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EXHIBIT A

CITY AND COUNTY OF SAN FRANCISCO
Community Facilities District No. 2014-1
(Transbay Transit Center)

DESCRIPTION OF FACILITIES TO BE FINANCED BY THE CFD

City and County of San Francisco Community Facilities District No. 2014-1 (Transbay Transit Center) (the "CFD") will pay or finance all or a portion of the costs of the following facilities (the "Facilities"). The Facilities will be constructed, whether or not acquired in their completed states, pursuant to the plans and specifications approved by the City and County of San Francisco (the "City") or other applicable public agencies.

FACILITIES

I. Streetscape and Pedestrian Improvements

Primary Streets (Mission, Howard, Folsom, Fremont, 1st, 2nd, New Montgomery):

Improve existing primary streets in the Transit Center District, including Mission, Howard, Folsom, Fremont, 1st, 2nd, and New Montgomery Streets. Improvements would include sidewalk widening to accommodate additional pedestrian traffic from new development and the Transbay Transit Center, pedestrian and streetscape amenities, bicycle facilities, transit upgrades such as dedicated transit lanes, boarding islands, enhanced shelters and curb extensions to serve transit stops, and roadway circulation, parking, and loading changes. Recommended changes to Primary Streets would be informed by traffic studies to be funded by the CFD.

1 **Living Streets (Beale, Main, and Spear Streets North of Folsom to Market Street):**

2 Improve Beale, Main, and Spear Streets from Folsom Street to Market Street by significantly
3 expanding the sidewalk on one side of each street to approximately 30 feet and reducing the
4 number of traffic lanes to one lane in either direction. Beale and Main Streets would feature a
5 bike lane in the direction of traffic. Within the widened sidewalks, the Living Streets would
6 include linear park space along the length of each block and provide additional open space
7 and pedestrian amenities. The enhancements would include pedestrian amenities, street
8 trees and landscaping, pedestrian lighting, street furniture, pocket parks, active uses, and
9 curb extensions.

10 **Alleys (Stevenson, Jessie, Minna, Natoma, Tehama, Clementina Street):** Improve

11 Stevenson, Jessie, Minna, Natoma, Tehama, Clementina Streets and other alleys within the
12 project area. Alley improvements would include a variety of pedestrian improvements,
13 including sidewalk widening, landscaping, pedestrian lighting, and street furniture, and
14 potential redesign as single-surface shared pedestrian/vehicle ways.

15 **Fremont/Folsom Freeway Off-Ramp Realignment:** Realign the Fremont/Folsom Bay

16 Bridge off-ramp so that it creates a "T" intersection with Fremont Street. This would enhance
17 the safety of pedestrians crossing the off-ramp by standardizing the alignment of the off-ramp
18 and improve the conditions along Folsom Street, planned as a major pedestrian boulevard.

19 **Mid-block Crossings:** Analyze and build new crosswalks at various mid-block

20 locations in the Project Area. Mid-block crosswalks would include crosswalk striping at a
21 minimum. They may also include new traffic signals, curb extensions, and other pedestrian
22 safety features as appropriate.

23 **Signalization:** Upgrade or install traffic signals at approximately 25 intersections in the

24 Project Area. Traffic signal upgrades would be done in conjunction with overall circulation and
25 street improvements in the Project Area.

1 **Shaw Plaza:** Create a pedestrian-only open space that would primarily function as a
2 through connection from Mission Street to the Transbay Transit Center. The plaza would
3 include decorative paving, landscaping, signage, curb ramps, lighting, and drainage
4 improvements.

5 **Natoma Street:** Create a pedestrian plaza and link to the Transit Center between 1st
6 and 2nd Streets. The western two-thirds of Natoma Street between First and Second Streets
7 would be closed to vehicles. Service vehicles and deliveries may be able to access this
8 portion of Natoma Street during night and early morning hours before peak transit and retail
9 times. The eastern one-third of Natoma Street (nearest to First Street) would remain open to
10 vehicles to maintain access to parking and loading for existing buildings on the north side of
11 Howard Street. The pedestrian space would include a new curbless single-surface space
12 including decorative paving, pedestrian lighting, landscaping, and street furniture.

13 **Casual Carpool waiting area improvements:** Improve drop-off and pick-up zones at
14 casual carpool locations in the Project Area, including sufficient sidewalk waiting and
15 passenger loading/unloading space and amenities, including shelters, seating, informational
16 signage and other supportive services.

18 II. Transit and Other Transportation

19 Transit Delay Mitigation: Pay for the purchase of new transit vehicles to mitigate transportation
20 impacts attributable to increased Project Area congestion.

21 **BART Station Capacity:** Enhance capacity constraints at Embarcadero and
22 Montgomery Stations regarding crowding on platforms, vertical circulation, and the “dwell
23 time” required for trains to load and unload passengers, which would be exacerbated by the
24 additional transit riders brought on by new development and the Transbay Transit Center.
25 Potential capacity enhancement measures could include additional vertical circulation (e.g.

1 stairwells, escalators, and elevators), additional fare gates, improvements to the train control
2 system to allow for more frequent service, platform edge doors, and better real-time public
3 information displays on train arrivals at concourse and street levels.

4 **Congestion Charging Pilot:** Study, design and construct capital improvements
5 relating to a congestion charging pilot program, potentially including fare booths, signals,
6 electronic monitoring equipment, and the like. Conduct necessary analyses to inform the
7 appropriate triggers, mechanisms, and capital improvements required for a congestion pricing
8 pilot program to manage traffic volumes entering and exiting the CFD.

9 **Underground Pedestrian Connector:** Create an underground pedestrian tunnel
10 connecting the Transbay Transit Center with the Embarcadero BART/Muni Metro Station,
11 increasing circulation space available for pedestrians and creating a seamless link between
12 the two transit stations.

13 **Downtown Rail Extension (DTX):** Extend the Caltrain rail tracks to the new Transbay
14 Transit Center to accommodate Caltrain and California High Speed Rail, and construct the
15 train components of the Transit Center building including associated systems. The funding
16 would pay for the planning, engineering, right-of-way acquisition, and construction of the DTX.
17

18 **III. Public Open space**

19 **City Park:** Plan, design and construct public open space on the roof of the Transbay
20 Transit Center.

21 **City Park Connections:** Provide connections to the Transbay Transit Center's City
22 Park from adjacent private buildings or from public streets and plazas. Connections could
23 include sky bridges, or connections from ground level to park level, such as elevators,
24 escalators, funiculars, gondolas or similar means of conveying people to City Park.
25

1 Connections would be required to be publicly accessible during standard hours so that
2 members of the public could easily access City Park.

3 **2nd and Howard Public Plaza:** Create an approximately 0.5-acre open space at the
4 corner of 2nd and Howard Streets, on a grouping of parcels located on top of the future train
5 tunnel. The open space would serve as a major access point to the adjacent Transbay Transit
6 Center, including featuring a possible connection to the elevated City Park on the roof of the
7 Transit Center. The open space design would be determined through a public design process.

8 **Transbay Park:** Transbay Park would be a new approximately 1.1-acre park, located
9 between Main, Beale, Tehama, and Clementina Streets. The Park would provide a mix of
10 active and passive recreation spaces.

11 **Chinatown Open Space Improvements:** Improvements to multiple public open
12 spaces in Chinatown whose use would be increased by new development in the Project Area.
13 The open space improvements may include enhancements to Portsmouth Square, a new
14 open space at the Chinatown Central Subway Station, and improvements to other Chinatown
15 parks. Specific open space improvements would be determined through a public design
16 process.

17 **Other Downtown Open Space Improvements:** Improvements to multiple public open
18 spaces in Downtown, whose use would be increased by new development in the Project Area.
19 Specific locations for open space improvements have not been identified yet.

20 **Mission Square:** Public plaza at the entrance to the new Transbay Transit Center at
21 the corner of Fremont and Mission Streets. The plaza would create passive open space and
22 circulation space for people entering and exiting the Transit Center and the adjacent Transit
23 Tower development.

24 **Under-Ramp Park:** Under-Ramp Park would be a new system of open spaces, built
25 adjacent to and under the Bay Bridge off-ramps and bus ramps to the Transbay Transit

1 Center, between Harrison, Howard, First, and Second Streets. The Park would provide a mix
2 of active and passive recreation spaces.

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4 The costs to be financed include the costs of the acquisition of right-of-way (including
5 right-of-way that is intended to be dedicated by the recording of a final map), the costs of
6 design, engineering and planning, the costs of any environmental or traffic studies, surveys or
7 other reports, costs related to landscaping and irrigation, soils testing, permits, plan check and
8 inspection fees, insurance, legal and related overhead costs, coordination and supervision
9 and any other costs or appurtenances related to any of the foregoing.

10 **OTHER**

11 The CFD may also finance any of the following:

12 1. Bond or other debt-related expenses, including underwriters discount, reserve fund,
13 capitalized interest, letter of credit fees and expenses, bond and disclosure counsel fees and
14 expenses, bond remarketing costs, and all other incidental expenses.

15 2. Administrative fees of the City and the bond trustee or fiscal agent related to the
16 CFD and the bonds or other debt.

17 3. Reimbursement of costs related to the formation of the CFD advanced by the City,
18 the landowner(s) in the CFD, or any party related to any of the foregoing, as well as
19 reimbursement of any costs advanced by the City, the landowner(s) in the CFD or any party
20 related to any of the foregoing, for facilities, fees or other purposes or costs of the CFD.

21 4. The CFD may also pay in full all amounts necessary to eliminate any fixed
22 special assessment liens or to pay, repay, or defease any obligation to pay or any
23 indebtedness secured by any tax, fee, charge, or assessment levied within the area of the
24 CFD or may pay debt service on that indebtedness. In addition, tax revenues of the CFD may
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1 be used to make lease or debt service payments on any lease, lease-purchase contract, or
2 certificate of participation used to finance facilities authorized to be financed by the CFD.
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