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Mohammed Nuru, Director
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City Engineer & Deputy Director of Engineering



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RECEIVED
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Department of Public Works
Office of the City and County Surveyor
1155 Market St 3rd Floor
San Francisco, CA 94103

Bruce R. Storrs, City and County Surveyor

TENTATIVE MAP DECISION

Date: December 23, 2013

2011.0744a

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

Attention: Mr. Scott F. Sanchez

Project ID:	7987		
Project Type:	185 Units New Construction Mixed use 182 Residential and 3 Commercial		
Address #	Street Name	Block	Lot
325	Octavia Street	0831	023

The subject Tentative Map has been reviewed by the Planning Department and does comply with applicable provisions of the Planning Code. On balance, the Tentative Map is consistent with the General Plan and the Priority Policies of Planning Code Section 101.1 based on the attached findings. The subject referral is exempt from environmental review per Class 1 California Environmental Quality Act Guidelines.

X The subject Tentative Map has been reviewed by the Planning Department and does comply with applicable provisions of the Planning Code subject to the following conditions (Any requested documents should be sent in with a copy of this letter to Scott F. Sanchez at the above address);
SEE ATTACHED NSR

The subject Tentative Map has been reviewed by the Planning Department and does not comply with applicable provisions of the Planning Code. Due to the following reasons (Any requested documents should be sent in with a copy of this letter to Scott F. Sanchez at the above address):

Enclosures:

- Application
- Print of Tentative Map

Sincerely,

Bruce R. Storrs, P.L.S.
City and County Surveyor

PLANNING DEPARTMENT

DATE 02.25.14

FOR Mr. Scott F. Sanchez, Zoning Administrator
C. LAMORENA

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

RECORDING REQUESTED BY:)
)
And When Recorded Mail To:)
)
Name: Meg Spriggs)
)
Address: AvalonBay Communities, Inc.)
185 Berry Street, Suite 3500)
City: San Francisco, CA 94107)
)
California)

CONFORMED COPY of document recorded
09/07/2012, 2012J499361
on _____ with document no. _____
This document has not been compared with the original
SAN FRANCISCO ASSESSOR-RECORDER

) Space Above This Line For Recorder's Use

I (We) _____ City and County of San Francisco _____, the
owner(s) of that certain real property situated in the City and County of San Francisco, State of
California, more particularly described as follows (or see attached sheet marked Exhibit A on
which property is more fully described):

see attached sheet marked Exhibit A on which
property is more fully described.

Being Assessor's Block 0831, Lot 023, commonly known as Market and Octavia Area
Plan - "Parcel P", hereby give notice that there are special restrictions on the use of said
property under Part II, Chapter II of the San Francisco Municipal Code (Planning Code).

Said restrictions consist of conditions attached to Conditional Use Application No.
2011.0744C, authorized by the Planning Commission of the City and County of San Francisco
on June 28, 2012 as set forth in Planning Commission Motion No. 18654, TO ALLOW
DEVELOPMENT OF A LOT EXCEEDING 10,000 SQUARE FEET, AND TO ALLOW
RESIDENTIAL DENSITY EXCEEDING ONE DWELLING UNIT PER 600 SQUARE FEET OF
LOT AREA WITHIN THE RTO DISTRICT, PURSUANT TO SECTIONS 121.1, 209.1, 303
AND 304 OF THE PLANNING CODE, WITH SPECIFIC MODIFICATIONS TO PLANNING

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

CODE REGULATIONS RELATED TO OFF-STREET LOADING, REAR YARD, OPEN SPACE CONFIGURATION, BAY WINDOW DIMENSIONS, AND HEIGHT MEASUREMENT, WITH RESPECT TO A PROPOSAL TO DEMOLISH AN EXISTING SURFACE PARKING LOT AND CONSTRUCT A NEW DEVELOPMENT REACHING A MAXIMUM HEIGHT OF FIVE STORIES CONTAINING APPROXIMATELY 182 DWELLING UNITS, 3,800 SQUARE FEET OF GROUND FLOOR COMMERCIAL USES, AND 91 OFF-STREET PARKING SPACES LOCATED AT ON A PROPERTY BOUNDED BY OCTAVIA BOULEVARD, OAK STREET, LAGUNA STREET, AND HICKORY STREET (NO ADDRESS ASSIGNED), LOT 023 IN ASSESSOR'S BLOCK 0831, WITHIN THE HAYES-GOUGH NEIGHBORHOOD COMMERCIAL TRANSIT DISTRICT, THE RESIDENTIAL TRANSIT ORIENTED DISTRICT, AND THE 40-50-X HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

The restrictions and conditions of which notice is hereby given are:

AUTHORIZATION

This authorization is for a conditional use to allow development of a lot exceeding 10,000 square feet, to allow residential density exceeding one dwelling unit per 600 square feet of lot area within the RTO District, and for a Planned Unit Development that remove the existing surface parking lot and vegetation, regrade the site, improve the Hickory Street right-of-way through the block along the northerly frontage of the property, and construct a new mixed-use building with 182 dwelling units, 3,800 square feet of retail space, and 91 off-street parking spaces, situated over a subterranean parking garage, located at on a property bounded by Octavia Boulevard, Oak Street, Laguna Street, and Hickory Street (no address assigned), Lot 023 in Assessor's Block 0831, within the Hayes-Gough Neighborhood Commercial Transit District, the Residential Transit Oriented District, and the 40-50-X Height And Bulk District; in general conformance with plans, dated June 28, 2012, and stamped "EXHIBIT B" included in the docket for Case No. 2011.0744C and subject to conditions of approval reviewed and approved by the Commission on June 28, 2012 under Motion No 18654. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on June 28, 2012 under Motion No 18654.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. 18654 shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Conditional Use authorization and any subsequent amendments or modifications.

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

SEVERABILITY

The Project shall comply with all applicable City codes and requirements. If any clause, sentence, section or any part of these conditions of approval is for any reason held to be invalid, such invalidity shall not affect or impair other remaining clauses, sentences, or sections of these conditions. This decision conveys no right to construct, or to receive a building permit. "Project Sponsor" shall include any subsequent responsible party.

CHANGES AND MODIFICATIONS

Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new Conditional Use authorization.

Conditions of approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity and Expiration.** The authorization and right vested by virtue of this action is valid for three years from the effective date of the Motion. A building permit from the Department of Building Inspection to construct the project and/or commence the approved use must be issued as this Conditional Use authorization is only an approval of the proposed project and conveys no independent right to construct the project or to commence the approved use. The Planning Commission may, in a public hearing, consider the revocation of the approvals granted if a site or building permit has not been obtained within three (3) years of the date of the Motion approving the Project. Once a site or building permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. The Commission may also consider revoking the approvals if a permit for the Project has been issued but is allowed to expire and more than three (3) years have passed since the Motion was approved.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

2. **Extension.** This authorization may be extended at the discretion of the Zoning Administrator only where failure to issue a permit by the Department of Building Inspection to construct the project and/or commence the approved use is caused by a delay by a local, State or Federal agency or by any appeal of the issuance of such permit(s).

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

3. **Mitigation Measures.** Mitigation measures described in the MMRP for the Market and Octavia Area Plan EIR (Case No. 2003.0347C) attached as Exhibit C are necessary to avoid potential significant effects of the proposed project and have been agreed to by the project sponsor.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

DESIGN – COMPLIANCE AT PLAN STAGE

4. **Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping, and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

5. **Garbage, composting and recycling storage.** Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the building permit plans. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

6. **Rooftop Mechanical Equipment.** Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan to the Planning Department prior to Planning approval of the building permit application. Rooftop mechanical equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

7. **Signage.** The Project Sponsor shall develop a signage program for the Project which shall be subject to review and approval by Planning Department staff before submitting any building permits for construction of the Project. All subsequent sign permits shall conform to the approved signage program. Once approved by the Department, the signage program/plan information shall be submitted and approved as part of the site permit for the Project. All exterior signage shall be designed to compliment, not compete with, the existing architectural character and architectural features of the building.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

8. **Transformer Vault.** The location of individual project PG&E Transformer Vault installations has significant effects to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

1. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
2. On-site, in a driveway, underground;
3. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
4. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees; and based on Better Streets Plan guidelines;
5. Public right-of-way, underground; and based on Better Streets Plan guidelines;
6. Public right-of-way, above ground, screened from view; and based on Better Streets Plan guidelines;
7. On-site, on ground floor façade (the least desirable location).

Unless otherwise specified by the Planning Department, Department of Public Works Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-558-5810, <http://sfdpw.org>

9. Overhead Wiring. The Property owner will allow MUNI to install eyebolts in the building adjacent to electric streetcar line to support its overhead wire system if requested by MUNI or MTA.

For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transportation Agency (SFMTA), at 415-701-4500, www.sfmta.org

10. Noise, Ambient. Interior occupiable spaces shall be insulated from ambient noise levels. Specifically, areas identified by the Environmental Protection Element, Map1, "Background Noise Levels" of the General Plan that exceed the thresholds of Article 29 in the Police Code, new developments shall install and maintain glazing rated to a level that insulate interior occupiable spaces from Background Noise and comply with Title 24.

For information about compliance, contact the Environmental Health Section, Department of Public Health at (415) 552-3800, www.sfdph.org

11. Streetscape Plan. Pursuant to Planning Code Section 138.1, the Project Sponsor shall submit a pedestrian streetscape improvement plan to the Planning Department for review in consultation with the Department of Public Works and the Department of Parking and Traffic prior to Building Permit issuance. The streetscape improvement plan shall include details regarding the bulb-out at the intersection of Laguna and Oak Streets, the bulb-out at the intersection of Octavia Boulevard and Oak Street, and the improvement of Hickory Street.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

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12. **Street Trees.** Pursuant to Planning Code Section 138.1 (formerly 143), the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the building permit application indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. The street trees shall be evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements of this Section 428 may be modified or waived by the Zoning Administrator to the extent necessary.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

PARKING AND TRAFFIC

13. **Car Share.** Pursuant to Planning Code Section 166, no fewer than one car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

14. **Bicycle Parking.** Pursuant to Planning Code Sections 155.2 and 155.4, the Project shall provide no fewer than 64 bicycle parking spaces (6 Class 1 or 2 spaces for the parking garage portion of the Project and 28 Class 1 or 2 spaces for the residential portion of the Project).

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

15. **Parking Maximum.** Pursuant to Planning Code Section 151.1, and as indicated on Exhibit B, the Project shall provide no more than 91 independently accessible off-street parking spaces, excluding car share spaces.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

16. **Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation effects during construction of the Project.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

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PROVISIONS

17. **First Source Hiring.** The Project shall adhere to the requirements of the First Source Hiring Construction and Employment Program approved by the First Source Hiring Administrator, pursuant to Section 83.4(m) of the Administrative Code. The Project Sponsor shall comply with the requirements of this Program regarding construction work and on-going employment required for the Project.

For information about compliance, contact the First Source Hiring Manager at 415-401-4960, www.onestopSF.org

18. **Transit Impact Development Fee.** Pursuant to Planning Code Section 411 (formerly Chapter 38 of the Administrative Code), the Project Sponsor shall pay the Transit Impact Development Fee (TIDF) as required by and based on drawings submitted with the Building Permit Application. Prior to the issuance of a temporary certificate of occupancy, the Project Sponsor shall provide the Planning Director with certification that the fee has been paid.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

19. **Affordable Units Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this project is twenty percent (20%).

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

- a. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the Mayor's Office of Housing ("MOH") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing's websites, including on the internet at:

<http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451>.

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

- b. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOH prior to the issuance of the first construction document, with an option for the Project Sponsor to defer a portion of the payment prior to issuance of the first certificate of occupancy upon agreeing to pay a deferral surcharge that would be deposited into the Citywide Inclusionary Affordable Housing Fund in accordance with Section 107A.13.3 of the San Francisco Building Code.
 - c. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOH or its successor.
 - d. If project applicant fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the development project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the development project and to pursue any and all other remedies at law.
21. **Market Octavia Affordable Housing Fee.** Pursuant to Planning Code Section 416 (formerly 315.4), the Project Sponsor shall comply with the Market Octavia Affordable Housing requirements through payment of the Market Octavia Affordable Housing Fee in full to the Treasurer, prior to the issuance by Department of Building Inspection of the first certificate of occupancy for the development project.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

22. **Market Octavia Community Improvements Fund.** Pursuant to Planning Code Section 421 (formerly 326), the Project Sponsor shall comply with the Market Octavia Community Improvements Fund provisions through payment of an Impact Fee in full to the Treasurer, or the execution of a Waiver Agreement, or an In-Kind agreement approved as described per Planning Code Section 421 (formerly 326) prior to the issuance by Department of Building Inspection of the construction document for the development project. The Planning Commission hereby makes a non-binding statement of support for an in-kind agreement for physical community improvements that could be credited against the applicable Impact Fee.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

MONITORING - AFTER ENTITLEMENT

23. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code

NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

24. **Revocation due to Violation of Conditions.** Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

25. **Garbage, Recycling, and Composting Receptacles.** Garbage, recycling, and compost containers shall be kept within the premises and hidden from public view, and placed outside only when being serviced by the disposal company. Trash shall be contained and disposed of pursuant to garbage and recycling receptacles guidelines set forth by the Department of Public Works.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, <http://sfdpw.org>

26. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, <http://sfdpw.org>

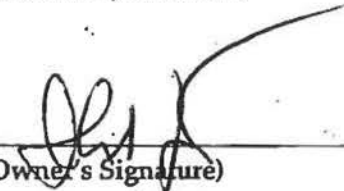
27. **Community Liaison.** Prior to issuance of a building permit to construct the project and implement the approved use, the Project Sponsor shall appoint a community liaison officer to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

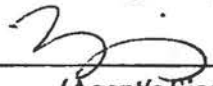
NOTICE OF SPECIAL RESTRICTIONS UNDER THE PLANNING CODE

The use of said property contrary to these special restrictions shall constitute a violation of the Planning Code, and no release, modification or elimination of these restrictions shall be valid unless notice thereof is recorded on the Land Records by the Zoning Administrator of the City and County of San Francisco; except that in the event that the zoning standards above are modified so as to be less restrictive and the uses therein restricted are thereby permitted and in conformity with the provisions of the Planning Code, this document would no longer be in effect and would be null and void.

Dated: August 1, 2012 at San Francisco, California



(Owner's Signature)



(Agent's Signature)

This signature(s) must be acknowledged by a notary public before recordation; add Notary Public Certification and Official Notarial Seal.

KG:gwf

ACKNOWLEDGMENT

State of California
County of San Francisco

On August 1, 2012 before me, Kathleen V. Bianchi, Notary Public
(insert name and title of the officer)

personally appeared John Lipetika
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Kathleen V. Bianchi (Seal)

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

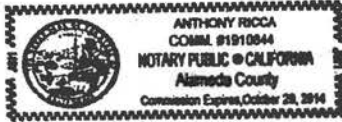
State of California

County of San Francisco

On August 2nd 2012 before me, Anthony Ricca, Notary Public

personally appeared Margaret Spriggs

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: Anthony Ricca

Place Notary Seal Above

Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- Corporate Officer -- Title(s): _____
- Individual
- Partner -- Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT
OF SIGNER

Top of thumb here

Signer Is Representing: _____

Signer's Name: _____

- Corporate Officer -- Title(s): _____
- Individual
- Partner -- Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT
OF SIGNER

Top of thumb here

Signer Is Representing: _____

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Report Responsibility	Status/Date Completed
<i>Archeological Resources Mitigation Measure</i>				
<p><u>Project Mitigation Measure 1 – Soils Disturbing Activities (Mitigation Measure 5.6.A1 of the Market and Octavia FEIR).</u> Pursuant to Mitigation Measure 5.6.A1, any soils-disturbing activities proposed within this area shall be required to submit an addendum to the respective ARD/TP prepared by a qualified archeological consultant with expertise in California prehistoric and urban historical archeology to the Environmental Review Officer (ERO) for review and approval. The addendum to the ARD/TP shall evaluate the potential effects of the project on legally-significant archeological resources with respect to the site- and project-specific information absent in the ARD/TP. The addendum report to the ARD/TP shall have the following content:</p> <ol style="list-style-type: none"> 1. Summary: Description of subsurface effect of the proposed project and of previous soils-disturbing activities; 2. Historical Development: If demographic data for the project site is absent in the discussion in the ARD/TP, the addendum shall include new demographic data regarding former site occupants; 3. Identification of potential archeological resources: Discussion of any identified potential prehistoric or historical archeological resources; 4. Integrity and Significance: Eligibility of identified expected resources for listing to the California Register of Historical Resources (CRHR); Identification of Applicable Research Themes/Questions (in the ARD/TP) that would be addressed by the expected archeological resources that are identified; 5. Impacts of Proposed Project; 6. Potential Soils Hazards: Update discussion for proposed project; 7. Archeological Testing Plan (if archeological testing is determined warranted): the Archeological Testing Plan (ATP) shall include: <ol style="list-style-type: none"> A. Proposed archeological testing strategies and their justification B. Expected archeological resources C. For historic archeological resources <ol style="list-style-type: none"> 1) Historic address or other local information 	Project sponsor.	Prior to project approval.	Planning Department Environmental Review Officer (ERO) shall determine further mitigation required, following completion of final addendum to ARD/TP.	Considered complete upon Planning Department review of approval of addendum to ARD/TP or as appropriate approval of Final Archaeological Resources Report (FARR).

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Report Responsibility	Status/Date Completed
2) Archeological property type D. For all archeological resources 1) Estimate depth below the surface 2) Expected integrity 3) Preliminary assessment of eligibility to the CRHR E. ATP Map 1) Location of expected archeological resources 2) Location of expected project sub-grade impacts 3) Areas of prior soil disturbance 4) Archeological testing locations by type of testing 5) Base map: 1886/7 Sanborn Fire Insurance Company map				
<i>Air Quality Mitigation Measure</i>				
<u>Project Mitigation Measure 2 – Short-term Construction Exhaust Emissions (Mitigation Measure 5.8B of the Market and Octavia FEIR).</u> To reduce program or project level short-term exhaust emissions from construction equipment, the following mitigation measures shall be implemented for construction activities in the project area: confine idle time of combustion engine construction equipment at construction sites to five minutes; maintain and properly tune construction equipment in accordance to manufacturer's specifications; use alternative fuel or electrical construction equipment at the project site when feasible; for construction exhaust emissions during demolition, excavators and loaders shall meet Tier 3 emissions standards; excavators, dozers, and drill rigs shall meet Tier 3 emissions standards during site preparation; and forklifts, skip loaders (tractor), mini excavator, and paving and rolling machines shall meet Tier 3 emissions standards during building construction activities.	Project sponsor.	During demolition, excavation, and construction.	Department of Building Inspection (DBI).	Maintain on-site observations as warranted; review daily field reports and inspect construction; prepare daily field and monthly compliance reports and submit to the DBI. Compliance through site permit process. DBI to monitor during construction.
<i>Shadow Mitigation Measure</i>				
<u>Project Mitigation Measure 3 – Shadow on Non-Section 295 Open Space (Mitigation Measure 5.5A2 of the Market and Octavia FEIR).</u> Where the building height exceeds 50 feet shall be shaped, consistent with the dictates of good design and without unduly restricting the development potential of the project site, to reduce substantial shadow impacts on public plazas and other publicly accessible spaces other than those protected under Section 295. The degree of shadow impact should be determined by the amount of	Project sponsor.	During project design & development phase.	Planning Department & Recreation and Parks Department.	Considered complete upon design review by Planning Department.

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Report Responsibility	Status/Date Completed
area shaded, the duration of the shadow, and the importance of sunlight to the type of open space being shaded.				
Geology, Soils, and Seismicity Mitigation Measure				
<p><u>Project Mitigation Measure 4 – Construction-related Soils (Mitigation Measure 5.11A of the Market and Octavia FEIR).</u> Best Management Practices (BMP) erosion control features shall be developed with the following objectives and basic strategy: protect disturbed areas through minimization and duration of exposure; control surface runoff and maintain low runoff velocities; trap sediment onsite; and minimize length and steepness of slopes.</p>	Project sponsor.	During construction.	Project sponsor/DBI.	On-site monitoring by project sponsor and DBI.
Hazardous Materials Mitigation Measure				
<p><u>Project Mitigation Measure 5 – Site Mitigation Plan (Mitigation Measure 5.10A of the Market and Octavia FEIR).</u> A site mitigation plan (SMP) must be prepared to address the testing and management of contaminated soils, contingency response actions, worker health and safety, dust control plan, storm water related items, and noise control. The SMP should address:</p> <ul style="list-style-type: none"> • Proposed vertical and lateral extent of excavation; • Proposed building locations and configurations; • Management options for contaminated soils; • If onsite treatment to immobilize metals will be performed, include a description of the process and its effectiveness; • Identify the proposed soil transporter and disposal locations; • Collection of confirmation samples in the excavation area following excavation. The approximate number and proposed locations for sampling; • The site clean up level for lead of 200 mg/kg; • Soil samples should be analyzed for the appropriate TPH ranges and metals; • Dust control plan and measures per San Francisco Health Code Article 22B; • Contingency Plan that describes the procedures for controlling, containing, remediating, testing and disposing of any unexpected contaminated soil, water, or other material; • Site specific Health and Safety Plan; and • Storm Water Control and Noise Control protocols as applicable. 	Project sponsor.	SMP should be submitted at least six weeks prior to beginning construction excavation work. Health and Safety Plan may be submitted two weeks prior to beginning construction field work.	Project sponsor/San Francisco Department of Public Health (DPH).	Considered complete upon submittal of SMP.

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Report Responsibility	Status/Date Completed
<p>If confirmation samples exceed residential clean up guidelines, additional excavation should be performed, or "other mitigating measures" acceptable to DPH implemented. Alternative additional excavation and sampling could be performed or other mitigation measure may be proposed, if necessary.</p> <p>Should an underground storage tank be encountered, it shall be removed under permit with the SFDPH-HMUPA and the SFFD.</p> <p>The SMP should be submitted at least six weeks prior to beginning construction excavation work. The Health and Safety Plan may be submitted two weeks prior to beginning construction field work.</p> <p>Additional measures to protect the community generally shall include:</p> <ul style="list-style-type: none"> • Airborne particulates shall be minimized by wetting exposed soils, as appropriate, containing runoff, and tarping over-night and weekends; • Storage stockpiles shall be minimized, where practical, and properly labeled and secured; • Vehicle speeds across unpaved areas shall not exceed 15 mph to reduce dust emissions; • Activities shall be conducted so as not to track contaminants beyond the regulated area; • Misting, fogging, or periodic dampening shall be utilized to minimize fugitive dust, as appropriate; and/or • Contaminants and regulated areas shall be properly maintained. <p>The SMP would be conducted under the supervision of DPH.</p>	Project sponsor.	During construction.	Project sponsor/DBI.	On-site monitoring by project sponsor & DBI.
<i>Transportation Improvement Measures</i>				
<p><u>Project Improvement Measure 1: Queue Abatement.</u> It shall be the responsibility of the owner/operator of any off-street parking facility with more than 20 parking spaces (excluding loading and car-share spaces) to ensure that recurring vehicle queues do not occur on the public right-of-way. A vehicle queue is defined as one or more vehicles (destined to the parking facility) blocking any portion of any public street, alley or sidewalk for a consecutive period of three minutes or longer on a daily or weekly basis.</p> <p>If a recurring queue occurs, the owner/operator of the parking facility shall employ abatement methods as needed to abate the queue. Appropriate</p>	Owner/Operator of off-street parking.	During operation.	Owner/Operator of off-street parking /Planning Department. Monitoring by a qualified transportation consultant upon request by Planning Director if	If applicable, considered ongoing during operations.

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Report Responsibility	Status/Date Completed
<p>abatement methods will vary depending on the characteristics and causes of the recurring queue, as well as the characteristics of the parking facility, the street(s) to which the facility connects, and the associated land uses.</p> <p>Suggested abatement methods include but are not limited to the following: redesign of facility to improve vehicle circulation and/or on-site queue capacity; employment of parking attendants; installation of LOT FULL signs with active management by parking attendants; use of valet parking or other space-efficient parking techniques; use of off-site parking facilities or shared parking with nearby uses; use of parking occupancy sensors and signage directing drivers to available spaces; travel demand management strategies such as additional bicycle parking, customer shuttles, delivery services; and/or parking demand management strategies such as parking time limits, paid parking, time-of-day parking surcharge, or validated parking.</p> <p>If the Planning Director, or his or her designee, suspects that a recurring queue is present, the Department shall notify the property owner in writing. Upon request, the owner/operator shall hire a qualified transportation consultant to evaluate the conditions at the site for no less than seven days. The consultant shall prepare a monitoring report to be submitted to the Department for review. If the Department determines that a recurring queue does exist, the facility owner/operator shall have 90 days from the date of the written determination to abate the queue.</p>			<p>recurring queuing on public right-of-ways is suspected.</p> <p>If such queuing is determined to exist, abatement methods shall be employed.</p>	
<p><u><i>Project Improvement Measure 2: Transportation Demand Management.</i></u> To encourage travelers to utilize alternative modes of transportation, the project sponsor shall provide incentives to shift travel modes from single auto occupancy travel to transit, rideshare, bicycle, and pedestrian travel. The project sponsor shall provide bicycles as part of a "bicycle share" program which would be available for checkout by residents to encourage bicycling in lieu of driving. The project sponsor shall consider providing additional car share spaces beyond the requirement. The project sponsor shall consider subsidized transit passes or transit voucher for residents of the project.</p>	Project sponsor.	During construction and operation.	Project sponsor. Car share operator and San Francisco Municipal Transportation Agency (SFMTA) when applicable.	Installation of improvements considered complete upon construction completion. Management of car share spaces and transit subsidy ongoing during operations.

Exhibit A

Legal Description
For:
Parcel P

All that certain real property situate in the City and County of San Francisco, State of California, being Parcel P as shown on that certain Record of Survey No. 5957, Recorded January 12, 2011, in Book DD of Survey Maps, at pages 100-110 and that certain certificate of correction Recorded February 4, 2011, as Instrument number 2011J131444, Official Records of the City and County of San Francisco, said Parcel P more particularly described as follows:

Beginning at the intersection of the southerly line of Hickory Street (35.00' wide) with the westerly line of Octavia Street (68.75' wide), thence;

South 9°05'00" East 120.00 feet along said westerly line of Octavia Street to the intersection of said westerly line with the northerly line of Oak street (68.75' wide), thence;

South 80°55'00" West 412.50 feet along said northerly line of Oak Street to the intersection with the easterly line of Laguna Street (68.75' wide), thence;

North 9°05'00" West 120.00 feet along said easterly line of Laguna Street to the intersection with said southerly line of Hickory Street, thence;

North 80°55'00" East 412.50 feet along said southerly line of Hickory Street to the point of beginning

Containing 49,500 square feet/1.136 Acres more or less

Bruce R. Storrs
Bruce R. Storrs, P.L.S. 6914

FEBRUARY 4, 2011
Date





John Updike
Acting Director of Real Estate



May 5, 2011

Hayes Valley LLC
 c/o Avalon HV Manager, LLC
 185 Berry Street, Suite 3500
 San Francisco, CA 94107
 Attention: Meg Spriggs

SUBJECT: Agreement for Purchase and Sale of Real Estate (Parcel P)

Dear Meg:

Under Section 3.6 of the Agreement for Purchase and Sale of Real Estate between the City and County of San Francisco ("City") and Hayes Valley LLC ("Buyer"), dated as of December 29, 2010 ("Agreement"), this letter is City's confirmation that City and Buyer have agreed that the legal description enclosed with this letter should be appended as Exhibit A to the Agreement and the "Effective Date" is February 8, 2011.

Please confirm Buyer's agreement to these two matters by countersigning this letter in the space provided below and returning the countersigned letter to me. For your convenience, I've enclosed a duplicate copy of this letter and the enclosed legal description so you can also have an original copy of this letter for your records.

Sincerely,

John Updike
 Acting Director of Real Property

Encl

- cc: Don Berger (w/ encl.)
- Lou Vasquez (w/ encl.)
- Richard J. Rabbitt (w/ encl.)
- Ken Rich (w/ encl.)
- Carol Wong (w/ encl.)

THE UNDERSIGNED HEREBY AGREES TO THE MATTERS SET FORTH ABOVE.

HAYES VALLEY LLC, a Delaware limited liability company

By: Avalon HV Manager, LLC, a Delaware limited liability company, its manager

By: Meg Spriggs
 Name: Meg Spriggs
 Its: Vice President
 Date: 5/10/11

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