional averages, minus 15 percent. TAZ 649 has an average daily office VMT per employee (applies to the proposed project's hotel use) that is also below the existing and future (2040) regional averages, minus 15 percent. For retail visitor purposes, the average daily work-related VMT per retail employee (applies to the proposed project's hotel use guests) is above the existing and future regional average, minus 15 percent.

**TABLE 4
VMT ANALYSIS**

Land Use	Existing		Cumulative 2040	
	Bay Area Regional Average minus 15%	TAZ 649	Bay Area Regional Average minus 15%	TAZ 649
Households (Residential)	14.6	6.0	13.7	3.3
Employment (Office)	16.2	14.2	14.5	9.2
Employment (Retail)	12.6	14.5	12.4	12.6

SOURCE: San Francisco Transportation Information Map, 2020.

Because the residential VMT per capita and office VMT per employee for TAZ 649 meet the VMT map-based screening criterion, the residential and hotel (employees) component of the proposed project would not generate a substantial increase in VMT.

Although the retail/hotel (guests) VMT component of the proposed project exceeds the VMT map-based screening criterion under both existing and future conditions, the proposed project or variant would not generate substantial additional VMT for the following reasons:

- the proposed project or variant would not provide any new vehicular parking;
- the proposed project or variant would be subject to the Transportation Management Plan (TMP) prepared as part of the Event Center FSEIR.¹⁸ Specific Travel Demand Management (TDM) strategies applicable to the proposed project or variant that are aimed at reducing vehicular travel to/from the project site include: public transit strategies (pre-tax commuter benefits, Mission Bay TAM shuttle program support/participation); bicycle strategies (secure bicycle parking, shower/locker facilities, Bay Area Bike Share station access, encourage participation in public events that promote bicycling such as Bike to Work day); and automobile reduction strategies (ride-matching through www.511.org, designated carpool/vanpool parking, provide

¹⁸ Fehr & Peers, Final Transportation Management Plan for the Warriors San Francisco Event Center, December 2015. https://www.sfmta.com/sites/default/files/reports-and-documents/2019/03/transportation_mgt_plan_12_2015_002_5118.pdf

access to car-share, comply with parking cash-out program, provide on-site amenities such as fitness and exercise centers, food and beverage options, and/or automated banking resources, that encourage employees to stay on-site during the work day). The TMP will be expanded to address the new land uses under the proposed project or variant (residential and hotel) that were not included in the Event Center project. The updated TMP will address hotel and residential drop-off and pick-up; commercial and service vehicle operations; residential move-in/move-out; and special events at the hotel;

- the proposed project or variant would meet the Planning Department's Proximity to Transit Stations screening criterion as it would be proximate to Muni's T 3rd light rail line and 55 16th Street bus, and Caltrain; and,
- the VMT map-based screening criterion modeling conservatively assumes no internal trip reduction factor to reflect the trips that could potentially occur between the proposed project's retail uses and the Event Center or other nearby office or medical buildings as opposed to on-site retail as a destination by itself. Such trips between the project site and nearby land uses would effectively reduce VMT.

Given the foregoing, the proposed project or variant would not result in or induce substantial vehicle travel or significant VMT impacts not identified in the Event Center FSEIR.

Traffic Hazards

The proposed project or project variant would not introduce unusual or unsafe design features that could obstruct driver vision or otherwise hinder safe vehicle movement. For these reasons, the proposed project or variant would not result in new or substantially more severe traffic hazard impacts than were identified in the Event Center FSEIR.

Transit

The proposed project or the project variant would increase transit ridership at the Event Center site by about 3 to 7 percent during daily and p.m. peak hour periods, compared with the transit ridership estimates for the Event Center FSEIR (see Table 3). The percentage increase would be smaller (2 percent) on a basketball game day. On the other hand, the estimated increases in transit ridership would be expected to be absorbed mostly by the privately-operated Mission Bay Transportation Management Association (TMA) shuttle bus service, which is used by approximately 25 percent of the Mission Bay residents and over 50 percent of the Mission Bay workers. As such, the overall increase of transit ridership on Muni or other public transit operators would be smaller, generally less than 5 percent, which would fall within the expected daily or seasonal variations in ridership for the local transit operators in the area. Accordingly, the proposed project or variant would not result in new or substantially more severe transit impacts than were identified in the Event Center FSEIR.

The 2019 SF guidelines set forth a screening criterion for projects that would typically not result in significant effects related to public transit delay. As shown in Table 2, the proposed project would generate approximately 25 vehicle trips during the p.m. peak hour, and the project variant would generate approximately 36 vehicle trips during the p.m. peak hour, both of which are less than the screening criterion of 300. Therefore, the proposed project and project variant meet the screening criterion, and the proposed project or variant would not result in new or substantially more severe transit impacts than were identified in the Event Center FSEIR.

Walking / Accessibility

Americans with Disabilities Act (ADA)-compliant pedestrian access to the proposed building would be provided through condominium and hotel lobbies on Warriors Way and a restaurant entry on Terry A. François Boulevard. The proposed project or variant would utilize an existing driveway along Warriors Way. The project would not generate substantial traffic volumes and overall vehicle traffic would only be approximately 3 to 5 percent higher than what was evaluated in the Event Center FSEIR (see Table 3). These vehicle trips would likely start from or end at the project's driveway or convenient loading zones and be dispersed along nearby streets. This number of vehicle trips that would be accessing the driveway and crossing over the sidewalk is not substantial.

Drivers would have adequate visibility of people walking. Vehicle speed entering and exiting the driveway would be slow given the width of the curb cut (approximately 45 feet) to avoid potentially hazardous conditions. In addition, the design of the project's driveway would be able to accommodate the anticipated number of vehicle trips without blocking access to a substantial number of people walking within the sidewalk. Furthermore, no new parking would be provided under the project. Thus the project would not create potentially hazardous conditions or accessibility impacts between people walking and vehicles.¹⁹ Accordingly, the proposed project or variant would not result in new or substantially more severe impacts to people walking than were identified in the Event Center FSEIR.

Bicyclists

The proposed project or variant would utilize an existing driveway along Warriors Way. No bicycle facility exists along Warriors Way. The proposed project or the project variant would not generate substantial traffic volumes and overall vehicle traffic would only be approximately 3 to 5 percent higher than what was evaluated in the Event Center FSEIR (see Table 3).

Fifteen Class I bicycle parking spaces would be provided in a secure room inside the residential building under the proposed project, while 22 Class II bicycle parking racks would be provided near the residential entrance (10 spaces) and the hotel entrance (12 spaces). The project variant would provide six Class I bicycle parking spaces and 27 Class II parking racks. Furthermore, no new parking would be provided under the project or variant. Therefore, the proposed project or variant would not create potentially hazardous conditions for bicyclists or interfere with bicycle access. Therefore, the proposed project or variant would not result in new or substantially more severe impacts to bicyclists than were identified in the Event Center FSEIR.

Loading

Commercial Loading

Using the 2019 SF Guidelines methodology for estimating commercial loading demand, it was determined that the hourly average demand for the proposed project would be one space, and two spaces during the peak hour of demand. For the project variant, the hourly average demand and peak hour of demand would be two spaces. Commercial loading would be provided in a minimum 35-foot-long by 10-foot-wide on-site loading space accessible from Warriors Way. If the loading space is occupied, additional vehicles would use the existing loading spaces available at the Event Center underground dock or nearby on-street loading spaces, subject to availability. An existing 140-foot-long zone yellow zone is located on the south side of Warriors Way, adjacent to the project site and near the intersection of

¹⁹ Project residents and hotel guests would have access to the adjacent Event Center garage with an entrance at 99 Warriors Way, while project visitors could park at the off-site parking structure across the street at 450 Warriors Way.

Terry François Boulevard. Additional loading space capacity for vehicles longer than 30 feet is also available at the Event Center underground dock, which is accessible from 16th Street. If the project variant allocates more than 200,000 gsf to hotel use, it would have to provide an additional off-street space for commercial and service vehicle loading/unloading operations. The additional off-street loading space would be provided in the existing Event Center underground loading dock, subject to availability, as it would be shared with the other uses of Blocks 29-32.

Passenger Loading

Passenger loading for hotel guests and residents would be accommodated via an approximately 100-foot-long passenger pick-up/drop-off area (white zone) directly in front of the hotel lobby on Warriors Way, subject to SFMTA review and approval. The white zone would include a 20-foot-long accessible aisle. The white zone would be extended by 30 to 50 feet under the project variant and two 20-foot-long accessible aisles would be provided.

Using the 2019 SF Guidelines methodology for estimating passenger loading demand, it was determined that the maximum number of simultaneous vehicles dropping off or picking up hotel guests during the p.m. peak hour would be two for both the proposed project and the project variant. However, the p.m. peak hour does not necessarily correspond to the peak of demand for hotel guest drop-off and pick-up, which would likely occur earlier in the day. The 2019 SF Guidelines do not provide information about peak passenger demand conditions outside the p.m. peak hour; however, other information gathered by the Planning Department about vehicular activities at several downtown hotels have shown peak vehicular space needs of about 0.2 vehicles per room.²⁰ This rate, when applied to the proposed project and the project variant, would result in a peak vehicle demand of three vehicles for the proposed project, and five vehicles for the project variant. The proposed 100-foot long passenger zone in front of the hotel lobby would have a capacity for three or four vehicles to simultaneously pick up or drop off passengers, and would therefore accommodate the expected maximum peak demand for the proposed project (three vehicles). The passenger zone would have to be extended by approximately 30 to 50 feet in order to accommodate the maximum peak demand expected for the project variant (five vehicles).

Tour Bus Loading

According to the South D for D, if the project variant consists of more than 200 hotel rooms, it would have to provide an off-street tour bus loading space. The design standards allow for tour bus spaces to be provided on the street at adjacent curbs or in the immediate vicinity, provided that they do not cause substantial adverse effects on pedestrian circulation, transit operations, or general traffic circulation. The project variant proposes to accommodate one 45-foot-long tour bus loading space on the south side of Warriors Way, in addition to the passenger loading facilities described above, which would not cause substantial adverse effects on pedestrian circulation, transit operations, or general traffic circulation.

Loading Conclusion

The passenger, tour bus, and commercial loading/unloading facilities described above would not create potentially hazardous conditions or substantially delay public transit. Based on the discussion above, the proposed project or variant would not result in new or substantially more severe loading impacts than were identified in the Event Center FSEIR.

²⁰ Appendix H, p. H-4, Transportation Impact Analysis Guidelines, San Francisco Planning Department, October 2002.

Emergency Access

The existing street network accommodates emergency vehicles that travel to the project site. Fire Station No. 4 and Southern Police Station are both located at 3rd and Mission Rock streets, about one-third mile north of the project site. In the event of an emergency, emergency vehicles would access the project site as under existing conditions, via Warriors Way. The project would be developed in an area with adequate street access and infrastructure for emergency vehicle access and would not create any impediments to such access. Therefore, the proposed project or variant would not result in new or substantially more severe emergency access impacts than were identified in the Event Center FSEIR.

Construction

During the approximate 24-month construction period, temporary and intermittent transportation impacts would result from construction-related truck movements to and from the project site. No public roadway closures are anticipated as a result of construction activities, although portions of Warriors Way and Terry A. François Boulevard adjacent to the project site could be affected at times. Adjacent sidewalks may be temporarily closed. Construction-period daily travel demand would be expected to be lower than during operation once the project is complete, although slower-moving truck traffic could result in temporary delays for motorists. Construction workers would be encouraged to carpool and use public transit; those who drive would be required to find available parking at nearby publicly accessible lots or garages. Moreover, nothing about the proposed project would require unusual construction techniques or access that would differ substantially from other development identified in the Event Center FSEIR. All construction activities would adhere to SFMTA's Regulations for Working in San Francisco Streets²¹, be conducted in accordance with applicable City codes, and would be subject to the Mission Bay Good Neighbor Policy. A Construction Traffic Management Plan will also be developed in coordination with SFMTA and DPW. As a result, the proposed project construction activities would not be expected to cause substantial disruption to vehicle, pedestrian and bicycle travel, or transit operations. Therefore, the proposed project or variant would not result in new or substantially more severe construction impacts than were identified in the Event Center FSEIR.

In conclusion, the project or variant would not result in any new or substantially more severe impacts on transportation compared to the impacts reported in the Event Center FSEIR.

Summary of Project Impacts on the UCSF Helipad Operations in Event Center FSEIR

The Event Center FSEIR identified the potential impacts that construction of the project would have on the helipad operations of the UCSF Medical Center at Mission Bay. The analyses evaluated whether or not the temporary construction and permanent structures of the project would penetrate the airspace surfaces established for the hospital's helipad. The FSEIR concluded that none of the project's temporary construction cranes or permanent structures would penetrate the airspace surfaces of the UCSF helipad. Furthermore, it was demonstrated that adequate clearance for the construction cranes would be provided for the alternate flight path to the UCSF helipad along Warriors Way (formerly South Street). The FSEIR also noted that a Crane Safety Plan for project construction (Mitigation Measure M-TR-9a) would be developed to identify feasible measures to reduce potential temporary impacts associated with the use of cranes during the construction period. The objective of the crane safety plan was to ensure the safe use of the UCSF helipad, as well as for the safety of people residing or working in the area during construction.

²¹ SFMTA, Regulations for Working in San Francisco Streets, 8th Edition. January 2012. Available at: https://www.sfmta.com/sites/default/files/reports-and-documents/2017/10/blue_book_8th_edition_pdf.pdf

Project Analysis

The location of the proposed project or variant is adjacent to one of the alternative helicopter ingress/egress to the UCSF helipad along Warriors Way. There are several factors to consider with respect to Title 14 Code of Federal Regulations (CFR) Part 77, Safe, Efficient Use, and Preservation of the Navigable Airspace. Of these factors, it is most important to determine whether helicopter operations along the alternative flight path would pose safety concerns with respect to the proposed project. The critical elements to consider include the overall height of the proposed project and temporary construction crane. The proposed building would be 160 feet above ground level (agl) with a mechanical penthouse of up to 20 feet tall, resulting in a total building height of 180 feet agl. The construction crane would have a height at the “crow’s nest” of 235 feet agl. The radius of the crane mast (working arm) would be 165 feet.

As part of the Event Center FSEIR, a comprehensive CFR Part 77 evaluation was conducted to determine whether or not the Event Center project would pose a safety issue with respect to UCSF helicopter operations. In that evaluation, two temporary construction cranes were proposed along Warriors Way: Temporary Cranes D and E. Crane D was to have a height of 291 agl at the crow’s nest and a crane mast radius of 274 feet. Crane E was to have a height of 277 agl and a mast radius of 241 feet.²²

The critical heights for the temporary construction crane associated with the proposed project or variant are less than the cranes that were used to construct the Event Center project. Therefore, the proposed building and temporary construction crane would not result in any new or substantially more severe impacts regarding the helicopter operations to the UCSF hospital helipad.

Noise

Summary of Noise Impacts in Event Center FSEIR

The Event Center FSEIR found that construction activities at the project site would result in temporary increases in noise levels in the project vicinity that could be noticeable at nearby residential and hospital land uses. The worst case scenario in terms of cumulative construction noise was identified as being associated with excavation, compaction, pile installation, and shoring activities that would take place concurrently during two months of the construction schedule. During peak construction activities, the increase in noise levels over existing conditions at sensitive receptor locations were estimated to be less than the construction noise significance threshold (10 decibels (dBA)). Non-peak periods of construction were also identified as resulting in noise level increases at sensitive receptor locations of under 10 dBA. Therefore, this impact was found to be less than significant. Nonetheless, to reduce human annoyance associated with the temporary increases in noise levels during construction, implementation of Improvement Measure I-NO-1 was recommended, which requires compliance with the Mission Bay Good Neighborhood Construction Noise Policy.

Construction activities associated with the Event Center were also found to generate vibration levels that would result in impacts that would be less than significant. Regardless, implementation of Improvement Measure I-NO-3 (Neighbor Notification of Vibration-Inducing Construction Operations) was recommended to reduce the temporary human annoyance associated with land uses involving vibration-sensitive equipment during construction.

²² Graphical depiction of temporary construction cranes and dimensions can be found in the Event Center FSEIR.

The Event Center FSEIR disclosed that operation of the project would introduce new stationary noise sources that would be subject to the requirements of the San Francisco Noise Ordinance; however, the predicted noise levels for the proposed stationary sources would not meaningfully contribute to the existing ambient noise levels in the project area, and the project was therefore characterized as being consistent with the restrictions of the City's noise ordinance. The FSEIR also showed that the project would introduce new land uses that would be exposed to a 24-hour day-night noise level (DNL) of up to 75 dBA, but concluded that modern building techniques and materials, as well as inclusion of non-operable windows and ventilation systems, would be sufficient to ensure that the project would comply with land use compatibility requirements of the San Francisco General Plan, and this impact was found to be less than significant.

Operation of the Event Center was also found to introduce new mobile noise sources that would contribute to ambient noise levels in the project vicinity. Increases in roadway traffic noise were disclosed as causing significant and unavoidable impacts during events either with or without implementation of the Muni Special Event Transit Service Plan, even with implementation of Mitigation Measure M-TR-2c (Additional Strategies to Reduce Transportation Impacts) and Mitigation Measure M-TR-11c (Additional Strategies to Reduce Transportation Impacts of Overlapping Events). These measures identified additional transportation demand management strategies beyond those already incorporated into the approved project.

The Event Center FSEIR found that noise levels that would be generated by crowds prior to, during, and after events would result in a substantial increase in noise levels at the receptors adjacent to the northbound Muni T-Line transit platform, particularly during nighttime egress hours of 9:00 p.m. to 11:00 p.m. The crowd noise impact was disclosed as significant and unavoidable. The predicted sound levels and hours of occurrence that would be associated with amplified sound, either interior to the Event Center or in open-air plazas on the project site, are consistent with the noise ordinance; however, due to uncertainties as to the nature and extent of future outside events at the 3rd Street plaza, the FSEIR recommended implementation of Mitigation Measure M-NO-4b (Noise Control Plan for Place of Entertainment Permit) to ensure that noise levels from amplified sound exterior to the Event Center would comply with the noise ordinance. The Place of Entertainment Permit for the Event Center (No. EC-1352) incorporated the requirements of Mitigation Measures M-NO-4a and 4b as conditions of approval of the permit. This impact was disclosed as less than significant with implementation of mitigation.

Project Analysis

Construction

The nearest sensitive receptors to the proposed project site are residences associated with the UCSF Mission Bay Housing Block at Hearst Tower located approximately 500 feet to the west-northwest. These residences are approximately 300 feet farther from construction activities under the proposed project compared to construction activities under the Event Center project. The Event Center FSEIR found that building construction activities at these sensitive receptors would result in an hourly equivalent sound level (Leq) of 78.0 dBA at a distance of 200 feet. Using the same methods as conducted for the FSEIR, this analysis assumes that noise from construction activities at a distance greater than 200 feet would attenuate at a rate of 7.5 dBA per doubling of distance to account for the absorption of noise waves due to intervening structures and other factors. When extrapolated out to a distance of 500 feet, the building construction activity that would be associated with the proposed project would result in an hourly Leq noise level of approximately 68 dBA at the nearest residences. This is approximately 10 dBA less than

estimated for the Event Center project, and approximately 3 dBA less than the measured existing Leq at the Hearst Tower.

Accordingly, construction of the proposed project would not generate noise levels in excess of standards established in the local noise ordinance, and the proposed project would not result in new or substantially more severe impacts than disclosed in the Event Center FSEIR. Nonetheless, all construction activities would be conducted within the allowable construction requirements permitted by City code. The proposed project would also be subject to the Mission Bay Good Neighbor Policy, which limits extreme noise-generating activities in Mission Bay during Monday to Friday from 8:00 a.m. to 5:00 p.m.

With regard to construction vibration-related impacts, the Event Center FSEIR found that maximum vibration levels associated with pile driving would be below the strongly perceptible threshold, and due to the distance of receptors from the project site, impacts from vibration with respect to human annoyance and building damage would be less than significant. The proposed modified project would not result in high impact construction activities, such as pile driving, and hence would result in vibration levels substantially lower than resulted under the Event Center project. Therefore, the vibration impacts that would be associated with the proposed project or variant would also be less than significant.

Operation

Operation of the proposed project or variant would introduce new stationary noise sources similar to those identified in the Event Center FSEIR. The new stationary sources would be subject to the requirements of the San Francisco Noise Ordinance and, as found in the Event Center FSEIR, would not meaningfully contribute to ambient noise levels in the project area. The proposed project would therefore be consistent with the restrictions of the noise ordinance. Like the Event Center project, the proposed project would also introduce new land uses, and these new uses would be exposed to elevated noise levels. However, modern building techniques and materials as well as inclusion of non-operable windows in the hotel component and ventilation systems would be sufficient to ensure that the proposed project would comply with land use compatibility requirements of the San Francisco General Plan. The impact associated with the potential for the proposed project or variant to conflict with local requirements would be the same as identified for the Event Center project, less than significant.

The proposed project uses would increase daily vehicle trips in the project vicinity. The Event Center FSEIR found that project vehicle traffic noise along segments of Illinois Street and Terry A. François Boulevard would cause increases in ambient noise levels of 10.1 dBA and 6.8 dBA, respectively, to 62.2 dBA and 60.2 dBA, respectively. These increases in ambient noise would cause significant and unavoidable impacts, even with implementation of mitigation measures. As discussed under Transportation and Circulation, the proposed project would increase daily traffic levels compared to the Event Center project by as much as 5 percent (7 percent for the project variant). Given the logarithmic nature of dBA levels, the small increase in vehicle traffic that would be associated with the proposed project or variant would result in an increase in traffic noise that would be well under 1 dBA, which would not be perceptible. This increase in traffic noise would not substantially increase the severity of the significant and unavoidable noise impact identified in the Event Center FSEIR.

The proposed project or variant would not include changes to interior or exterior amplified sound, and would therefore not result in a change to the associated less-than-significant with mitigation impact. Similarly, noise levels generated by crowds prior to, during, and after events would not be affected by the

proposed project. Therefore, the proposed project or variant would not increase the severity of the significant and unavoidable crowd noise impact identified in the Event Center FSEIR.

Air Quality

Summary of Air Quality Impacts in Event Center FSEIR

The Event Center FSEIR identified a significant and unavoidable impact associated with reactive organic gases (ROG) and nitrogen oxides (NO_x) criteria air pollutant emissions from construction of the project. Mitigation Measure M-AQ-1 (Construction Emissions Minimization) was identified to reduce the construction-related emissions of ROG and NO_x by requiring off-road equipment to meet minimum emission standards. With implementation of Mitigation Measure M-AQ-1, emissions of NO_x associated with construction of the Event Center project would still exceed the threshold of significance; therefore, Mitigation Measure M-AQ-2b (Emissions Offsets) was identified, requiring the project sponsor to offset the remaining NO_x emissions through funding of off-site emissions reductions.

The Event Center FSEIR also identified a significant and unavoidable impact from criteria pollutants, including ROG and NO_x, during project operation. Mitigation Measure M-AQ-2a (Reduce Operational Emissions) was identified to reduce operational emissions of ROG and NO_x; however, the feasibility of these measures was unknown. Consequently, the Mitigation Measure M-AQ-2b was identified as the only available mitigation option. Conservatively, the Event Center FSEIR considered the operational impact on air quality to be significant and unavoidable with mitigation.

In order to comply with the San Francisco Dust Control Ordinance, the Event Center project was required to submit a Dust Control Plan to the Director of Public Health for approval prior to issuance of a building permit. With implementation of the dust control measures in compliance with the regulations and procedures set forth by the San Francisco Dust Control Ordinance, the Event Center FSEIR concluded that potential dust-related construction air quality impacts of the project would be less than significant.

The Event Center FSEIR determined that, with implementation of Mitigation Measure M-AQ-1, impacts related to cancer risk would be reduced to less than significant. In addition, the Event Center FSEIR concluded that the project would not conflict with or obstruct the implementation of the 2010 Bay Area Clean Air Plan (CAP), assuming implementation of all identified mitigation measures and CAP control measures. The project was determined to have a cumulatively considerable contribution to regional and localized air quality impacts due to its significant and unavoidable air quality impacts during both construction and operation.

Project Analysis

Construction

Construction activities (short-term) typically result in emissions of ozone precursors and particulate matter (PM) in the form of fugitive dust and exhaust (e.g., vehicle tailpipe emissions). Emissions of ozone precursors and particulate matter are primarily a result of the combustion of fuel from on-road and off-road vehicles. ROG_s are also emitted from activities that involve painting, other types of architectural coatings, and asphalt paving. Construction activities related to the proposed project would have the potential to result in fugitive dust and emissions of ozone precursors and particulate matter, as discussed below. Construction of the project variant would be the same as that of the proposed project, thus there would be no difference in construction-related emissions.

Fugitive Dust

The proposed project would result in demolition of the existing retail component of the Event Center development, minor trenching for utilities connections, and other construction activities that would create wind-blown dust and add PM to the local atmosphere. Because the proposed project area is over 0.5-acre and within 1,000 feet of sensitive receptors, it must comply with the Dust Control Plan prepared for the Event Center FSEIR. Implementation of the dust control measures identified in the Event Center FSEIR Dust Control Plan would ensure compliance with the San Francisco Dust Control Ordinance.

Criteria Air Pollutants

Construction activities would result in emissions of criteria air pollutants from the use of off- and on-road vehicles and equipment. The Bay Area Air Quality Management District's CEQA Air Quality Guidelines (BAAQMD Guidelines) recommend that project-related construction and operational emissions are calculated separately and then compared to BAAQMD significance thresholds. However, because the Event Center project is currently operational, construction emissions from the proposed project and operational emissions from the Event Center project must be analyzed in aggregate to assess significance. To determine whether the proposed project would have a significant impact regarding criteria air pollutants, construction-related emissions were calculated using the California Emissions Estimator Model (CalEEMod version 2016.3.2). Criteria pollutant emissions resulting from construction of the proposed project are presented in **Table 5**.

**TABLE 5
CONSTRUCTION EMISSIONS IN POUNDS PER DAY**

	ROG (ppd)	NO _x (ppd)	PM ₁₀ (ppd)	PM _{2.5} (ppd)
Existing Project Operation	79	124	80	25
<i>Proposed Construction</i>				
2021	2.32	26.94	0.52	0.50
2022	2.77	11.20	0.18	0.17
2023	3.95	4.03	0.05	0.05
<i>Existing Project Operation + Proposed Construction</i>				
2021	81.32	150.94	80.52	25.50
2022	81.77	135.20	80.18	25.17
2023	82.95	128.03	80.05	25.05
BAAQMD Thresholds	54	54	82	54
Exceeds Threshold?	Yes	Yes	No	No

NOTES: Project construction emissions were estimated using CalEEMod version 2016.3.2. See Appendix B for model outputs and more detailed assumptions. PM10 and PM2.5 values represent PM exhaust only per BAAQMD CEQA Air Quality Guidelines.

SOURCE: ESA, 2020

As shown in Table 5, emissions of PM₁₀ and PM_{2.5} from construction of the proposed project combined with PM₁₀ and PM_{2.5} emissions from operation of the Event Center project would be below BAAQMD thresholds of significance.

Although ROG and NO_x emissions associated with construction of the proposed project in combination with the Event Center project's operational ROG and NO_x emissions would exceed BAAQMD thresholds of significance, the increase attributable to the proposed project would not represent a substantially more severe effect than identified in the Event Center FSEIR. This increase may require additional emissions offsets, as described in Mitigation Measure M-AQ-2b (Emissions Offsets). As under the Event Center FSEIR, air quality impacts from construction of the proposed project would be considered significant and unavoidable with mitigation.

Operation

Criteria Air Pollutants

Operational emissions associated with the proposed project would be primarily attributed to vehicle emissions from visitors and residents travelling to the site, as well as operation of the emergency generator and boilers. BAAQMD Guidelines recommend that project-related construction and operational emissions are calculated separately and then compared to the BAAQMD significance thresholds. To determine whether the proposed project would have a significant impact regarding criteria air pollutants, emissions from operation of the proposed project were calculated using CalEEMod and aggregated with the operational emissions from the Event Center project. Operational emissions that would result from the proposed modified project are summarized in **Table 6**.

**TABLE 6
OPERATIONAL EMISSIONS IN POUNDS PER DAY AND TONS PER YEAR**

	ROG (ppd/tpy)	NO _x (ppd/tpy)	PM ₁₀ (ppd/tpy)	PM _{2.5} (ppd/tpy)
Hotel/Condominium Building Operation	8.04/1.47	3.49/0.64	1.68/0.31	0.57/0.10
Existing Project Operation	79/14	124/23	80/14.6	25/4.5
Modified Project Operation	87.0/15.5	127.5/23.6	81.7/14.9	25.6/4.6
BAAQMD Thresholds	54/10	54/10	82/15	54/10
Exceeds Threshold?	Yes/Yes	Yes/Yes	No/No	No/No

NOTES: Project operational emissions were estimated using CalEEMod version 2016.3.2. See Appendix B for model outputs and more detailed assumptions.

SOURCE: ESA, 2020

The Event Center FSEIR found that operational emissions of PM₁₀ and PM_{2.5} would not exceed BAAQMD thresholds of significance. Operation of the proposed project would result in additional PM₁₀ and PM_{2.5} emissions, such that total emissions from operation of the combined project would be 81.7 pounds per day (ppd) of PM₁₀ and 25.6 ppd of PM_{2.5}. Operational PM emissions of the combined project would still be below the BAAQMD threshold and, therefore, would not be considered a significant impact.

The Event Center FSEIR determined that the Event Center project would generate ROG and NO_x emissions that would exceed BAAQMD thresholds of significance for operational criteria air pollutant emissions. Emissions of ROG and NO_x exceeded the thresholds by 4.4 tons per year and 12.6 tons per year, respectively. Operation of the proposed project would increase the total operational emissions of criteria air pollutants, causing the combined project to further exceed BAAQMD thresholds of significance for operational emissions by an additional 1.47 tons per year for ROG and 0.64 tons per year for NO_x. Although ROG and NO_x emissions associated with operation of the proposed project in

combination with the Event Center project's ROG and NO_x emissions would exceed BAAQMD thresholds of significance, the increase attributable to the proposed project would not represent a substantially more severe effect than identified in the Event Center FSEIR. This increase may require additional emissions offsets, as described in Mitigation Measure M-AQ-2b. As under the Event Center FSEIR, air quality impacts from construction of the proposed project would be considered significant and unavoidable with mitigation.

Operation of the project variant would result in a slight increase in associated emissions, as shown in Table 7.

**TABLE 7
PROJECT VARIANT OPERATIONAL EMISSIONS IN POUNDS PER DAY AND TONS PER YEAR**

	ROG (ppd/tpy)	NO _x (ppd/tpy)	PM ₁₀ (ppd/tpy)	PM _{2.5} (ppd/tpy)
Hotel Operation	8.94/1.63	4.84/0.88	1.98/0.36	0.69/0.13
Existing Project Operation	79/14	124/23	80/14.6	25/4.5
Modified Project Operation	87.9/15.6	128.8/23.9	81.9/14.9	25.7/4.6
BAAQMD Thresholds	54/10	54/10	82/15	54/10
Exceeds Threshold?	Yes/Yes	Yes/Yes	No/No	No/No

NOTES: Project operational emissions were estimated using CalEEMod version 2016.3.2. See Appendix B for model outputs and more detailed assumptions.

SOURCE: ESA, 2020

As summarized in the table, the project variant would result in an additional 0.9 pounds per day of ROG and an additional 1.35 pounds per day of NO_x. Although operational emissions of criteria air pollutants would increase with implementation of the variant, the difference is negligible and the conclusion identified for the proposed project would remain the same. The increase attributable to the proposed project would not represent a substantially more severe effect than identified in the Event Center FSEIR.

Toxic Air Contaminants

PM_{2.5} and Cancer Risk

The City of San Francisco, along with BAAQMD, has designated areas with poor air quality as Air Pollutant Exposure Zones (APEZ). These areas are defined as areas having cumulative PM_{2.5} concentrations that exceed 10 micrograms per cubic meter (µg/m³) and/or having a cumulative cancer risk that is greater than 100 per one million. As discussed in the Event Center FSEIR, the project site is not located within an APEZ; however, there are existing sensitive land uses in the project vicinity (UCSF Hearst Tower and UCSF Medical Center at Mission Bay), thus APEZ criteria were used as the threshold of significance for the evaluation of health risk. The Event Center FSEIR determined that the project would not result in an exceedance of the 10 µg/m³ PM_{2.5} APEZ concentration threshold at sensitive receptor locations during either project construction or operation. Additionally, a health risk assessment (HRA) was performed to assess cancer risk from both construction and operational sources of the project. With implementation of Mitigation Measure M-AQ-1, the cumulative total cancer risk for a child resident at UCSF Hearst Tower, an adult resident at UCSF Hearst Tower, and a child resident at UCSF Medical Center at Mission Bay would be 72 in one million, 64 in one million, and 86 in one million, respectively. Inasmuch as these totals were less than the 100 in one million cumulative threshold, the Event Center FSEIR determined that the project would not have a significant impact regarding health risk.

Construction of the proposed project or variant would result in emissions of toxic air contaminants (TACs) and PM_{2.5}, primarily from the use of off-road equipment. The primary sources of TACs from operation of the proposed project include vehicle trips to the project site and an emergency diesel generator. Construction of the proposed project or variant would result in much lower construction emissions, including PM_{2.5}, than what was analyzed in the Event Center FSEIR. The Event Center project includes an 11-acre footprint for construction activity, while the proposed project has a much smaller footprint of 0.7 acres. Therefore, construction of the proposed project or variant would result in less construction activity and, subsequently, less TAC and PM_{2.5} emissions than construction of the Event Center project. Additionally, the Event Center project included 350,000 cubic yards of excavation, while the proposed project or variant would require no excavation other than minor trenching for utilities, resulting in much lower PM_{2.5} emissions compared to those of the Event Center project.

Regarding operational emissions, the Event Center project included a total of five generators, while the proposed project or variant would include only one generator, generating a minimal amount of additional emissions. Furthermore, the proposed project would generate fewer vehicle trips, resulting in lower emissions of TACs and PM_{2.5} than those of the Event Center project. The proposed project would generate negligible TAC and PM_{2.5} emissions compared to the Event Center project. Therefore, the combined project would generate neither PM_{2.5} concentrations nor a cancer risk that would exceed the APEZ threshold of 100 per one million, and the impact would be considered less than significant.

Implementation of the project variant would result in a slight increase in operational emissions compared to the proposed project. Due to an increase in vehicle trips associated with the land use change, an additional 0.57 pounds per day of PM_{2.5} would be emitted as compared to the proposed project. Nonetheless, the difference is negligible, and the variant combined with the Event Center project would generate neither PM_{2.5} concentrations nor a cancer risk that would exceed the APEZ threshold of 100 per one million, and the impact would be considered less than significant.

Greenhouse Gas Emissions

Summary of Greenhouse Gas Emissions Impacts in Event Center FSEIR

The Event Center FSEIR identified a less-than-significant impact in regard to GHG emissions. Project compliance with the regulations identified in the City's *GHG Reduction Strategy* (Reduction Strategy) would reduce GHG emissions generated by the project to a less-than-significant level. Project compliance with the Reduction Strategy was demonstrated through the completion of the Compliance Checklist for GHG Analysis, and no mitigation measures were required.²³

Project Analysis

GHG emissions and global climate change represent cumulative impacts. GHG emissions cumulatively contribute to the significant adverse environmental impacts of global climate change. No single project could generate enough GHG emissions to noticeably change the global average temperature; instead, the combination of GHG emissions from past, present, and future projects have contributed and will contribute to global climate change and its associated environmental impacts. Direct GHG emissions from the proposed project would be generated from vehicle trips and area sources (natural gas

²³ Greenhouse Gas Analysis: Compliance Checklist, May 22, 2015. This document is on file and available for public review at the San Francisco Planning Department as part of Case File No. 2014.1441E.

combustion). Indirect sources include electricity providers; energy required to pump, treat, and convey water; and emissions associated with waste removal, disposal, and landfill operations.

Since the certification of the Event Center FSEIR, the City published the *2017 GHG Reduction Strategy Update* (Reduction Strategy Update).²⁴ Projects that are consistent with the Reduction Strategy Update are determined to be consistent with San Francisco's *Qualified GHG Reduction Strategy* and, therefore, would result in a less-than-significant GHG impact. An assessment of the proposed project's compliance with San Francisco's *Strategies to Address GHG Emissions* is provided in the Compliance Checklist for GHG Analysis, which concludes that the proposed project would comply with the Reduction Strategy Update. Compliance of the proposed project or variant with the Reduction Strategy Update demonstrates that the project's contribution to cumulative impacts related to GHG emissions would not be cumulatively considerable.²⁵ Therefore, the GHG emissions associated with the proposed project or variant would not be substantially more severe than that identified in the Event Center FSEIR.

Wind

Summary of Wind Impacts in Event Center FSEIR

Following adoption of San Francisco Planning Code Section 148 (Reduction of Ground-Level Wind Currents in C-3 Districts), the Planning Department developed procedures for implementation of the requirements, including a wind tunnel testing protocol. Although the Event Center project is not within an area of the city where wind speed criteria are enforced through the planning code, CEQA review relies upon the Section 148 hazard criterion to determine whether a project would result in a significant wind impact. Hazardous winds are defined in Section 148 as an hourly average of 26 miles per hour (mph), for a single full hour of the year or more.²⁶

The Event Center FSEIR assumed that the project site would be developed with an event center, office and retail buildings, and other structures that could generate pedestrian-level wind effects, including increased wind speeds and turbulence (i.e., variability in wind speed); thereby, potentially generating hazardous winds at pedestrian use areas such as public walkways and public open space in the project vicinity. The Event Center FSEIR determined that the project would increase the total duration of wind hazards on the off-site public walkways in the project vicinity by 33 hours, and included Mitigation Measure M-WS-1 (Develop and Implement Design Measures to Reduce Project Off-site Wind Hazards) to reduce off-site wind impacts. With implementation of this measure, the project sponsor selected a specific on-site design modification (installation of a solid canopy with a porous vertical standoff at the ground level of the southwest corner of the proposed 16th Street office building) that was demonstrated to be effective in reducing the project wind hazard impact to a less-than-significant level. Accordingly, wind

²⁴ San Francisco Planning Department, 2017. *2017 Greenhouse Gas Reduction Strategy Update*. The final document is available at: http://sfmea.sfplanning.org/GHG/GHG_Strategy_October2017.pdf.

²⁵ Greenhouse Gas Analysis: Compliance Checklist. This document is on file and available for public review at the San Francisco Planning Department as part of Case File No. 2014.1441E.

²⁶ The wind hazard criterion of 26 mph is derived from a wind condition that would generate a 3-second gust of wind at 20 meters per second (45 mph), a commonly used guideline for wind safety. This wind speed, on an hourly basis, is 26 mph averaged for a full hour. However, because the wind data on which the analysis is based were collected at one-minute averages, the 26-mph one-hour average wind speed is converted to a corresponding one-minute average wind speed of 36 mph, which is then used to determine compliance with the 26-mph one-hour hazard criterion in the planning code. (Arens, E. et al., "Developing the San Francisco Wind Ordinance and its Guidelines for Compliance," *Building and Environment*, Vol. 24, No. 4, pp. 297-303, 1989.) All hazard wind speeds in this discussion are presented based on the 36-mph wind speed averaged over one-minute, and the hazard criterion is based on 36 mph.

impacts were determined to be less than significant with mitigation. Cumulative wind impacts were found to be less than significant.

Project Analysis

Because the proposed project would develop a building approximately 180 feet in height, a project-specific wind analysis was performed, consistent with the South D for D requirements (see Appendix C, Esplanade Hotel Project Pedestrian Wind Study). The analysis included wind-tunnel testing in accordance with the procedures developed for implementation of San Francisco Planning Code Section 148. The wind tunnel test was conducted using a 1:300 (1 inch = 25 feet) scale model of the proposed project and surrounding buildings within a 1,200-foot radius centered on the project site, which is sufficient to encompass buildings on the site as well as nearby buildings that could affect winds on and near the site. The circular study area extends west from the project site to encompass buildings across 3rd Street, north to buildings across Warriors Way, east to Bay Front Park, and south across 16th Street. Using 16 compass directions (northwest, west-northwest, west, west-southwest, southwest, etc.), wind tunnel tests were conducted for the project site and vicinity using the following scenarios:

- Existing;²⁷
- Existing plus proposed project;
- Existing plus proposed project (with landscaping);
- Cumulative, consisting of buildout of a UCSF building up to 160 feet on Block 25B of the South Plan (in addition to the proposed project); and
- Cumulative with landscaping (in addition to the proposed project).

The scale model, which was equipped with wind speed sensors, was placed inside an atmospheric boundary layer wind tunnel. The existing conditions model had 83 wind speed sensors (test points) to measure wind speeds at locations where relatively severe conditions are frequently found, such as at building corners, near building entrances, on adjacent sidewalks with pedestrian traffic, and in open plaza areas. Three test points were added to model above-ground conditions at the level of the proposed project's podium. Consistent with Planning Code Section 148, the majority of test point locations consisted of publicly accessible sidewalks and open spaces where pedestrian use is anticipated.

As shown in **Table 8**, the wind-tunnel test found that the proposed project would generally improve pedestrian-level wind speeds in the project vicinity. Implementation of the proposed project would result in a small decrease in wind speeds, with the average wind speed exceeded one hour per year decreasing from 26 mph under existing conditions to 24 mph with the proposed project.²⁸ The total number of hours per year where winds would exceed the hazard criterion would decrease from 100 hours under existing conditions to 47 hours under existing plus project conditions. The total number of test points exceeding the wind hazard would be reduced from ten locations under existing conditions to six locations under the existing plus proposed project scenario. The addition of landscaping would further improve wind

²⁷ The Existing condition includes the now-completed Event Center project, including the event center itself, two office buildings fronting 3rd Street, and other associated smaller structures. Consistent with San Francisco wind testing protocol, the Existing condition also includes buildings under construction, such as the adjacent Uber office buildings to the north of the project site and the UCSF Wayne and Gladys Valley Center for Vision to the south.

²⁸ As stated in footnote 25, because of the conversion involved in evaluating hourly wind speeds based on wind speed data collected over one-minute averages, the hazard wind speeds in this discussion are based on the 36-mph wind speed averaged over one-minute, and the hazard criterion is based on 36 mph.

conditions. With landscaping, the proposed project would result in an average wind speed exceeded for one hour per year of 21 mph compared to 26 mph under existing conditions. Moreover, under this scenario, the total number of hours per year where winds would exceed the hazard criterion would be reduced to 45 hours, and the number of test points exceeding the wind hazard be reduced to four locations.

**TABLE 8
SUMMARY OF WIND RESULTS**

Wind Tunnel Scenarios	Average Speed (mph)	Total Hours Exceeding Criterion	# of Test Points Exceeding Criterion
Existing Conditions	26	100	10
Proposed Project	24	47	6
Proposed Project (with landscaping)	21	45	4
Cumulative ^a	23	21	4
Cumulative ^a (with landscaping)	21	15	2

NOTES:

^a Cumulative scenarios include other nearby development projects in addition to the proposed project.

SOURCE: RWDI, 2019

Under cumulative conditions, the average wind speed exceeded one hour per year would be 23 mph, and the total hours and number of test points exceeding the hazard criterion would be less than under existing conditions, both with and without landscaping. Therefore, there would be no significant project or cumulative wind impacts and the proposed project or variant would not result in any new or substantially more severe wind impacts than were identified in the Event Center FSEIR, and no further mitigation measures are required.

Informational Discussion of Wind Comfort

In addition to the wind hazard criterion, Planning Code Section 148 establishes wind comfort criterion, whereby a project shall not cause ground-level wind currents to exceed, more than 10 percent of the time, 11 mph in substantial pedestrian use areas, and 7 mph in public seating areas.²⁹ Section 148 wind comfort criteria are not used to determine the significance of project wind impacts in the Mission Bay Plans area; therefore, proposed project effects on wind comfort are presented for informational purposes only. The wind comfort analysis found that the proposed project would decrease the average wind speed exceeded 10 percent of the time from 13 mph under existing conditions to 12 mph with the proposed project. The analysis found that wind speeds under existing conditions exceed the comfort criterion at 52 of the 83 test points, while with the project, wind speeds would exceed the comfort criterion at 54 of the 86 test points, and 42 of the 86 test points with the project and landscaping. Under cumulative (buildout) conditions, the average speed exceeded 10 percent of the time would be 12 mph or 11 mph with landscaping, and wind speeds would exceed the comfort criterion at 48 of the 86 test points or 31 of the 86 test points with landscaping.

²⁹ The wind comfort speed is useful for characterization of the more common wind environment, as it represents winds that are exceeded 876 hours per year, as opposed to the hazard criterion's one hour per year.

Shadow

Summary of Shadow Impacts in Event Center FSEIR

The Event Center FSEIR concluded that the area of Bayfront Park that would be in continuous shadow for a period of one hour from March to September between 10:00 a.m. and 4:00 p.m. would be less than 20 percent of the park area, which would satisfy the South D for D criterion for adequate sunlight access to open space. Accordingly, the Event Center FSEIR determined that project-level and cumulative impacts related to shadow would be less than significant.

Project Analysis

With respect to the proposed project's shadow impacts, the South D for D requires project-specific shadow analysis for projects that request a variance from the Design Standards, consistent with Mitigation Measure D.08 of the Mission Bay FSEIR. While the proposed project or variant would not seek a variance, as described above, it would require an amendment of the South D for D to increase the height limit for the site, allow a third tower on Blocks 29-32, reduce tower separation requirements between the proposed building and the Event Center, amend the Rooftop Recreation/Community Structures standards for Height Zone 5, permit the building's bulk, amend requirements for architectural projections, and other conforming amendments and clarifications. Accordingly, a project-specific shadow analysis was undertaken (see Appendix D, Chase Center: Esplanade Hotel Project CEQA Shadow Study). To evaluate the shadow impact of the proposed project, a three-dimensional (3-D) model of the South Plan area was constructed that included current ground and roadway elevations for the study area using maps provided by OCII; digital 3-D model of the proposed project as provided by the sponsor; and planned development (Cumulative Condition) in the study area consistent with the maximum dimensions and bulks provided for in the South D for D.

The South D for D's *Sunlight Access to Open Space* requirements was prepared with the objective of encouraging new developments to ensure sunlight access to public open spaces and limit the extent and duration of shadows on these public open spaces. The South D for D notes that shadow studies have determined that development complying with the design standards will reasonably limit areas of shadow on public open spaces during the active months of the year (March to September) and during the most active times of the day (10:00 a.m. to 4:00 p.m.).

The project-specific shadow analysis determined that the proposed project or variant would not cast new shadow on any of the four Mission Bay parks identified in the South D for D, including Bayfront Park, Mission Creek Park, Mission Bay Kids' Park (formerly Triangle Square), or Mission Bay Commons during the hours identified in the South D for D—between 10 a.m. and 4 p.m. from March 1 through September 30. Therefore, the project would not increase shading on Bayfront Park (the only park shaded at all by the Event Center project [Event Center FSEIR p. 5.6-8]) or any of the other parks identified in the D for D to more than the applicable percentages between 10 a.m. and 4 p.m. from March 1 through September 30. Accordingly, the Event Center project with the addition of the proposed project or variant would continue to satisfy the South D for D criterion for adequate sunlight access to open space, and the project and cumulative shadow effect would remain less than significant, as determined in the Event Center FSEIR.

Based on the above analysis, the proposed project's or variant's net new shadow would not substantially affect the use and enjoyment of Bayfront Park, and Mission Bay FSEIR Mitigation Measure D.8 has been fully satisfied by the project-specific shadow analysis. Therefore, the proposed project or variant would

not result in substantial new shadow as compared to what was identified in the Event Center FSEIR, and no further mitigation measures are required.

Utilities and Service Systems

Summary of Utilities and Service Systems Impacts in Event Center FSEIR

The Event Center FSEIR estimated that water demand for Blocks 29-32 would be 0.100 million gallons per day (mgd) as adjusted for water conservation measures as required under the Green Building Requirements in Chapter 13C of the 2010 San Francisco Building Code. The Water Supply Assessment (WSA) approved by SFPUC for an earlier design of the project concluded that there are adequate water supplies in the regional water system to serve an estimated 0.109 mgd of water demand for the project and cumulative demands during normal, single dry years, and multiple dry years from 2015 through 2035.³⁰ Since the estimated water demand of 0.100 mgd is less than the 0.109 mgd identified in the 2013 WSA, the water demands of the Event Center project would not require new or expanded water supply resources or entitlements. In addition, when recycled water becomes available in the future, some of the estimated water demand could be met with recycled water for non-potable uses, which could reduce the Event Center project's potable water demand to less than 0.100 mgd. Therefore, existing water supplies serving the City would be sufficient to meet the projected water demand of the Event Center project, and the project would not trigger the need for new or expanded water supply resources or entitlements. Impacts on water supply would be less than significant.

Project Analysis

The proposed project or project variant includes residential and hotel uses that were not part of the Event Center project. Although the Event Center FSEIR did not anticipate such uses, the 2013 WSA prepared for the earlier project design did include analysis of water demand for 176 residential units and 227 hotel rooms. Table 10 in Attachment C to the WSA includes rates for water use based on gallons per day per unit. Using 112 gallons per day per residential unit and 128 gallons per day per hotel room, the proposed project's estimated additional water use would be approximately 0.019 mgd. The WSA also presented the adjusted water demand per water conservation measures required under the Green Building Requirements in Chapter 13C of the 2010 San Francisco Building Code (also shown in Table 10). Applying these lower rates to the proposed project results in a water demand of approximately 0.016 mgd. Therefore, the total water demand of Blocks 29-32 would be approximately 0.116 mgd, which is 0.007 mgd or 7,000 gallons per day greater than identified for the project site in the 2013 WSA. Using the same rates, water demand for the project variant would be approximately 0.026 mgd, resulting in a total water demand of Blocks 29-32 of approximately 0.126 mgd (that is, 0.017 mgd or 17,000 gallons per day greater than identified for the project site in the 2013 WSA).

The 2013 WSA determined that the water demand of the earlier project design would be encompassed within the San Francisco water demand, which considers water demand based on 2012 Land Use Allocation (LUA) projections from the San Francisco Planning Department. In 2018, the State Water Resources Control Board adopted amendments to the Water Quality Control Plan for the San Francisco Bay/Sacramento-San Joaquin Delta Estuary (Bay-Delta Plan Amendment). If the Bay-Delta Plan Amendment were to be implemented, it would result in significant water supply shortages during single dry and multiple dry years, greater than those projected in the 2015 Urban Water Management Plan

³⁰ SFPUC, 2013. Water Supply Assessment for the Event Center and Mixed-Use Development Project at Piers 30-32 and Seawall Lot 330. July 1, 2013.

(UWMP) (which incorporated 2012 LUA housing and employment growth projections). The 2015 UWMP already assumes limited rationing may be needed in multiple dry years to address an anticipated supply shortage by 2040, but implementation of the Bay-Delta Plan Amendment will require rationing in all single dry years and multiple dry years and to a greater degree to address supply shortages not accounted for in the 2015 UWMP. Numerous lawsuits have been filed challenging the Bay-Delta Plan Amendment, and SFPUC is a party to one of those pending lawsuits. The SFPUC, in partnership with other key stakeholders, is currently negotiating with the State a voluntary agreement that could ultimately be adopted as an alternative or substitute for the Bay-Delta Plan Amendment. On March 1, 2019, in accordance with the State Water Resources Control Board's instruction, SFPUC submitted to the State a proposed voluntary agreement ("March 1st Proposed Voluntary Agreement"). For these and other reasons, whether the Bay-Delta Plan Amendment or the March 1st Proposed Voluntary Agreement will be implemented, and how those amendments if implemented will affect the SFPUC's water supply, is currently uncertain and possibly speculative.

The projected increase of only 7,000 gallons per day (0.007 mgd) for the proposed project and only 17,000 gallons per day (0.017 mgd) for the project variant above the 2013 WSA estimate would be encompassed within San Francisco retail water demands ranging from 79.0 to 89.9 mgd between 2025 and 2040.³¹ Therefore, existing water supplies serving the City would be sufficient to meet the projected water demand of the proposed project or variant, and it would not trigger the need for new or expanded water supply resources or entitlements. Impacts on water supply would not be substantially more severe than identified in the Event Center FSEIR.

The proposed project or variant would not require construction of water treatment, stormwater, or wastewater treatment facilities other than standard connections to existing utilities already constructed as part of the Event Center development. For Blocks 29-32, wastewater is routed to the City's combined sewer system via the Mariposa Pump Station or to the Mission Bay Sanitary Pump Station. Wastewater from the proposed project would be directed to the Mission Bay Sanitary Pump Station, according to GSW Hotel LLC. Using an estimated wastewater generation of 90 percent of water demand, the proposed project's or project variant's generation of approximately 0.014-0.023 mgd of additional wastewater, in combination with the Event Center project's 0.230 mgd, would not exceed the estimated 0.29 mgd peak contribution from the project site to the Mission Bay Sanitary Pump Station. The additional wastewater flows would be within the remaining capacity of the pump station and the proposed project or variant would not require or result in the construction or expansion of new wastewater treatment facilities; the impact would be less than significant. Impacts on wastewater would not be substantially more severe than identified in the Event Center FSEIR.

As under the Event Center FSEIR, the proposed project or variant would not require the construction of new water facilities; exceed landfill capacity; or fail to comply with solid waste regulations. Impacts would not be substantially more severe than identified in the Event Center FSEIR.

Other Environmental Topics

Aesthetics

Public Resources Code Section 21099(d) provides that, "aesthetics and parking impacts of a residential, mixed-use residential, or employment center project on an infill site located within a transit priority area shall not be considered significant impacts on the environment." Accordingly, aesthetics and parking are

³¹ SFPUC, 2016. 2015 Urban Water Management Plan for the City and County of San Francisco. June 2016.

no longer to be considered in determining if a project has the potential to result in significant environmental effects for projects that meet the following three criteria: (1) the project is in a transit priority area, (2) the project is on an infill site, and (3) the project is residential, mixed-use residential, or an employment center. As described in the Event Center FSEIR, the project satisfied each of the above three criteria because it (1) is located in proximity to several transit routes; (2) is located on an infill site that has previously been developed with industrial and commercial uses and is surrounded by areas of either recently completed or planned urban development; and (3) would be an employment center supporting a range of commercial uses, located in proximity to several transit routes, and in an urban area on a site already developed and zoned for commercial uses with a floor area ratio (FAR) greater than 0.75. Thus, the Event Center FSEIR Initial Study did not consider aesthetics (or parking) in determining the significance of project impacts under CEQA. The proposed project or variant would be constructed on the same site as the Event Center and also would include a residential component; therefore, any potential aesthetic impacts would similarly not be considered under CEQA.

Cultural Resources

The proposed project or variant would replace existing structures recently completed as part of the Event Center. No impacts to historic architectural resources would result from the demolition of this portion of the Event Center development and replacement with the proposed project. With respect to archeological resources, ground-disturbing activity would not be required in connection with the proposed project because the foundation system has already been constructed. Moreover, archaeological testing required under Event Center FSEIR Mitigation Measure M-CP-2a: Archaeological Testing, Monitoring and/or Data Recovery Program, has already been implemented during construction of the Event Center. Similarly, Mitigation Measure M-CP-2b: Accidental Discovery of Archaeological Resources was implemented during construction.

Population and Housing

The proposed project or variant would require hundreds of construction workers over the approximate two-year construction period, although the number of construction workers present on-site daily would range considerably, depending on the specific construction activities being performed and the overlap between construction phases. Similar to the Event Center project, the proposed project would not result in substantial population growth in San Francisco due to construction-worker demand for housing in the area. The proposed project or variant would create employment opportunities for approximately 223-356 people, which are expected to be filled by existing Bay Area residents.³² Even if new employees relocated to San Francisco, the number of new employees would not be substantial relative to the overall population and would not result in the need to construct new housing. The proposed project or variant would not displace people or existing housing necessitating construction of new housing elsewhere. The project's proposed addition of up to 21 new dwelling units would not result in substantial unplanned population growth in San Francisco.

Regarding **Public Services**, the presence of construction workers on-site could result in an incremental, temporary increase in demand for fire protection, emergency medical services, and law enforcement. It is expected that a portion of the construction labor needs would be met by residents of San Francisco, who are currently being served by these City services and therefore would not represent an increase in

³² Based on an estimate of 1.3 new employees per hotel room and approximately 57 retail employees according to data provided by the hotel operator. Fiscal Analysis of Proposed Warriors Development, Mission Bay, San Francisco, by Seifel Consulting, Inc., February 2020.

demand for City services. In any case, this incremental, temporary increase in demand for services during construction could be accommodated by the existing fire protection, emergency medical services, and law enforcement services and would not require construction of new or physically altered facilities to maintain services. An increase in population at the project site from permanent residents and temporary hotel patrons would result in periodic increases in demand for fire protection and emergency medical services compared to conditions analyzed under the Event Center FSEIR. The population increases associated with the proposed project or variant would be minimal in comparison to the population served by the existing fire and police stations in the project area. The increase in calls for fire protection and medical emergency response would not be substantial in light of the existing demand and capacity for fire protection and emergency medical services in the City. The project site is located in an existing urban area and would not extend demand of the fire protect or law enforcement services beyond the current limits of their respective capabilities. The proposed project or variant would neither adversely affect service standards nor require an increase in staff that would require the construction of new fire protection or law enforcement facilities. The addition of up to 21 residential units could result in school-age children residing on the project site. However, the minimal number of potential children would be within the assumptions analyzed in the Mission Bay FSEIR for the South Plan area and the project would not result in any new or substantially more severe impacts on schools than those identified in the FSEIR.

Regarding **Recreation**, the increase in permanent population associated with the proposed project would not increase the use of neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facilities would occur or be accelerated, nor would the project physically degrade recreational resources in the area. However, although no impact would result from the proposed project, the project sponsor has agreed to pay the “P22 Maintenance Amount” fee pursuant to the 7th amendment to the South OPA.³³ The P22 Maintenance Amount fee will supplement funding that is available from the Community Facilities District No. 5, the Mission Bay Maintenance District, which provides funding for open space operations in Mission Bay. Potential impacts associated with construction of open terraces on the 2nd, 7th, and 13th floors and a fitness center are addressed under normal construction-related impacts associated with the project as a whole.

The project site is entirely disturbed due to construction of the Event Center. No new or substantially more severe significant effects related to **Biological Resources** are anticipated as a result of implementation of Event Center Mitigation Measures M-BI-4a (Preconstruction Surveys for Nesting Birds) and M-BI-4b (Bird Safe Building Practices) from the Event Center FSEIR and compliance with the Migratory Bird Treaty Act and the City’s tree ordinance.

Regarding **Geology and Soils**, because the proposed project or variant would bear on the existing foundation system constructed as part of the Event Center development, which the sponsor has determined is adequate to support the proposed project, the project or variant would not expose people or structures to geologic hazards; cause soil erosion or loss of topsoil; be affected by unstable soils or geologic units; be affected by expansive soils or soils incapable of supporting wastewater disposal systems; or cause a substantial change of topography.

Potential **Hazards and Hazardous Materials** effects of the proposed project or variant are anticipated to be avoided through compliance with applicable regulations and compliance with the Mission Bay Risk Management Plan. Ground-disturbing activity will be limited to minor trenching for utilities connections. The proposed project or variant would comply with the BAAQMD-approved Asbestos Dust Mitigation

³³ See Section 4 of the 7th Amendment to the South OPA.

Plan prepared in accordance with Event Center FSEIR Mitigation Measure M-HZ-1b (Geologic Investigation and Dust Mitigation Plan for Naturally Occurring Asbestos).

Regarding **Hydrology and Water Quality**, the proposed project or variant would not deplete groundwater supplies; alter drainage patterns, resulting in erosion; place housing and/or structures within a 100-year flood zone³⁴; or expose people and structures to hazards associated with failure of a levee or dam, seiche, tsunami, mudflow, or flooding (including sea level rise). As noted in the Event Center FSEIR, the project site is above the 2050 flood elevation, which combines 12 inches of sea level rise with the effects of a 100-year storm surge. In addition, the project site would not be flooded during daily high tide conditions with the 36 inches of sea level rise expected by 2100. The project site could be prone to flooding by 2100 based on the projected sea level rise in combination with the effects of a 100-year storm surge. This flooding scenario is based on 2010/2011 topographic conditions and assumes that no site-specific flood protection measures such as filling to raise the grade of low lying areas or area-wide measures such as construction of berms, levees, or seawalls would be implemented during the intervening period. No portion of the project would be constructed below ground. In addition, the lowest level of hotel guest rooms or dwelling units (4th floor) would be constructed approximately 41 feet above ground level (agl). Compliance with the existing Construction General Stormwater Permit would ensure that the proposed project or variant would not violate water quality standards or otherwise substantially degrade water quality during construction.

As under the Event Center FSEIR, the proposed project or variant would not cause the loss of known valuable **Mineral Resources**; would not encourage activities that result in wasteful use of **Energy** resources; and would not convert **Agriculture or Forestry Resources** to non-agricultural or non-forest use.

Conclusion

Implementation of the proposed project or variant would not require major revisions to the Event Center FSEIR because no new, significant environmental effect or substantial increase in the severity of previously identified significant effects would result. Additionally, since certification of the Event Center FSEIR, no material changes have occurred in the project or the circumstances under which the South Plan would be implemented, and no new information has emerged that would materially change any of the analyses or conclusions of the Event Center FSEIR. Similarly, no new or previously rejected mitigation measures or alternatives have been proposed that would substantially reduce previously identified significant effects that the project sponsor has declined to implement. As such, because none of the criteria set forth in CEQA Guidelines Section 15162 that would require subsequent environmental review have been triggered, the lead agency may approve the subsequent activities as being within the scope of the Event Center FSEIR under CEQA Guidelines Section 15162 without the need for additional environmental documentation.

³⁴ As indicated in the Event Center FSEIR, the project site is not located within the 100-year flood zone based on the City's 2008 interim floodplain maps. The City is a participant in the National Flood Insurance Program (NFIP), which is managed by the Federal Emergency Management Agency (FEMA). To support the NFIP, FEMA publishes Flood Insurance Rate Maps (FIRMs) for participating communities, which are used for flood insurance and floodplain management purposes. FEMA released a preliminary FIRM for San Francisco on November 12, 2015 and released a revised preliminary version on May 31, 2019. The City is currently reviewing the revised preliminary FIRM and preparing comments to submit to FEMA. FEMA expects to finalize the data shown on the FIRM in June 2020 and to publish the FIRM for use in December 2020. Once the preliminary FIRM is finalized, the City will use the Special Flood Hazard Areas shown on the FIRM to implement the City's Floodplain Management Ordinance. The project site is outside the 100-year flood zone according to both the 2015 and 2019 preliminary maps. See "San Francisco Floodplain Management Program" at <https://sfgsa.org/san-francisco-floodplain-management-program>.



Addendum No. 1 to Event Center and Mixed-Use Development at Mission Bay Blocks 29-32 Final Subsequent Environmental Impact Report

Appendices

[Appendix A – Transportation](#)

[Appendix B – Air Quality](#)

[Appendix C – Wind Study](#)

[Appendix D – Shadow Study](#)



SAN FRANCISCO PLANNING DEPARTMENT

Executive Summary General Plan Referral

HEARING DATE: JUNE 18, 2020

Record No.: 2014.1441GPR
Project: Redevelopment Plan Amendments to the Mission Bay
South Redevelopment Plan for the Development of Blocks 29-30
Zoning: Mission Bay Redevelopment South – Commercial Industrial/Retail
Block/Lot: 8722/025-039, 063, 064, 087, 088
Project Sponsor: GSW Hotel LLC
1 Warriors Way
San Francisco, CA 94158
Property Owner: GSW Arena LLC
1 Warriors Way
San Francisco, CA 94158
Staff Contact: Mat Snyder (415-509-5335)
mathew.snyder@sfgov.org
Recommendation: **Adopt General Plan Consistency Findings for Redevelopment Plan Amendments**

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SUMMARY

The Action before the Planning Commission is to adopt General Plan consistency findings associated with amendments to the Mission Bay South Redevelopment Plan (“Project”) that would enable a new hotel / residential development on the site of the Chase Center (“Event Center”).

PROJECT DESCRIPTION

The proposal is to amend the Redevelopment Plan for the Mission Bay South Redevelopment Project (“South Redevelopment Plan”) to enable the construction of a new hotel / residential project (“Hotel Project”) on Mission Bay South Blocks 29-30, the location of the Event Center bounded by Third Street, Terry Francois Boulevard, Warriors Way, and 16th Street. The Hotel Project would include the construction of a 160-foot tall building (measured from grade) that would allow up to 230 hotel rooms and up to 21 residential units (or any combination thereof), along with related accessory uses, such as a banquet hall, fitness center, and the like. The Hotel Project would also include approximately 20,000 gsf of retail uses, including restaurants and a spa. The Project would be located on the northeastern corner of the site, on Blocks 29-30, and will be bordered by Terry Francois Boulevard on its east and Warriors Way on its north. The Hotel Project would be constructed where currently a three-story retail building exists. The primary entrance lobby to the Project would be located along Warriors Way and at the Warriors Way / Terry Francois corner. Pedestrian steps to the upper publicly accessible deck would be enhanced at Warriors Way and at the Terry Francois Boulevard.

The following South Redevelopment Plan amendments are required to enable the above Hotel Project: (1) allowing hotel use and dwelling units as principal uses within the Mission Bay South “Commercial Industrial/Retail” land use district for Blocks 29-30 where they are currently not permitted; and (2) increasing the number of allowable hotel projects from one to two and the number of allowable hotel rooms within Mission Bay South. In addition to authorizing the Project, the amendments also increase the amount of retail leasable square footage by 65,000 square feet to create added flexibility in the design of retail floorplates; the current Redevelopment Plan has a maximum limit of 335,000 square feet with certain restrictions on the size of each retail use. However, in the case of the Event Center on Blocks 29-32, 54,000 square feet of this increase is to re-categorize retail space that already exists on Blocks 29-32, which is currently restricted to 5,000 square feet or less in size and through an exemption specified in the Redevelopment Plan, is excluded from the total leasable square feet. The remaining 11,000 square feet will allow existing retail patios at Blocks 29-32 to be partially enclosed.

The following amendments to the Design for Development for the Mission Bay South Project Area (“D4D”), under the jurisdiction of the Office of Community Investment and Infrastructure (“OCII”), have been approved by the Commission on Community Investment and Infrastructure (“OCII”) in connection with the Hotel Project: (1) allowing a tower (a building taller than 90-feet but no taller than 160-feet (measured from grade and exclusive of mechanical equipment and a recreational rooftop structure) on Block 30 where it currently is not allowed, and, allowing for a corresponding increase in tower developable area for Height Zone 5; (2) allowing greater bulk on Blocks 29-30 by increasing the maximum plan dimension above 90-feet from 200 feet to an average of 220 feet (with a maximum of 240 feet); (3) allowing a residential amenity referred to as a recreational structure above the roofline restricted to the dimensions therein and with an area comprising 30% of the roof; (4) tower separation requirements; and (5) other minor changes.

REQUIRED COMMISSION ACTION

In order for the Project to proceed, the Commission must make Finding of Consistency with the General Plan and the Policies of Planning Code Section 101.1 for the proposed Redevelopment Plan Amendments pursuant to Section 4.105 of the City Charter and Section 2A.53 of the Administrative Code. It should be noted that amendments to the D4D or other related approval documents do not require Planning Commission action, nor does approval of the Hotel Project.

BACKGROUND – MISSION BAY AND THE MISSION BAY SOUTH REDEVELOPMENT PROJECT AREA AND PLAN

The Mission Bay South Redevelopment Project Area is one of two Redevelopment Project Areas that make up the Mission Bay development, which together, covers 303 acres of land between the San Francisco Bay and Interstate-280; the two Redevelopment Project Areas (and respective Development Plans) were established in 1998 and enable the development of up to 6,514 housing units (approximately 29% affordable), 5 million square feet of commercial space (office/lab uses and the 18,000 seat Event Center), the new UCSF research campus, the 550 bed UCSF medical center, 560,000 square feet of retail, and 49 acres of new public open space.

As Redevelopment Plan Areas established under California Community Redevelopment Law, development is controlled by the respective Redevelopment Plans and their associated D4D documents, rather than the Planning Code. Similarly, land use and entitlement decisions are generally made by the OCII, the successor agency to the Redevelopment Agency, or the Commission on Community Investment and Infrastructure (“CCII”), and not by the Planning Department or Planning Commission.

Project Sponsors of development in Mission Bay South are only required to pay impact fees as provided in the Redevelopment Plan, which includes (1) the School Facilities Impact Fee; (2) the Child Care Requirements; (3) and the Art Requirement; and (4) the Transportation Sustainability Fee as well as all new or increased applicable development fees or exactions as outlined in the Redevelopment Plan. The master developer of Mission Bay, FOCIL-MB, LLC and project sponsors, through assignment and assumption agreements, are also required to participate in the creation of community benefits and infrastructure through their participation in the Mission Bay OwnerParticipation Agreement (“OPA”). In Mission Bay South, the master developer FOCIL-MB, LLC, is required to develop 34 acres of Open Space and provide approximately 11.56 acres on 9 parcels of land for the development of 1,218 units of affordable housing.

Amendments to the Redevelopment Plan must be approved by CCII and the Board of Supervisors. Amendments to the D4D must be approved by CCII. CCII approved the Redevelopment and D4D Amendments at its May 19 hearing through Resolution No. 07-2020 and 09-2020, respectively.

ISSUES AND OTHER CONSIDERATIONS

- **Public Comment & Outreach.**
 - **Support/Opposition:** As of the date of this report, the Department has received one letter from UCSF in support of the Project. In addition, OCII received numerous letters of support for the Project from local residents and small business owners.
 - **Outreach:** OCII staff reports that the proposed amendments have been presented to the Mission Bay Citizens Advisory Committee (hereinafter “CAC”) on January 9, 2020 where the CAC voted in favor of the proposed amendments. In addition, the Golden State Warriors have reached out to the following neighborhood organizations:
 - South Beach | Rincon Hill | Mission Bay Neighborhood Association
 - Dogpatch Neighborhood Association
 - UCSF
 - Neighboring business community
 - Neighboring residential community, including the Madrone and Radiance
 - Potrero Boosters
- **Design:** OCII and the Project Sponsor team invited Planning architectural and planning staff to participate in the design review of the proposed Hotel Project. As a result of design input, the Hotel Project’s design was improved by enhancing the northern elevation, particularly at the view terminus of Bridgeview Way by assuring that the view of the hotel enabled a visual interplay between the hotel and Event Center behind it. Also, through design review, greater attention was also given to the ground plane at Terry François Boulevard and Warriors Way and access to the upper pedestrian decks.
- **Additional Community Benefits.** In parallel to the amendments to the South Redevelopment Plan, the Project Sponsor is pursuing amendments to the Mission Bay South Owner Participation Agreement (“OPA”) that would require any market-rate residential development on Blocks 29-30 to pay an in-lieu fee equal to \$210.47 per square foot of gross floor area of residential use applied to 30% of the floor area of said residential use for affordable housing. This exceeds the requirements of the City’s Inclusionary Affordable Housing Program. (The inclusionary fee requirement under Planning Code Section 415 requires such in-lieu fee for 20% of total the Gross Floor Area.) In

addition, the OPA amendments would require any hotel development on Blocks 29-30 to pay an in-lieu fee equal to \$22.57 per net new square foot of Gross Floor Area of the hotel use to fund affordable housing. This is consistent with the requirements of the City's Jobs-Housing Linkage Program (Planning Code Section 413). In addition, the Project Sponsor has agreed to pay an annual fee of \$175,000 to offset the added costs of maintenance required at Bayfront Park (P22) due to usage by Event Center and Hotel Project guests.

ENVIRONMENTAL REVIEW

The Event Center and Mixed-Use Development at Mission Bay Blocks 29-32, ("Event Center Project") Final Subsequent Environmental Impact Report ("Event Center FSEIR") analyzed the development of the Event Center Project, and was tiered from the Mission Bay FSEIR. The Commission of the Successor Agency to the former Redevelopment Agency ("Successor Agency Commission") on November 3, 2015 by Resolution 69-2015 certified the Event Center FSEIR, and on the same date by Resolution No. 70-2015 adopted CEQA findings, including a statement of overriding considerations and a mitigation monitoring and reporting program in support of various approval actions for the Event Center Project. An Addendum to the Event Center FSEIR (the "Addendum") has been prepared by OCII with assistance from the Planning Department, in connection with the proposed Redevelopment Plan Amendment. The Addendum concludes that the proposed Redevelopment Plan Amendment is within the scope of the Event Center Project analyzed in the Event Center FSEIR and will not result in any new significant impacts or a substantial increase in the severity of previously identified significant effects that would alter the conclusions reached in the Event Center FSEIR. The Successor Agency Commission certified the Addendum on May 19, 2020 by Resolution No. 05-2020. The Addendum and any supporting documents have been made available to the Commission and the public, and the Addendum is incorporated in this resolution by this reference. For purposes of this action, the Planning Commission will rely on the CEQA Findings previously adopted and the Addendum.

BASIS FOR RECOMMENDATION

The Department finds that the Redevelopment Plan amendments are, on balance, consistent with the Objectives and Policies of the General Plan and Planning Code Section 101.1. The Project will permit a mixed hotel and residential use at a location that is consistent and synergistic with the existing Event Center uses. Permitting hotel and residential uses to be developed on Blocks 29-30 will provide for development of a hotel use at an appropriate location, as well as housing, in furtherance of the Redevelopment Plan objectives; and the increase in the total retail square footage permitted will also formalize previously approved retail areas that will enhance the vibrancy of and further activate the surrounding community. Further the Amendments will enable the potential addition of up to twenty-one residential units and will contribute additional funds for affordable housing. Mission Bay South still has three affordable housing sites that have yet to be developed.

ATTACHMENTS:

- Draft Motion: Findings of Consistency with the General Plan and Planning Code Section 101.1
- Exhibit A: Mission Bay South Redevelopment Plan as proposed to be amended (redline)
- Exhibit B: Mission Bay South Design-for-Development as proposed to be amended (redline) – for informational purposes
- Exhibit C: Plans of the Proposed Hotel Project

Executive Summary
Hearing Date: June 18, 2020

RECORD NO. 2014.1441GPR
Mission Bay Blocks 29-32

Addendum
Letter of Support

**NOTICE OF PUBLIC HEARING
OF THE SAN FRANCISCO SUCCESSOR AGENCY COMMISSION
(COMMUNITY INVESTMENT AND INFRASTRUCTURE)
ON PROPOSED AMENDMENTS TO THE
REDEVELOPMENT PLAN FOR THE MISSION BAY SOUTH
REDEVELOPMENT PROJECT**

NOTICE IS HEREBY GIVEN that the Successor Agency Commission, commonly known as the Commission on Community Investment and Infrastructure (“Commission”), will hold a public hearing on Tuesday, May 19, 2020 at 1:00 p.m., to consider proposed amendments (“Plan Amendments”) to the Redevelopment Plan for the Mission Bay South Redevelopment Project (“Redevelopment Plan”), and to consider all evidence and testimony for or against the approval of the Plan Amendments. This hearing will be held either in City Hall, Room 416, located at 1 Dr. Carlton B. Goodlett Place, San Francisco, CA, or, so long as the Governor’s Executive Order authorizing public hearings by teleconference remains in effect, by live stream videoconferencing that will be broadcast on SFGovTV’s website: <https://sfgovtv.org/ccii>. At any time not later than the hour set forth above for the hearing on the Plan Amendments, any person may file a written statement supporting or objecting to the Plan Amendments with the Commission Secretary of the Successor Agency to the Redevelopment Agency of the City and County of San Francisco at One South Van Ness Avenue, Fifth Floor, San Francisco, CA 94103 or via email to MBS_Amendments_2020@sfgov.org. At the day, hour and place of the hearing, any and all persons interested in or objecting to the Plan Amendments may appear before the Commission, or if the hearing is held by videoconferencing, may participate calling the telephone number below and show cause why the Plan Amendments should or should not be approved. To provide public comment at a hearing held by videoconferencing, please call 888-557-8511, enter the access code 7500645, and then press #. Please check the Successor Agency’s website, <https://sfocii.org>, on Monday, May 18, 2020 for updated and additional information about public participation in the hearing.

The Plan Amendments would amend the Redevelopment Plan to increase the total amount of leasable square feet of retail space on Blocks 29-32 (bounded by 3rd St, Warriors Way, Terry A. Francois Blvd., and 16th St.) in the Mission Bay South Redevelopment Plan area (“Plan Area”), and permit dwelling units and a hotel with up to 230 rooms on Blocks 29-30. The Plan Amendments would facilitate the implementation of the development of a mixed-use hotel, residential and retail building on the northern portion of Blocks 29 and 30 (the “Hotel Project”), to complement the existing event center and mixed-use development on Blocks 29-32 (the “Event Center”), and incorporate into the total leasable retail space allowable under the Redevelopment Plan certain previously approved retail areas on Blocks 29-32 that were excluded from the total amount of retail space through various exemptions. The Plan Amendments would not change the boundaries or legal description of the Plan Area and would provide for other minor amendments to the Redevelopment Plan.

The original legal description of the boundaries of the Plan Area was recorded as follows: the legal description of the Plan Area boundaries was recorded with the San Francisco Office of the Assessor-Recorder on November 18, 1998 as Document No. 98-G470337-00. The legal description of the Plan Area boundaries, as amended, was recorded with the San Francisco Office of the Assessor-Recorder on August 14, 2018 as Document No. 2018-K655138-00.

Following the close of the public hearing, the Commission will consider approval of the Plan Amendments. If the Commission approves the Plan Amendments, the Planning Commission will

consider a determination that the Plan Amendments are consistent with the General Plan, and the Board of Supervisors of the City and County of San Francisco will consider adoption of the Plan Amendments together with the Successor Agency's Report to the Board of Supervisors on the Plan Amendments.

A copy of the Plan Amendments and Redevelopment Plan are available for inspection and review by the general public at <https://sfocii.org> and at the Successor Agency's offices if the Order of the Health Officer No. C19-07b dated March 31, 2020 (the "shelter in place" order, as such order may be modified, amended or supplemented) is lifted or otherwise modified to permit the Successor Agency's office to reopen. The Successor Agency's office is located at One South Van Ness Avenue, Fifth Floor, San Francisco, California, 94103, and is normally open between the hours of 9:00 a.m. and 5:00 p.m., Monday through Friday. Staff is also preparing other documents related to the Plan Amendments, which will be available prior to the hearing on the Successor Agency's website: <https://sfocii.org>. For more information, contact Marc Slutzkin, Project Manager, at (415) 749-2516, or marc.slutzkin@sfgov.org.

SUCCESSOR AGENCY TO THE
REDEVELOPMENT AGENCY
OF THE CITY AND COUNTY OF SAN FRANCISCO

Jaimie Cruz
Commission Secretary



office of

COMMUNITY INVESTMENT
and INFRASTRUCTURE

126-0152020-136

May 14, 2020

TO: Mayor's Office

FROM: Nadia Sesay, Executive Director

SUBJECT: Third Amendment to the Redevelopment Plan for the Mission Bay South Redevelopment Project ("Redevelopment Plan Amendment")

The Golden State Warriors are seeking a Redevelopment Plan Amendment in order to build a 13-story, 160-foot-high mixed-used Hotel/Residential project on the Northeast corner (Blocks 29-30) of the overall Chase Center site (Blocks 29-32). The proposed project will consist of 129 hotel rooms with retail uses and 21 for-sale residential units. The ground floor level will be accessed from Warriors Way and will feature two lobbies and a large restaurant space accessed from Terry Francois Boulevard. A mezzanine level and level two will feature an approximately 3,500 square foot double height ballroom with an adjacent outdoor space, meeting rooms, and a café and associated outdoor terrace space. Levels four through seven will be comprised of hotel rooms. The eighth level will serve as both hotel use and as the hotel amenity level. It will feature a restaurant and an associated outdoor seating area overlooking Bayfront Park and the San Francisco Bay as well as an approximately 1,800 square foot spa and fitness center. Levels nine through thirteen are designed as residential units with large balconies that overlook Bayfront Park and the Bay and create a tiering effect to the building's exterior.

London N. Breed
MAYOR

Nadia Sesay
EXECUTIVE DIRECTOR

Miguel Bustos
CHAIR

Mara Rosales
Bivett Brackett
Dr. Carolyn Ransom-Scott
COMMISSIONERS

To provide flexibility to accommodate any changes in market demand, the Redevelopment Plan Amendment would allow for a range between 129 and 230 hotel rooms and between zero and 21 residential units. The Plan Amendment will also increase the amount of retail leasable square footage by 65,000 square feet. 54,000 square feet of this increase is to re-categorize retail space that already exists on Blocks 29-32. The remaining 11,000 square feet will allow existing retail patios to be partially enclosed.

The Ordinance approves following amendments to the Redevelopment Plan:

- Allow a for a hotel on Blocks 29-30
- Allow for up to 230 hotel room on Blocks 29-30

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www.sfocii.org

- Allow for residential units on Blocks 29-30
- Designate 21 residential units to specifically Blocks 29-30
- Add 65,000 leasable square feet specifically to Blocks 29-32

While not part of the Ordinance, amendments to other Plan Documents for Mission Bay South would allow for the increase in height limit from 90 to 160 feet on Block 30, which faces the Bayfront Park.

The following is the legislative schedule:

- May 19 – Commission on Community Investment and Infrastructure Hearing
- May 19 – Introduce Legislation and Receive Report to Board from OCII
- May 28 – Planning Commission
- June 2 – BOS votes to sit as a Committee of the Whole
- June 22 – Land Use Committee hearing
- June 23 – BOS hearing – First Reading
- June 30 – BOS hearing – Second Reading
- By July 10 – Mayor signs ordinance

Proposed GSW Hotel/Residential Project Location



Aerial Rendering (looking northwest)

