

File No. 120003 Committee Item No. 1  
 Board Item No. \_\_\_\_\_

**COMMITTEE/BOARD OF SUPERVISORS**  
 AGENDA PACKET CONTENTS LIST

Committee: Land Use and Economic Development Date February 6, 2012

Board of Supervisors Meeting Date \_\_\_\_\_

**Cmte Board**

- |                                     |                          |  |
|-------------------------------------|--------------------------|--|
| <input type="checkbox"/>            | <input type="checkbox"/> | Motion                                       |
| <input type="checkbox"/>            | <input type="checkbox"/> | Resolution                                   |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Ordinance                                    |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Legislative Digest                           |
| <input type="checkbox"/>            | <input type="checkbox"/> | Budget Analyst Report                        |
| <input type="checkbox"/>            | <input type="checkbox"/> | Legislative Analyst Report                   |
| <input type="checkbox"/>            | <input type="checkbox"/> | Youth Commission Report                      |
| <input type="checkbox"/>            | <input type="checkbox"/> | Introduction Form (for hearings)             |
| <input type="checkbox"/>            | <input type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/>            | <input type="checkbox"/> | MOU  |
| <input type="checkbox"/>            | <input type="checkbox"/> | Grant Information Form                       |
| <input type="checkbox"/>            | <input type="checkbox"/> | Grant Budget                                 |
| <input type="checkbox"/>            | <input type="checkbox"/> | Subcontract Budget                           |
| <input type="checkbox"/>            | <input type="checkbox"/> | Contract/Agreement                           |
| <input type="checkbox"/>            | <input type="checkbox"/> | Form 126 – Ethics Commission                 |
| <input type="checkbox"/>            | <input type="checkbox"/> | Award Letter                                 |
| <input type="checkbox"/>            | <input type="checkbox"/> | Application                                  |
| <input type="checkbox"/>            | <input type="checkbox"/> | Public Correspondence                        |

**OTHER (Use back side if additional space is needed)**

- |                                     |                          |  |
|-------------------------------------|--------------------------|--|
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | DPW Order No. 179,841                    |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Map No. A-17-170                         |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | General Plan Referral Memo, dtd 12/15/11 |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Redevelopment Agency Letter, dtd 7/20/10 |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Offer of Improvements                    |
| <input type="checkbox"/>            | <input type="checkbox"/> | _____                                    |
| <input type="checkbox"/>            | <input type="checkbox"/> | _____                                    |
| <input type="checkbox"/>            | <input type="checkbox"/> | _____                                    |

Completed by: Alisa Miller Date February 2, 2012  
 Completed by: \_\_\_\_\_ Date \_\_\_\_\_

An asterisked item represents the cover sheet to a document that exceeds 25 pages.  
 The complete document can be found in the file.

1 [Public Infrastructure Improvements - Mission Bay South - Blocks 2-7 and 13 Phase I]

2  
3 **Ordinance: 1) accepting the irrevocable offer of public infrastructure improvements**  
4 **associated with Mission Bay South Blocks 2-7 and 13 Phase I including acquisition**  
5 **facilities on portions of Fourth Street, Mission Rock Street, China Basin Street, Mission**  
6 **Bay Boulevard North, and Mission Bay Boulevard South; 2) accepting additional**  
7 **property on portions of Fourth Street, Mission Rock Street, and China Basin Street; 3)**  
8 **declaring City property and additional property as shown on official Department of**  
9 **Public Works maps as open public right-of-way; 4) dedicating such improvements for**  
10 **public use and designating such areas and improvements for street and roadway**  
11 **purposes; 5) establishing street grades and sidewalk widths; 6) accepting said facilities**  
12 **for City maintenance and liability purposes, subject to specified limitations; 6) adopting**  
13 **environmental findings and findings that such actions are consistent with the City's**  
14 **General Plan, eight priority policy findings of City's Planning Code Section 101.1, and**  
15 **the Mission Bay South Redevelopment Plan; 7) accepting a Department of Public**  
16 **Works Order; and 8) authorizing official acts in connection with this Ordinance.**

17  
18 Note: Additions are single-underline italics Times New Roman;  
19 deletions are ~~striketrough italics Times New Roman~~.  
20 Board amendment additions are double underlined.  
21 Board amendment deletions are ~~striketrough normal~~.

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

23 Section 1. Findings.

24 (a) All capitalized terms relating to Mission Bay shall have the definitions ascribed to  
25 them pursuant to the Mission Bay South Redevelopment Plan and Plan Documents described  
therein, approved and adopted by the Board of Supervisors of the City and County of San

1 Francisco by Ordinance No. 335-98, on November 2, 1998, a copy of which is in the Clerk of  
2 the Board of Supervisors File No. 981441.

3 (b) The San Francisco Redevelopment Agency, in a letter dated July 20, 2010,  
4 determined that the acceptance of the Mission Bay Blocks 2-7 & 13 Phase I Public  
5 Infrastructure Improvements constructed pursuant to Permit #06IE-0684, dated December 6,  
6 2006 ("Project") and other actions herein set forth are consistent with the Mission Bay South  
7 Redevelopment Plan ("Plan") and Plan Documents described therein. A copy of the  
8 Redevelopment Agency letter is on file with the Clerk of the Board of Supervisors in File No.  
9 120003 and is incorporated herein by reference.

10 (c) The City Planning Department, in a letter dated December 15, 2011 determined  
11 that the acceptance of the Mission Bay Blocks 2-7 & 13 Phase I Public Infrastructure  
12 Improvements and other actions herein set forth are within the scope of the General Plan  
13 consistency findings of Case No. 2011.1139R, the Eight Priority Policies of Planning Code  
14 Section 101.1 and the contemplated actions do not trigger the need for subsequent  
15 environmental review pursuant the California Environmental Quality Act (CEQA) (California  
16 Public Resources Code Sections 21000 et seq.). A copy of the Planning Department letter is  
17 on file with the Clerk of the Board of Supervisors in File No. 120003 and is incorporated herein  
18 by reference.

19 (d) In DPW Order No. 179,841 dated December 20, 2011, including Map No. A-17-  
20 170 dated December 20, 2011 and the Drawing No. Q-20-703 dated December 20, 2011 and  
21 entitled "PROPOSED OFFICIAL STREET GRADES AND SIDEWALK WIDTHS ON FOURTH  
22 STREET, MISSION ROCK STREET, CHINA BASIN STREET, MISSION BAY BOULEVARD  
23 NORTH AND MISSION BAY BOULEVARD SOUTH ", the City Engineer and Director certified  
24 that: (a) FOCIL-MB, LLC ("Focil") has irrevocably offered the Project Improvement facilities to  
25 the City, (b) the Mission Bay Blocks 2-7 & 13 Phase I Public Infrastructure Improvements

1 have been inspected and were certified as complete on June 24, 2009 (Stage 1), March 19,  
2 2010 (Stage 2) and December 13, 2010 (Stage 3), (c) the Project has been constructed in  
3 accordance with the Project Plans and Specifications and all City codes, regulations,  
4 standards and Mission Bay South Plan and Plan Documents governing this project and such  
5 Improvements are ready for their intended use; and (d) the facilities are recommended for  
6 acceptance as acquisition facilities, dedication as public right-of-way, dedication for public use  
7 and designation for street and roadway purposes; establishment of street grades and  
8 sidewalk widths, and acceptance for City maintenance and liability purposes, subject to  
9 specified limitations. A copy of the DPW Order, including official City maps, and Offer are on  
10 file with the Clerk of the Board of Supervisors in File No. 120003 and are incorporated herein  
11 by reference.

12 Section 2. Adoptions and Approvals.

13 (a) The Board of Supervisors adopts as its own the Redevelopment Plan consistency  
14 findings of the San Francisco Redevelopment Agency in connection with the acceptance of  
15 the Project and other actions set forth herein.

16 (b) The Board of Supervisors adopts as its own the General Plan and Planning Code  
17 Section 101.1 consistency findings and CEQA findings of the Planning Department in  
18 connection with the Project and other actions set forth herein.

19 (c) The Board of Supervisors has reviewed and approves the City Engineer's  
20 certification and Director's recommendation concerning the acceptance of the Focil  
21 Irrevocable Offer of Improvements dated February 1, 2011 for the Project; acceptance of said  
22 facilities and right-of-way for City maintenance and liability responsibilities; establishment of  
23 the street grades and sidewalk widths; and other related actions.

1 Section 3. Designation of Right-of-Way, Acceptance of New Acquisition Facilities and  
2 Assumption of Maintenance Responsibilities.

3 (a) The Board of Supervisors accepts the Focil Irrevocable Offer of Improvements  
4 and irrevocable offer of dedication of real property for additional right-of-way purposes,  
5 including the acceptance of Grant Deeds. The Board of Supervisors hereby delegates  
6 authority to the Director of Property to execute the Grant Deeds.

7 (b) The Board of Supervisors acknowledges the typical nature of the proposed right-  
8 of-way to allow future accommodation of a UCSF utility easement and approves Map No. A-  
9 17-170 dated December 20, 2011, to be an open public right-of-way dedicated for public use,  
10 designates the street names "Fourth Street, China Basin Street, Mission Rock Street, Mission  
11 Bay Boulevard North and Mission Bay Boulevard South" as shown on said Map No.

12 A-17-170, and hereby directs the Department of Public Works to revise the official City Street  
13 Right-of-Way Maps in accordance with this Ordinance.

14 (c) Pursuant to California Streets and Highways Code Section 1806 and San  
15 Francisco Administrative Code Sections 1.51 et seq., the Acquisition Agreement dated June  
16 1, 2001 by and between the Redevelopment Agency of the City and County of San Francisco  
17 and Catellus Development Corporation, a Delaware Corporation, and the Department of  
18 Public Works Order No. 179,841 dated December 20, 2011, the Board of Supervisors hereby  
19 dedicates facilities described in the Focil Irrevocable Offer of Improvements for public use;  
20 designates such facilities for street and roadway purposes; and accepts such facilities for City  
21 maintenance and liability purposes, subject to the conditions listed in subsection (d). The  
22 Board's acceptance of improvements pursuant to this Subsection is for a portion of the Blocks  
23 2-7 & 13 Phase I Public Infrastructure Improvements only and is subject to the warranty  
24 obligations under the Blocks 2-7 & 13 Phase I Public Improvements Permit #061E-0684.  
25

1 (d) The Blocks 2-7 & 13 Phase I Public Infrastructure Improvements accepted by the  
2 Board pursuant to Subsections (b) and (c) are subject to the following: (1) the portions of  
3 streets being accepted for street and roadway purposes are constructed from back of  
4 sidewalk to back of sidewalk, unless specified otherwise or as shown on Project Improvement  
5 Plans, (2) acceptance of project facilities for City maintenance and liability purposes is from  
6 back of curb to back of curb, unless specified otherwise, (3) encroachments that are  
7 permitted, not permitted, or both are excluded from acceptance, and (4) the acceptance of the  
8 streets does not obviate, amend, alter, or in any way affect existing maintenance agreements  
9 between the City and parties to such agreements.

10 (e) Authority is hereby delegated to the Director of Property in consultation with the  
11 Director of Public Works to proceed with the negotiation of a UCSF utility easement below the  
12 area designated as 4<sup>th</sup> Street. When complete, the easement shall be presented to the Board  
13 of Supervisors under separate legislation for its approval.

14 (f) The Board of Supervisors hereby acknowledges Focil's Conditional Assignment  
15 of Warranties and Guaranties in accordance with the related Street Improvement Permit and  
16 the Mission Bay South Acquisition Agreement.

17 Section 4. Establishment of Street Grades.

18 (a) Notwithstanding California Streets and Highways Code Sections 8000 et seq., the  
19 Board of Supervisors, in accordance with San Francisco Administrative Code Sections 1.51 et  
20 seq., chooses to follow its own procedures for the establishment of street grades. The Board  
21 hereby establishes the street grades for those portions of Fourth Street, Mission Rock Street,  
22 China Basin Street, Mission Bay Boulevard North and Mission Bay Boulevard South as set  
23 forth in the Department of Works Order No. 179,841, Drawing No. Q-20-703 dated December  
24 20, 2011 and hereby directs the Department of Public Works to revise the Official City Street  
25 Grade Maps in accordance with this Ordinance.

1 Section 5. Establishment of Sidewalk Widths.

2 (a) In accordance with the recommendation in Department of Public Works Order  
3 No. 179,841, Board of Supervisors Ordinance No. 1061, entitled "Regulating the Width of  
4 Sidewalks, a copy of which is in the Clerk of the Board of Supervisor's Book of General  
5 Ordinances, in effect May, 11, 1910, is hereby amended by adding thereto a new section to  
6 read as follows:

7 Section 1594 . The width of sidewalks on those portions of Fourth Street, Mission Rock  
8 Street, China Basin Street, Mission Bay Boulevard North and Mission Bay Boulevard South shall  
9 be modified as shown on the Department of Public Works Drawing No. Q-20-703 dated December  
10 20, 2011.

11 (b) The street sidewalk widths established by the Board pursuant to Subsection (a)  
12 for those portions of Fourth Street, Mission Rock Street, China Basin Street, Mission Bay  
13 Boulevard North and Mission Bay Boulevard South do not obviate, amend, alter, or in any  
14 other way affect the maintenance obligations of the adjacent property owners as set forth in  
15 the Public Works Code.

16 (c) The Board of Supervisors hereby directs the Department of Public Works to add  
17 these sidewalk segments to its Official City Maps in accordance with this Ordinance.

18 Section 6. Authorization for Implementation

19 All actions heretofore taken by the officers of the City with respect to such Ordinance  
20 are hereby approved, confirmed and ratified, and the Mayor, Clerk of the Board, Director of  
21 Property, and Director of Public Works are hereby authorized and directed to take any and all  
22 actions which they or the City Attorney may deem necessary or advisable in order to  
23 effectuate the purpose and intent of this Ordinance, including, but not limited to, the  
24 recordation of this Ordinance and the accompanying A-17 Map and Grant Deeds in the  
25 Official Records of the City and County of San Francisco.

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RECOMMENDED:

DEPARTMENT OF PUBLIC WORKS

By: 

Mohammed Nuru

Interim Director of Public Works

APPROVED AS TO FORM:

Dennis J. Herrera

City Attorney

By: 

John D. Malamut

Deputy City Attorney

DESIGNATION CERTIFIED BY:

DEPARTMENT OF PUBLIC WORKS

By: 

Fuad S. Sweiss

Deputy Director of Engineering  
and City Engineer



## LEGISLATIVE DIGEST

[Public Infrastructure Improvements - Mission Bay South - Blocks 2-7 and 13 Phase I]

**Ordinance: 1) accepting the irrevocable offer of public infrastructure improvements associated with Mission Bay South Blocks 2-7 and 13 Phase I including acquisition facilities on portions of Fourth Street, Mission Rock Street, China Basin Street, Mission Bay Boulevard North, and Mission Bay Boulevard South; 2) accepting additional property on portions of Fourth Street, Mission Rock Street, and China Basin Street; 3) declaring City property and additional property as shown on official Department of Public Works maps as open public right-of-way; 4) dedicating such improvements for public use and designating such areas and improvements for street and roadway purposes; 5) establishing street grades and sidewalk widths; 6) accepting said facilities for City maintenance and liability purposes, subject to specified limitations; 6) adopting environmental findings and findings that such actions are consistent with the City's General Plan, eight priority policy findings of City's Planning Code Section 101.1, and the Mission Bay South Redevelopment Plan; 7) accepting a Department of Public Works Order; and 8) authorizing official acts in connection with this Ordinance.**

### Existing Law

The Board of Supervisors adopted and approved the Redevelopment Plan for the Mission Bay South Project Area by Ordinance No. 335-98 on November 2, 1998. This Ordinance and related Mission Bay legislation established a process by which the project developer (FOCIL-MB, LLC) would construct specified public improvements and dedicate said improvements to the City. Upon dedication, the City would initiate the local and State law procedures to establish the areas as open public right-of-ways, and take related actions.

### Amendments to Current Law

This legislation would accept offers of dedication for improvements and real property and designate new public right-of-way; approve Map No. A-17-170, declaring said right-of-way open to the public; designate the improvements for street and roadway purposes; establish official street grades and sidewalk widths; accept the public infrastructure improvements on portions of Fourth Street, Mission Rock Street, China Basin Street, Mission Bay Boulevard North and Mission Bay Boulevard South for maintenance and liability purposes, subject to limitations, all in accordance with the procedures established for the Mission Bay South Redevelopment Project and applicable local and State law. This Ordinance would make certain findings related to the legislation, including environmental findings and findings that the legislation is consistent with the Mission Bay South Redevelopment Plan, the General Plan, and the priority policy findings of the Planning Code Section 101.1.

### Background Information

This legislation relates to the Infrastructure Improvements lying adjacent to Assessor's Block 8711 being portions of Fourth Street, Mission Rock Street, Mission Bay Boulevard North and Mission Bay Boulevard South within the Mission Bay South Development Plan.



**Department of Public Works**  
**GENERAL - DIRECTOR'S OFFICE**

**Edwin M. Lee, Mayor**

City Hall, Room 348

**Mohammed Nuru, Director**

**1 Dr. Carlton B. Goodlett Place, S.F., CA 94102**

**DPW Order No: 179,841**

December 20, 2011

Re: Recommendation for formal acceptance of the Mission Bay Blocks 2-7 & 13 Phase I Public Infrastructure Improvements on portions of Fourth Street, Mission Rock Street, China Basin Street, Mission Bay Boulevard North and Mission Bay Boulevard South and the acceptance of additional property for right-of-way and roadway purposes on portions of Fourth Street, Mission Rock Street and China Basin Street; declaring the additional property and City property as open public right-of-way; designation of City property, additional property and improvements for street and roadway purposes; establishment of street grades and sidewalk widths, acceptance of maintenance and liability for said facilities, subject to specified limitations; acceptance.

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

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

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

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

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

WHEREAS, On August 10, 2004, the City conditionally approved the Tentative Map for Mission Bay Blocks 2-7 & 11-13; and

WHEREAS, On November 22, 2004, Catellus Land and Development Corporation granted certain properties, including the property described herein, and all its right, title, interest and obligations with respect thereto, to FOCIL—MB, LLC, a Delaware limited liability company ("FOCIL"), recorded December 1, 2004 in Reel I774, Image 0005, Official Records of the City and County of San Francisco; and

WHEREAS, On June 5, 2005, FOCIL submitted a Tentative Condominium Map to the City; and

WHEREAS, On January 13, 2006, the City conditionally approved the Tentative Condominium Map for Mission Bay Blocks 2-7 and 11-13; and

WHEREAS, On February 2, 2006, FOCIL, and the City entered into a Public Improvement Agreement with

regard to the Blocks 2-7 & 13 Improvements; and

WHEREAS, On February 22, 2006, the Final Map for Mission Bay Blocks 2-7 & 13 was recorded in Book BB of Maps, At Pages 54 through 58, San Francisco City and County Records; and

WHEREAS, On December 6, 2006, the Department of Public Works issued Permit No. 06IE-0684 to construct the "Mission Bay Residential Area Blocks 2-7, 13, P5, P6, P13, and P15 Phase 1 Public Improvements"; and

WHEREAS, On June 24, 2009, the Department of Public Works issued a notice determining that the Phase 1, stage 1 public infrastructure improvements on Fourth Street between Channel Street and China Basin Street, Mission Rock Street between Third Street and Fourth Street and China Basin Street between Third Street and Fourth Street are substantially complete pursuant to the Improvement Permit #06IE-0684 and are ready for their intended use; and

WHEREAS, On March 19, 2010, the Department of Public Works issued a notice determining that the Phase 1, Stage 2 public infrastructure improvements on Fourth Street between China Basin Street and Nelson Rising Lane are substantially complete pursuant to the Improvement Permit #06IE-0684 and are ready for their intended use; and

WHEREAS, On December 13, 2010, the Department of Public Works issued a notice determining that the Phase 1, Stage 3 public infrastructure improvements on Mission Bay Boulevard North and Mission Bay Boulevard South are substantially complete pursuant to the Improvement Permit #06IE-0684 and are ready for their intended use; and

WHEREAS, In a letter (attached as Exhibit A) dated June 29, 2010, the Redevelopment Agency found the acceptance of the final street grades and permanent sidewalk improvements on the east side of Third Street and other actions are "consistent with the Mission Bay South Redevelopment Plan and Plan Documents, described therein, and recommends Board of Supervisors approval; and

WHEREAS, On February 1, 2011, FOCIL irrevocably offered to the City the public infrastructure improvements and facilities as constructed or installed pursuant to the Improvement Plans for the "Mission Bay Residential Area Blocks 2-7, 13, P5, P6, P13, and P15 Phase 1 Public Improvements" as approved by the Department of Public Works on December 6, 2006, and any authorized revisions or contract change orders thereto, but excluding therefrom those portions of the Improvements which are identified on the as built drawings as "Pacific Gas and Electric (PG&E), AT&T and Comcast service conduits" facilities, and all temporary or interim facilities constructed as shown on said improvement plans (Focil Irrevocable Offer); and

WHEREAS, In a letter (attached as Exhibit B) dated December 15, 2011, the City Planning Department determined that the acceptance of the Blocks 2-7 & 13 Phase 1 Public Infrastructure Improvements are consistent with the General Plan consistency findings of Case No. 2011.1139R, the Eight Priority Policies of Planning Code Section 101.1 and the contemplated actions do not trigger the need for subsequent environmental review pursuant to the California Environmental Quality Act (CEQA) (California Public Resources Code Sections 21000 et seq.); and

WHEREAS, The Warranties and Guaranties with regard to the Blocks 2-7 & 13 Phase I Stage 1, Stage 2 and Stage 3 improvements are valid for a period of one (1) year and are now expired; and

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

- a. All inspections have been performed, test results have been obtained, permit conditions and mitigation measures have been complied with, punch list items have been resolved, and improvement plan As-Built drawings have been received for the Blocks 2-7 & 13 Phase I Public Infrastructure Improvements.
- b. The construction for a part of this Project was for joint trench underground utilities, in addition to the construction and sale of some public utility conduits, vaults, and boxes. Certain conduits, vaults, and boxes

were: 1) designated for City use for purposes, 2) intentionally unassigned 3) the public utilities identified as participants in the trench may have cancelled their contract of purchase, or otherwise declined to use or occupy the facilities, and these unassigned or otherwise unused facilities are available for future lease or sale under the Mission Bay South Acquisition Agreement.

- c. Mission Bay Development Group, LLC on behalf of FOCIL, has submitted a copy of record Notice of Completion, Assignments of Warranties and Guaranties, Assignments of Reimbursements to the Agency from third parties, if applicable, and evidence of acceptability of the facilities from all applicable public entities and/or non-City utilities.
- d. By the letters dated June 24, 2009 (Stage 1), March 19, 2010 (Stage 2) and December 13, 2010 (Stage 3) DPW has determined that the work is ready for its intended use and has been completed substantially in conformance with the Plans and Specifications for Mission Bay Blocks 2-7 & 13 Phase I Public Improvements Project approved by the Department of Public Works on December 6, 2006 in Permit No. 06IE-0684, or any authorized revision thereto, and has been constructed in accordance with all City codes, regulations, standards and the Mission Bay South Plan and Plan Documents governing this Project.

**NOW THEREFORE BE IT ORDERED THAT,**

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

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

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

I further recommend that the Board of Supervisors authorize the Director of Property to execute the Grant Deeds.

I further hereby recommend that the Board of Supervisors authorize the Director of Property in consultation with the Director of Department of Public Works to proceed with negotiation of a UCSF utility easement under that portion of Fourth Street located South of Mission Bay Boulevard South.

I further recommend the Board of Supervisors approve Map No. A-17-170, dated December 20, 2011 and dedicate the areas shown hatched as open public right-of-way and designate said areas for street and roadway purposes, subject to the following limitations: (1) the portions of streets being accepted for street and roadway purposes are constructed from back of sidewalk to back of sidewalk, unless specified otherwise or as shown on Project Improvement Plans, (2) encroachments that are permitted, not permitted, or both are excluded from acceptance, and (3) the acceptance of the streets does not obviate, amend, alter, or in any way after existing maintenance agreements between the City and parties to such agreements.

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

I recommend that the Board of Supervisors acknowledge FOCIL's Conditional Assignment of Warranties and Guaranties to the City and County of San Francisco with regard to the Blocks 2-7 & 13 Phase 1 Infrastructure Improvements.

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

I hereby recommend the Board of Supervisors, relying on its own procedures pursuant to Administrative Code Section 1.51 et seq., and notwithstanding California Streets and Highways Code Sections 8000 et seq., establish the street grades for those portions of Fourth Street, Mission Rock Street, China Basin Street, Mission Bay Boulevard North and Mission Bay Boulevard South as shown on the Department of Public Works Drawing No. Q-

20-703, dated December 20, 2011.

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

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

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

*Section 15 94 the widths of sidewalks on those portions of Fourth Street, Mission Rock Street, China Basin Street, Mission Bay Boulevard North and Mission Bay Boulevard South shall be modified as shown on Department of Public Works Drawing No. Q-20-703, dated December 20, 2011;*

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

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

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

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

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

 [Click here to sign this section](#)

12/21/2011

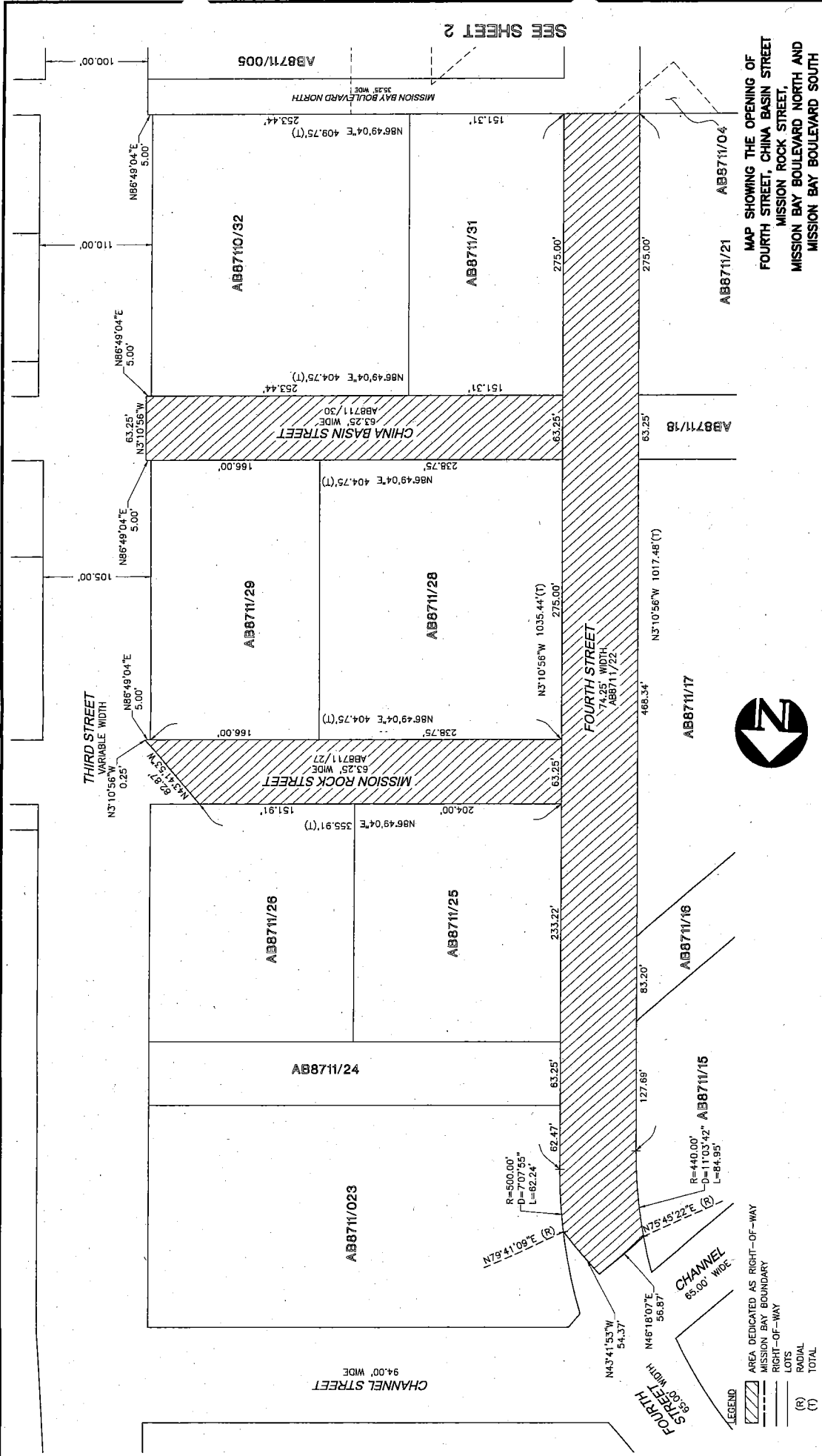
**X** Fuad Sweiss, City Engineer

**Signed by Sweiss, Fuad** [View details](#)  
on Wednesday, December 21, 2011 2:33 PM (Pacific Standard Time)

12/21/2011

**X** Mohammed Nuru

**Signed by Nuru, Mohammed** [View details](#)  
on Wednesday, December 21, 2011 5:17 PM (Pacific Standard Time)



APPROVED AS TO FORM:  
BY: \_\_\_\_\_ CITY AND COUNTY SURVEYOR  
APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011.  
BY ORDER NO. \_\_\_\_\_ DIRECTOR OF PUBLIC WORKS

RECORDER'S STATEMENT  
FILED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011, AT \_\_\_\_\_ AT \_\_\_\_\_ A.M. IN BOOK \_\_\_\_\_ OF THE REQUEST OF THE COUNTY SURVEYOR OF THE CITY AND COUNTY OF SAN FRANCISCO.

LEGEND  
 [Hatched Box] AREA DEDICATED AS RIGHT-OF-WAY  
 [Dashed Line] MISSION BAY BOUNDARY  
 [Solid Line] RIGHT-OF-WAY  
 [Thin Solid Line] LOTS  
 [Circle with R] RADIAL  
 [Circle with T] TOTAL

THIS MAP, COMPRISING OF ONE (1) SHEET, IS APPROVED AND MADE A PART OF THE RECORDS SHOWN HEREIN AND IS REFERRED TO BE OPEN PUBLIC STREET DEDICATED TO PUBLIC USE TO BE KNOWN BY NAMES AS SHOWN ON THIS MAP BY ORDINANCE NO. \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011.

CITY AND COUNTY OF SAN FRANCISCO  
 DEPARTMENT OF PUBLIC WORKS  
 BUREAU OF STREET USE AND MAPPING  
 MISSION BAY BOULEVARD NORTH AND  
 MISSION BAY BOULEVARD SOUTH

REFERENCES:  
 SCALE: 1" = 60'  
 BOOK 7 OF MAPS, PAGES 07-110  
 BOOK 06 OF SURVEY MAPS, PAGES 54-58

SHEET 1 OF 2 SHEETS

APPROVED AS TO FORM:  
BY: \_\_\_\_\_ CITY AND COUNTY SURVEYOR  
APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011.  
BY ORDER NO. \_\_\_\_\_ DIRECTOR OF PUBLIC WORKS

RECORDER'S STATEMENT  
FILED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011, AT \_\_\_\_\_ AT \_\_\_\_\_ A.M. IN BOOK \_\_\_\_\_ OF THE REQUEST OF THE COUNTY SURVEYOR OF THE CITY AND COUNTY OF SAN FRANCISCO.

LEGEND  
 [Hatched Box] AREA DEDICATED AS RIGHT-OF-WAY  
 [Dashed Line] MISSION BAY BOUNDARY  
 [Solid Line] RIGHT-OF-WAY  
 [Thin Solid Line] LOTS  
 [Circle with R] RADIAL  
 [Circle with T] TOTAL

THIS MAP, COMPRISING OF ONE (1) SHEET, IS APPROVED AND MADE A PART OF THE RECORDS SHOWN HEREIN AND IS REFERRED TO BE OPEN PUBLIC STREET DEDICATED TO PUBLIC USE TO BE KNOWN BY NAMES AS SHOWN ON THIS MAP BY ORDINANCE NO. \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011.

CITY AND COUNTY OF SAN FRANCISCO  
 DEPARTMENT OF PUBLIC WORKS  
 BUREAU OF STREET USE AND MAPPING  
 MISSION BAY BOULEVARD NORTH AND  
 MISSION BAY BOULEVARD SOUTH

REFERENCES:  
 SCALE: 1" = 60'  
 BOOK 7 OF MAPS, PAGES 07-110  
 BOOK 06 OF SURVEY MAPS, PAGES 54-58

SHEET 1 OF 2 SHEETS

APPROVED AS TO FORM:  
BY: \_\_\_\_\_ CITY AND COUNTY SURVEYOR  
APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011.  
BY ORDER NO. \_\_\_\_\_ DIRECTOR OF PUBLIC WORKS

RECORDER'S STATEMENT  
FILED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011, AT \_\_\_\_\_ AT \_\_\_\_\_ A.M. IN BOOK \_\_\_\_\_ OF THE REQUEST OF THE COUNTY SURVEYOR OF THE CITY AND COUNTY OF SAN FRANCISCO.

LEGEND  
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CITY AND COUNTY OF SAN FRANCISCO  
 DEPARTMENT OF PUBLIC WORKS  
 BUREAU OF STREET USE AND MAPPING  
 MISSION BAY BOULEVARD NORTH AND  
 MISSION BAY BOULEVARD SOUTH

REFERENCES:  
 SCALE: 1" = 60'  
 BOOK 7 OF MAPS, PAGES 07-110  
 BOOK 06 OF SURVEY MAPS, PAGES 54-58

SHEET 1 OF 2 SHEETS

APPROVED AS TO FORM:  
BY: \_\_\_\_\_ CITY AND COUNTY SURVEYOR  
APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011.  
BY ORDER NO. \_\_\_\_\_ DIRECTOR OF PUBLIC WORKS

RECORDER'S STATEMENT  
FILED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2011, AT \_\_\_\_\_ AT \_\_\_\_\_ A.M. IN BOOK \_\_\_\_\_ OF THE REQUEST OF THE COUNTY SURVEYOR OF THE CITY AND COUNTY OF SAN FRANCISCO.

LEGEND  
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 [Dashed Line] MISSION BAY BOUNDARY  
 [Solid Line] RIGHT-OF-WAY  
 [Thin Solid Line] LOTS  
 [Circle with R] RADIAL  
 [Circle with T] TOTAL

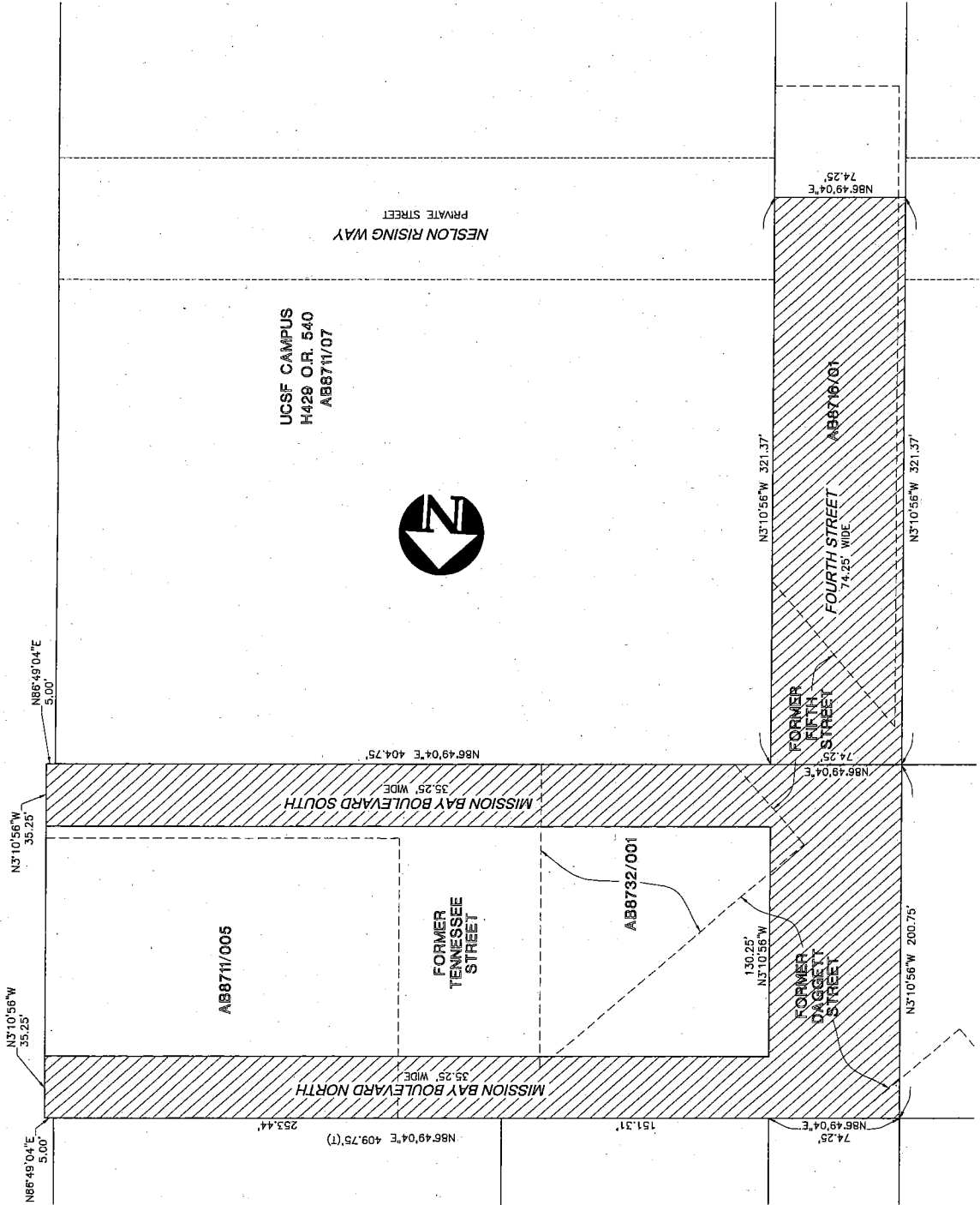
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CITY AND COUNTY OF SAN FRANCISCO  
 DEPARTMENT OF PUBLIC WORKS  
 BUREAU OF STREET USE AND MAPPING  
 MISSION BAY BOULEVARD NORTH AND  
 MISSION BAY BOULEVARD SOUTH

REFERENCES:  
 SCALE: 1" = 60'  
 BOOK 7 OF MAPS, PAGES 07-110  
 BOOK 06 OF SURVEY MAPS, PAGES 54-58

SHEET 1 OF 2 SHEETS

THIRD STREET



- LEGEND
- AREA DEDICATED AS RIGHT-OF-WAY
  - MISSION BAY BOUNDARY
  - RIGHT-OF-WAY
  - LOTS
  - RADIAL
  - (R)
  - (T)
  - TOTAL

MAP SHOWING THE OPENING OF  
 FOURTH STREET, CHINA BASIN STREET  
 MISSION ROCK STREET,  
 MISSION BAY BOULEVARD NORTH AND  
 MISSION BAY BOULEVARD SOUTH

CITY AND COUNTY OF SAN FRANCISCO  
 DEPARTMENT OF PUBLIC WORKS  
 BUREAU OF STREET USE AND MAPPING

SCALE: 1" = 40'

REFERENCES:

BOOK Z OF MAPS, PAGES 97-119  
 BOOK BB OF SURVEY MAPS, PAGES 54-58



# SAN FRANCISCO PLANNING DEPARTMENT

## General Plan Referral

1650 Mission St.  
Suite 400  
San Francisco,  
CA 94103-2479

Reception:  
415.558.6378

Fax:  
415.558.6409

Planning  
Information:  
415.558.6377

**Date:** December 15, 2011  
**Case No.** Case No. 2011.1139R  
**Mission Bay South Acceptance of Land and Public Infrastructure:**  
Mission Bay South Blocks 2-7 & 13 Phase 1 (AB 8711/ 013-032);  
Mission Bay Blocks 2-7 & 11-13 Phase 2 (AB 8710/005, 008),  
Mission Bay Drive Extension and Mission Bay Drive Circle (AB  
8726/001, 002, AB 8709/002, 003); Mission Bay Drive Median and  
Park P10 (AB 8709/002, 003); 4<sup>th</sup> Street/16<sup>th</sup> Street Signalization  
(AB 8722/010, 8711/011)

**Block/Lot No.:** AB 8711/013-032, 8710/005, 008); 8726/001, 002, 8709/002-003;  
AB 8709/002-003); AB 8722/010, 8711/011

**Project Sponsor:** FOCIL-MB LLC  
Mission Bay Development Group LLC  
255 Channel Street  
San Francisco, CA 94158

**Referred By:** Grace Kwak  
Department of Public Works / Mission Bay Task Force  
30 Van Ness Avenue, Suite 4200  
San Francisco, CA 94102

**Staff Contact:** Stephen Shotland – (415) 558-6308  
[stephen.shotland@sfgov.org](mailto:stephen.shotland@sfgov.org)

**Recommendation:** Finding the project, on balance, is in conformity with  
the General Plan

**Recommended  
By:**   
John Rahaim, Director of Planning

### PROJECT DESCRIPTION

We are in receipt of your letter dated October 3, 2011, as revised on October 14, 2011 and December 12, 2011, requesting that the Planning Department consider a General Plan Referral application concerning City acceptance of land, infrastructure improvements and related actions related to the Mission Bay South Redevelopment Project, pursuant to Section 4.105 of the Charter and Section 2A.53 of the Administrative Code. The proposed project calls for the acceptance of real property and acceptance and dedication of public infrastructure located in the Mission Bay South Redevelopment Project Area.



**PROPOSED ACTIONS BY BOARD OF SUPERVISORS**

The Board of Supervisors will consider taking actions to accept land located in the Mission Bay South Project Area, and to accept and dedicate Public Infrastructure. The infrastructure improvements have been constructed in the Mission Bay South Project Area, generally consistent with the Redevelopment Plan for the Mission Bay South Redevelopment Project, which was considered in earlier actions by the Planning Commission, and other official bodies. The property and public infrastructure improvements related to this action are summarized below and reviewed in the body of this General Plan Referral. Plans of the project elements are available for review in the Case 2011.1139R docket and are at the offices of the Planning Department.

**LIST OF PROJECT ELEMENTS <sup>1</sup>**

1. **Blocks 2-7 & 13 Phase 1 Improvements**
  - a. **Acceptance of Land (Assessor's Block 8711, Lots 15, 16, 18, 19, 22, 27, and 30).** The Board of Supervisors will act to approve the Grant Deeds for the land and authorize the Director of Property to accept the land. The subject case includes property shown on the Blocks 2-7 & 13 Phase 1 Final Map (Exhibit C-1) and Offers of Dedication (Exhibits B-1 and B-2), available for review at the offices of the Planning Department.
  - b. **Acceptance and Dedication of Public Infrastructure, constructed per the approved plans**
  - c. **Excerpts of the Blocks 2-7 & 13 Phase 1 Improvement Plans (Excluding Parks)**
2. **Blocks 2-7 & 11-13 Phase 2 Improvements**
  - a. **Acceptance of Land (Assessor's Block 8710, Lot 5, and Lot 8.** The Board of Supervisors will act to approve the Grant Deeds for the land and authorize the Director of Property to accept the land.
  - b. **Acceptance and Dedication of Public Infrastructure, constructed per the approved plans**
  - c. **Excerpts of the Blocks 2-7 & 11-13 Phase 2 Improvement Plans**
3. **Mission Bay Drive Extension and Mission Bay Drive Circle Improvements**
  - a. **Acceptance and Dedication of Public Infrastructure, constructed per the approved plans**
  - b. **Excerpts of the Mission Bay Drive Extension and Mission Bay Drive Circle Improvement Plans**
4. **Park P10 and Mission Bay Drive Median Public Improvements**
  - a. **Acceptance and Dedication of Public Infrastructure, constructed per the approved plans**
5. **4<sup>th</sup> Street and 16<sup>th</sup> Street Intersection Improvements**
  - a. **Acceptance and Dedication of Public Infrastructure, constructed per the approved plans**

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<sup>1</sup> Attachment 1 describes the Project elements in greater detail; Exhibits are in Planning Case 2011.1139R docket and are available for review at the offices of the Planning Department.

**Acceptance of Dedication of the Public Infrastructure Improvements**

The Department of Public Works (DPW) has determined that the public infrastructure improvements listed as part of Case 2011.1139R have been installed and constructed in accordance with the approved Plans and Specifications and are ready for their intended use. Accordingly, the Developer is obligated to dedicate the Infrastructure Improvements to the City. The Project includes acceptance of the following types of infrastructure improvements: streets, roadways, curbs, gutters, sidewalks, street lighting, traffic controls, low pressure, high pressure and reclaimed water lines, sewer, stormwater, gas distribution and electric distribution lines and services, joint utility trenches, fire hydrants, as well as landscape materials installed as part of the infrastructure improvements.

**PREVIOUS ACTIONS RELATED TO THIS PROJECT**

The Board of Supervisors, the Planning Department and Planning Commission, and the Redevelopment Agency and Redevelopment Commission have taken a number of actions related to this project. Exhibits listed below are available for review in Docket 2011.1139R at the offices of the Planning Department. The following actions related to the project have been taken.

1. The Planning Commission found the Mission Bay North and Mission Bay South Redevelopment Plans, dated September 4, 1998, consistent with the San Francisco General Plan, by adopting Resolution No. 14699 on September 17, 1998. The projects included all of the elements included in the subject case, which were proposed as part of the Mission Bay South Redevelopment Plan.
2. The Mission Bay Tentative Map and Land Transfers were found to be consistent with the General Plan and Section 101.1 of the Planning Code, as stated in a letter dated Nov., 13, 1998 from the Planning Department to Mr. Mark Primeau, Department of Public Works. The Tentative Map and Land Transfer document, and are available for review as Exhibit K in the Planning Case 2011.1139 docket.
3. An Owner Participation Agreement (OPA) was executed between the Redevelopment Agency of the City and County of San Francisco and the project sponsor, on November 16, 1998. The OPA included the Infrastructure Plan that defined the horizontal infrastructure plans and improvements that are incorporated into the subject project. The OPA is available for review as Exhibit L in the Planning Case 2011.1139R docket.
4. The Final Land Transfer Map was approved by the Board of Supervisors by Motion No. M99-79 and recorded in Book Z of Maps, on Pages 97-117, Official Records.
5. The Mission Bay South Blocks 2-7 and 11-13 Tentative Map (Phase 1 & 2), conditionally approved on August 10, 2004 was found to be consistent with the General Plan and Section 101.1 of the Planning Code subject to the CEQA mitigation measures adopted by the Board of Supervisors and the Redevelopment Commission as part of the Mission Bay Development Plans. The Planning Department found the project, subject to Conditions of Approval, in conformity with the General Plan and the priority policies of Planning Code Section 101.1, in a letter dated August 6, 2004. A copy of the letter (Exhibit M) is available for review in the Planning Case 2011.1139R docket.

6. In a letter dated August 5, 2004, the SFRA determined that the Blocks 2-7 & 11-13 Tentative Map, conditionally approved on August 10, 2004, was consistent with the Mission Bay South Redevelopment Plan, including the Mission Bay South Plan, the Scope of Development and the Design for Development Document, pursuant to Section 1434 of the Mission Bay Subdivision Code and that the project is in substantial conformance with the Major Phase approved by the Redevelopment Commission. A copy of the SFRA letter of August 5, 2004 is available for review as Exhibit M in the Planning Case 2011.1139R docket.
  - a. The Mission Bay South Blocks 2-7 & 13 Phase 1 Final Map, Tract No. 3936, was approved by the Board of Supervisors and recorded on February 22, 2006, in Book BB of Maps, at Pages 54 through 58. A copy of the Map is available for review as Exhibit C-1 in the Planning Case 2011.1139R docket. The Mission Bay South Blocks 11 and 12 Phase 2 Final Map was approved by the Board of Supervisors and recorded on April 8, 2011 in Book DD of Survey Maps, at Pages 116 through 121. A copy of the Map is available for review as Exhibit C-2 in the Planning Case 2011.1139R docket.

#### ENVIRONMENTAL REVIEW

The Major Environmental Analysis section of the Planning Department completed Environmental Review of the Mission Bay Final Subsequent Environmental Impact Report (FSEIR). The FSEIR included analysis of regulatory and physical aspects of the Plan, including: the vacation of public rights-of-way, property acquisition, acceptance of offers of dedication of land for road rights-of-way, and acceptance of offers of Dedication of horizontal improvements (street and public rights-of-way, stormwater and sanitary sewer pump stations), among other actions.

The Final Subsequent Environmental Impact Report for Mission Bay (FSEIR) was prepared pursuant to the California Environmental Quality Act and was certified as adequate, accurate and objective in the following actions:

1. Redevelopment Commission Resolution No. 182-98 on 9/17/1998
2. Planning Commission Case 1996.771E, Resolution No. 14696 on 9/17/1998, certifying the FSEIR
3. Board of Supervisors affirmed the Planning Commission's certification of the EIR by Resolution No. 854-98 on 10/19/1998.
4. Redevelopment Agency issued Addendum #6 to the FSEIR on 9/10/2008.
5. All of the projects included and referenced as part of this Project were analyzed in the FSEIR and Addendum # 6; it is available for review in the subject case docket (Exhibit J).

The Environmental Planning Section of the Planning Department determined that further Environmental Analysis is not required, as the subject project (acceptance real property and acceptance of dedication of public infrastructure including the referenced project) was analyzed as part of the FSEIR certified by the Planning Commission and affirmed by the Board of Supervisors, as amended by subsequent Addenda. In addition, acceptance of infrastructure improvements (non-physical actions) is exempt from further environmental review, pursuant to Sec. 15060(c) (2) of CEQA guidelines.

## GENERAL PLAN COMPLIANCE AND BASIS FOR RECOMMENDATION

The Project is consistent with the following relevant objectives and policies of the General Plan. The Project is consistent with the following General Plan Objectives and Policies. The Objectives and Policies are shown in bold font, policy text is in regular font, and staff comments are in *italic font*.

### COMMERCE & INDUSTRY ELEMENT

#### Policy 6.7

**Promote high quality urban design on commercial streets.**

*Comment: Streets and other public infrastructure improvements will be constructed consistent with the Mission Bay South Redevelopment Plan, which calls for high quality design features in public rights-of-way and adjacent development. Implementation of the Project would permit development of neighborhood commercial uses and new residential development*

### COMMUNITY FACILITIES ELEMENT

#### POLICY 10.1

**Provide facilities for treatment of storm and wastewater prior to discharge into the Bay or ocean.  
Locate such facilities according to the Wastewater and Solid Waste Facilities Plan.**

*Comment: The project includes acceptance and dedication of sewer and stormwater lines constructed as part of the Project. Note: Mission Bay South Stormwater Pump Station # 4 was reviewed in Case No. 2011.1094R; Mission Bay Sanitary Sewer Pump Station was reviewed separately in Case No. 2011.1224R. Unlike most areas of the City, Mission Bay has separate systems for stormwater and wastewater. Wastewater will continue to be delivered to facilities for treatment before discharge.*

### ENVIRONMENTAL PROTECTION ELEMENT

#### POLICY 1.2

**Improve the quality of natural resources.**

#### OBJECTIVE 3

**MAINTAIN AND IMPROVE THE QUALITY OF THE BAY, OCEAN AND SHORELINE AREAS.**

#### POLICY 3.3

**Implement plans to improve sewage treatment and halt pollution of the Bay and Ocean.**

*Comment: New development in Mission Bay will construct separate systems for stormwater and wastewater management. Wastewater will continue to be delivered to facilities for treatment before discharge, reducing the amount of untreated (combined) sewage/wastewater that is discharged to the Bay after storm events. Stormwater*

*and sanitary sewer lines have been incorporated into the project and would be accepted and dedicated for use as part of the project.*

**POLICY 5.1**

**Maintain an adequate water distribution system within San Francisco.**

*Comment: The project includes acceptance and dedication of water distribution lines in the public rights-of-way.*

**POLICY 5.5**

**Improve and extend the Auxiliary Water Supply system of the Fire Department for more effective fire fighting.**

*Comment: The public infrastructure systems to be accepted by the City include water supply lines, sewage lines, reclaimed water lines, as well as elements of the auxiliary water supply system (where appropriate). Accepting the public infrastructure improvements implements the referenced General Plan policies.*

**HOUSING ELEMENT**

**OBJECTIVE 12**

**Balance housing growth with adequate infrastructure that serves the City's growing population.**

**Policy 12.1 Encourage new housing that relies on transit use and environmentally sustainable patterns of movement.**

**Policy 12.2**

**Consider the proximity of quality of life elements, such as open space, child care, and neighborhood services, when developing new housing units.**

**Policy 12.3**

**Ensure new housing is sustainably supported by the City's public infrastructure systems.**

*The Mission Bay project will provide a significant amount of new housing, including affordable housing units, consistent with these policies. The subject project is limited City-acceptance of property and public improvements, including provision of streets, sidewalks and related infrastructure in Assessor's Block (AB) 8709 Lots 002 and 003, AB 8710 Lots 005 and 008, AB 8711 Lots 011 and 013-032, AB 8722 Lot 010, AB 8726 Lots 001 and 002. The proposed project is generally consistent with the plans considered in earlier official actions by the Planning Commission, including Res. No. 14699, finding the Mission Bay North and Mission Bay South Redevelopment Plans in conformity with the General Plan. The proposed Project is required in order to implement the Mission Bay South Redevelopment Project, including construction of public infrastructure that will support development of a significant number of new housing units, including market rate and low-cost dwelling units.*

**RECREATION AND OPEN SPACE ELEMENT**

**OBJECTIVE 2**

**DEVELOP AND MAINTAIN A DIVERSIFIED AND BALANCED CITYWIDE SYSTEM OF HIGH QUALITY PUBLIC OPEN SPACE.**

**POLICY 2.1**

**Provide an adequate total quantity and equitable distribution of public open spaces throughout the City.**

*Comment: The proposed Project includes acceptance of park landscaping and other improvements associated with Park P10, and other landscape features associated with Mission Bay Drive Extension and the Mission Bay Circle Project. These improvements would provide amenities that would benefit residents of the Mission Bay South neighborhood, as well as other City residents.*

**POLICY 2.6**

**Make open spaces accessible to people with special needs.**

*Comment: The proposed open space and other amenities provided as part of this Project would be compliant with ADA accessibility standards.*

**POLICY 3.1**

**Assure that new development adjacent to the shoreline capitalizes on its unique waterfront location, considers shoreline land use provisions, improves visual and physical access to the water, and conforms with urban design policies.**

*Comment: The new parks affiliated with Mission Bay South this Project is part of the east/west linear park extending to Third Street, located close to the Bay.*

**OBJECTIVE 4**

**PROVIDE OPPORTUNITIES FOR RECREATION AND THE ENJOYMENT OF OPEN SPACE IN EVERY SAN FRANCISCO NEIGHBORHOOD.**

**POLICY 4.6**

**Assure the provision of adequate public open space to serve new residential development.**

**POLICY 4.7**

**Provide open space to serve neighborhood commercial districts.**

*Comment: Mission Bay will create substantial new residential and commercial development. The park and roadway median landscape improvements dedicated as part of this Project, along with others proposed as part of the Mission Bay Redevelopment Project will provide open space improvements serving the new development.*

## TRANSPORTATION ELEMENT

### OBJECTIVE 23

**IMPROVE THE CITY'S PEDESTRIAN CIRCULATION SYSTEM TO PROVIDE FOR EFFICIENT, PLEASANT, AND SAFE MOVEMENT.**

#### POLICY 23.2

**Widen sidewalks where intensive commercial, recreational, or institutional activity is present, sidewalks are congested and where residential densities are high.**

*Comment: The project includes acceptance of real property to accommodate placement of public streets and related infrastructure improvements, as well as acceptance of dedication of public infrastructure improvements associated with the public rights-of-way and landscape improvements. The street, sidewalk and landscape improvements would be located within the Mission Bay South Redevelopment Project Area.*

*They include acceptance of the following properties to be improved with public streets and associated infrastructure: Lot 5 in Assessor's Block 8710 to provide land for a portion of Channel Street between the future Mission Bay Circle and future El Dorado Street; and Lot 8 in Assessor's Block 8700 to provide land for a portion of Long Bridge Street between Mission Bay Boulevard North and future China Basin Street for street and roadway purposes.*

*The project also includes Acceptance and dedication of Public Infrastructure and improvements including streets, with travel, parking and bicycle lanes, curbs, sidewalks, lighting. The improvements will also include water supply, sanitary sewer, stormwater sewer, gas and electric lines, and landscaping, among other improvements.*

- Channel Street between Fourth Street and the future El Dorado South;
- Long Bridge Street between China Basin Street and Fourth Street;
- Fourth Street between Mission Rock Street and Channel;
- Fourth Street between Mission Rock Street and Mission Bay Boulevard North;
- Fourth Street between Mission Bay Boulevard North and Mission Bay Boulevard South;
- Fourth Street between Mission Bay Boulevard South and UCSF Lane;
- Mission Rock west of Third Street; China Basin Street west of Third Street;
- Mission Bay Boulevard South between Third Street and Merrimac Street;
- Mission Bay Boulevard North between Third Street and Fifth Street;
- Merrimac Street;
- El Dorado Street.
- Mission Bay landscape and related improvements to Mission Bay Drive sidewalks being provided as part of this project meet, and often exceed, standards for sidewalk width.

### OBJECTIVE 24

**IMPROVE THE AMBIENCE OF THE PEDESTRIAN ENVIRONMENT.**

#### POLICY 24.2

**Maintain and expand the planting of street trees and the infrastructure to support them.**

**POLICY 24.3**

**Install pedestrian-serving street furniture where appropriate.**

*Comment: Sidewalks adequate to accommodate expected levels of pedestrians have been incorporated as part of the design of all public rights-of-way. The improvements incorporate sidewalks, landscaping, street lighting, and crosswalks, as well as signage and street furniture, where desirable and appropriate.*

**OBJECTIVE 27**

**ENSURE THAT BICYCLES CAN BE USED SAFELY AND CONVENIENTLY AS A PRIMARY MEANS OF TRANSPORTATION, AS WELL AS FOR RECREATIONAL PURPOSES.**

**POLICY 27.1**

**Expand and improve access for bicycles on city streets and develop a well-marked, comprehensive system of bike routes in San Francisco.**

**POLICY 27.6**

**Accommodate bicycles on local and regional transit facilities and important regional transportation links wherever and wherever feasible.**

*Comment: Bicycle Lanes have been constructed on some of the public rights-of-way proposed to be accepted and dedicated for public use, including on Fourth Street between Mission Rock Street and Channel (southbound lane with bike lane), and on Fourth Street between Mission Bay Boulevard North and Mission Bay Boulevard South (bike lane on both sides of the street)*

**URBAN DESIGN ELEMENT**

**OBJECTIVE 4**

**IMPROVEMENT OF THE NEIGHBORHOOD ENVIRONMENT TO INCREASE PERSONAL SAFETY, COMFORT, PRIDE AND OPPORTUNITY.**

**POLICY 4.3**

**Provide adequate lighting in public areas.**

**POLICY 4.4**

**Design walkways and parking facilities to minimize danger to pedestrians.**

**POLICY 4.8**

**Provide convenient access to a variety of recreation opportunities.**

**POLICY 4.10**

**Encourage or require the provision of recreation space in private development.**

**POLICY 4.12**

**Install, promote and maintain landscaping in public and private areas.**



**POLICY 4.13**

**Improve pedestrian areas by providing human scale and interest.**

*Comment: The project sponsor has constructed streets and infrastructure and amenities necessary as part of redevelopment of the Mission Bay South Redevelopment Project. The improvements include establishing new public roadways and associated sidewalks, lighting and other improvements, consistent with the level of amenities provided on other City streets. The improvements have been designed to accommodate neighborhood residents and other users. The project includes landscaping that would be installed along the streets to be accepted by the City and County, and landscaping improvements as part of Park P10.*

<b>RECOMMENDATION:</b> <b>Finding the Project, on balance, in-conformity with the General Plan</b>
--

**Attachments:**

Att. 1 Project Description, listing all project elements, including acceptance of land and acceptance and dedication of Public Infrastructure. Attachment 1 provides a list of the Exhibits contained in Planning Department Case 2011.1139R docket, available for review at the Planning Department offices.

**PLANNING CODE SECTION 101.1(B) PROVISIONS- EIGHT PRIORITY POLICIES**

Planning Code Section 101.1(b) establishes the following eight priority planning policies and requires review of permits for consistency with said policies. The subject project is found to be consistent with the Eight Priority Policies of Planning Code Section 101.1(b) in that:

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 project would not affect neighborhood serving retail uses or opportunities for employment in or ownership of such businesses.*
2. That existing housing and neighborhood character be conserved and protected in order to preserve the cultural and economic diversity of our neighborhoods.  
*The Project would not affect the City's housing stock or neighborhood character.*
3. That the City's supply of affordable housing be preserved and enhanced.  
*The Project in itself (accepting real property and infrastructure improvements) would have no effect on the City's supply of affordable housing. Implementation of the Mission Bay North and South Redevelopment Plans, as adopted and approval of the Project actions would ultimately result in increasing the City's supply of affordable housing through adherence to the Community Redevelopment Law that requires at least 15% of all new and substantially rehabilitated dwelling units developed within the Project Area be affordable and occupied by, persons and families of low- or moderate income as defined by the California Health and Safety Code.*
4. That commuter traffic not impede Muni transit service or overburden our streets or neighborhood parking.  
*The Project would not adversely impede MUNI transit service or overburden city streets and neighborhood parking. The land proposed to be accepted by the City and infrastructure improvements proposed to be accepted and dedicated for public use have been designed and constructed consistent with approved plans for the Mission Bay Redevelopment Project Area. The public rights-of-way and related infrastructure proposed to be accepted for public dedication have been designed to accommodate all users and would enhance a mix of transportation modes.*
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 Project would not affect the industrial or service sectors or future opportunities for resident employment or ownership in these sectors. The property was once the site of rail yards and related development; however, it has subsequently been vacant*
6. That the City achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake.  
*The Project, limited to acquisition of real property and acceptance of public infrastructure improvements (once constructed consistent with approved plans) would not adversely affect City preparedness against injury or loss of*

*life in an earthquake. All development would be constructed consistent with current Building and Seismic Codes and regulations.*

*The Project would not negatively affect preparedness against injury and loss of life in an earthquake.*

7. That landmarks and historic buildings be preserved.

*The Project would not affect any landmark or historic buildings.*

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

*The Project includes acceptance and dedication of real property and infrastructure improvements including streets and related infrastructure and landscape improvements. The project would have no adverse effect on parks and open space or their access to sunlight and vistas.*

DESCRIPTION OF PROJECT ELEMENTS INCLUDED IN CASE 2011.1139R

ATTACHMENT 1

*Note: Referenced Exhibits available for review in Docket 2011.1139R)*

1. Blocks 2-7 & 13 Phase 1 Improvements

a. Acceptance of Land

FOCIL-MB, LLC is granting Assessor's Block 8711 Lots 14-16, 18, 19, 22, 27 and 30 being portions of Long Bridge Street, China Basin Street, Merrimac Street, Fourth Street, Channel Street and Mission Rock Street to the City and County of San Francisco for street and roadway purposes as shown on the Blocks 2-7 & 13 Phase 1 Final Map (Exhibit C-1) and Offers of Dedication (Exhibits B-1 and B-2). The Board of Supervisors will act to approve the Grant Deeds for the land and authorize the Director of Property to accept the land as shown on the Exhibits.

b. Acceptance of Dedication of Public Infrastructure

The Infrastructure will have been constructed per the Improvement Plans, together with curb, gutter, sidewalks, street lighting, traffic controls, low pressure, high pressure and reclaimed water, sewer, storm, gas and electric lines and services, joint utility trench, fire hydrant and landscaping. The Department of Public Works (DPW) will have determined that the facilities have been constructed in accordance with the Plans and Specifications and are ready for their intended use. Accordingly the Developer is obligated to dedicate the infrastructure facilities to the City. The dedication will be for improvements located on portions of Channel Street, Long Bridge Street, Merrimac Street, Mission Bay Boulevard North, Mission Bay Boulevard South, Fourth Street, China Basin Street and Mission Rock Street as shown on Exhibit A. The Board of Supervisors must act to accept the dedication of the Public Facilities. The description of the detail of the infrastructure is as shown below.

c. Excerpts of the Blocks 2-7 & 13 Phase 1 Improvement Plans (excluding Parks)-Exhibit D

- a. Channel between Fourth Street and future El Dorado South: approximately 950 feet in length, two northbound lanes, two southbound lanes, sidewalk on the south side of street with parking on the north side of street. *(Sheets C3.01, C3.01A and C3.02)*
- b. Long Bridge Street between China Basin Street and Fourth Street; approximately 900 feet in length, one northbound lane, one southbound lane, with sidewalk and parking on both sides of street. *(Sheets C3.07, C3.09 and C3.10)*
- c. Fourth Street between Mission Rock Street and Channel: approximately 500 feet in length, one northbound lane, one southbound lane with bike lane, sidewalk and parking on both sides of street. *(Sheet C3.07)*
- d. Fourth Street between Mission Rock Street and Mission Bay Boulevard North: approximately 650 feet in length, two northbound lanes, one southbound lane, bike lane and sidewalk on both sides and parking on the west side of street. *(Sheet C3.05 and C3.06)*
- e. Fourth Street between Mission Bay Boulevard North and Mission Bay Boulevard South: approximately 150 feet in length, one northbound lane with a left turn lane approaching Mission Bay Boulevard North, one southbound lane with a left turn lane approaching Mission Bay Boulevard South, bike lane and sidewalk on both sides of street (no parking). *(Sheet C3.05)*
- f. Fourth Street between Mission Bay Boulevard South and UCSF Lane: approximately 300 feet in length, one northbound, one northbound lane, one southbound lane with sidewalk on both sides of street (no parking). *(Sheet C3.36)*
- g. Mission Rock west of Third Street; approximately 350 feet in length, one eastbound lane, one westbound lane with sidewalk and parking on both sides of street. *(Sheet C3.06 and 3.11)*

- h. China Basin Street west of Third Street; approximately 650 feet in length, one eastbound lane, one westbound lane with sidewalk and parking on both sides of street. *(Sheets C3.12 and C3.13)*
- i. Mission Bay Boulevard South between Third Street and Merrimac Street; approximately 600 feet in length, one eastbound lane with sidewalk and parking on the south side of street. *(Sheets C3.16 and C3.17)*
- j. Mission Bay Boulevard North between Third Street and Fifth Street; approximately 600 feet in length, one westbound lane with sidewalk and parking on the north side of street. *(Sheets C3.14 and C3.15)*
- k. Merrimac Street; approximately 300 feet in length, one northbound lane, one southbound lane with sidewalk and parking on both sides of street. *(Sheet C3.08)*
- l. El Dorado Street; approximately 250 feet in length, two northbound lanes, two southbound lanes, sidewalk adjacent to Block 13W and sidewalk adjacent to Block 12E (no parking). *(Sheet C3.18)*

2. **Blocks 2-7 & 11-13 Phase 2 Improvements**

a. **Acceptance of Land**

FOCIL-MB, LLC is granting Assessor's Block 8710 Lot 5 being a portion of Channel Street between future Mission Bay Circle and future El Dorado Street and Assessor's Block 8710 Lot 8 being a portion of Long Bridge Street between Mission Bay Boulevard North and future China Basin Street to the City and County of San Francisco for street and roadway purposes as shown on the Blocks 11 & 12 Phase 1 Final Map (Exhibit C-2) and Offer of Dedication (Exhibit B-3). The Board of Supervisors will act to approve the Grant Deeds for the land and authorize the Director of Property to accept the land as shown on the Exhibits.

b. **Acceptance of Dedication of Public Infrastructure**

The Infrastructure will have been constructed per the Improvement Plans, together with curb, gutter, sidewalks, street lighting, low pressure, high pressure and reclaimed water, sewer, storm, gas and electric lines and services, joint utility trench, fire hydrant and landscaping. The Department of Public Works (DPW) will have determined that the facilities have been constructed in accordance with the Plans and Specifications and are ready for their intended use. Accordingly the Developer is obligated to dedicate the Infrastructure facilities to the City. The dedication will be for improvements located on portions of Channel Street, Long Bridge Street, Mission Bay Boulevard North, Mission Bay Boulevard South as shown on Exhibit A. The Board of Supervisors must act to accept the dedication of the Public Facilities. The description of the detail of the infrastructure is as follows:

c. **Excerpts of the Blocks 2-7 & 11-13 Phase 2 Improvement Plans-Exhibit E**

- a. Channel Street between Mission Bay Circle and El Dorado Street: approximately 750 feet in length, two northbound lanes, two southbound lanes with sidewalks on both sides of street (no parking). *(Sheets C3.1 and Sheets C3.2)*
- b. Long Bridge Street between Mission Bay Boulevard North and China Basin Street: approximately 400 feet in length, one eastbound lane, one westbound lane with sidewalks on both sides of street (no parking). *(Sheet C3.3)*
- c. Mission Bay Boulevard North between Merrimac Street and Mission Bay Circle: approximately 700 feet in length, one westbound lane with sidewalk on the north side of street (no parking). *(Sheet C3.4 and C3.5)*
- d. Mission Bay Boulevard South between Fifth Street and Mission Bay Circle: approximately 700 feet in length, one eastbound lane with sidewalk on the south side of street (no parking). *(Sheet C3.6 and C3.7)*

3. **Mission Bay Drive Extension and Mission Bay Drive Circle Improvements**

The Mission Bay Drive Extension and Mission Bay Drive Circle improvements are located on City property and

do not require acceptance of land.

**a. Acceptance of Dedication of Public Infrastructure**

The Infrastructure will have been constructed per the Improvement Plans. The Department of Public Works (DPW) will have determined that the facilities have been constructed in accordance with the Plans and Specifications and are ready for their intended use. Accordingly the Developer is obligated to dedicate the Infrastructure facilities to the City. The dedication will be for improvements located on all of Mission Bay Drive and Mission Bay Circle and a portion of Owens Street as shown on Exhibit A. The Board of Supervisors must act to accept the dedication of the Public Facilities. The description of the detail of the infrastructure is shown below.

**b. Excerpts of the Mission Bay Drive Extension and Mission Bay Drive Circle Improvement Plans-Exhibit F**

- a. Mission Bay Drive adjacent to Parks P8 and P2 between Berry Street Connector and Mission Bay Circle: approximately 550 feet in length, two westbound lanes with bike lane and sidewalk on the north side of street (no parking). (Sheet C3.1)
- b. Mission Bay Drive adjacent to Parks P9 and P7 between Berry Street Connector and Mission Bay Circle: approximately 550 feet in length, two eastbound lanes with bike lane and sidewalk on the south side of street (no parking). (Sheet C3.3)
- c. Mission Bay Circle: two lane traffic circle with sidewalks connecting to streets (no parking). (Sheet C3.2)
- d. Owens Street south of Mission Bay Circle: approximately 200 feet in length, two northbound lanes, two southbound lanes and sidewalks on both sides of street (no parking). (Sheet C3.4)
- e. Mission Bay Drive between Mission Bay Circle and Mission Bay Boulevard South: approximately 200 feet in length, two eastbound lanes, two westbound lanes with sidewalks on both sides of street (no parking). (Sheets C3.4 and C3.5)

**4. Park P10 and Mission Bay Drive Median Public Improvements-Exhibit H**

The Park P10 and Mission Bay Drive Median improvements are located on City property and do not require acceptance of land. These improvements are to provide park landscaping features associated with the Mission Bay Drive Extension and the Mission Bay Circle Project as discussed in Item 3 above.

**a. Acceptance of Dedication of Public Infrastructure**

The Infrastructure will have been constructed per the Improvement Plans. The Department of Public Works (DPW) will have determined that the facilities have been constructed in accordance with the Plans and Specifications and are ready for their intended use. Accordingly the Developer is obligated to dedicate the Infrastructure facilities to the City. The dedication will be for the landscape improvements for the Median located on Mission Bay Drive and Park P10 located within the Mission Bay Circle roundabout as shown on Exhibit A. The Board of Supervisors must act to accept the dedication of the Public Facilities. The description of the detail of the infrastructure is shown on excerpts of the "P10 and Mission Bay Drive Median Public Improvements Plan" attached as Exhibit H.

**5. 4<sup>th</sup> Street and 16<sup>th</sup> Street Intersection Improvements-Exhibit G**

The 4<sup>th</sup> Street and 16<sup>th</sup> Street Intersection Improvements are located on City property and do not require acceptance of land. The signal system is to control traffic using Fourth Street and is necessitated by construction of Blocks 2-7 and 13 Phase 1 Project discussed in Item 1 above.

**a. Acceptance of Dedication of Public Infrastructure**

The Infrastructure will have been constructed per the Improvement Plans. The Department of Public Works (DPW) will have determined that the facilities have been constructed in accordance with the Plans and Specifications and are ready for their intended use. Accordingly the Developer is obligated to dedicate the Infrastructure facilities to the City. The dedication will be for the Signalization of the 4<sup>th</sup> and 16th Street Intersection improvements as shown on Exhibit A. The Board of Supervisors must act to accept the dedication of the Public Facilities. The improvements include but are not limited to, traffic signal poles, traffic signal controller, masts, and heads in each corner of the intersection as shown on excerpts of the "4<sup>th</sup> Street and 16<sup>th</sup> Street Intersection Improvements Plan" attached as Exhibit G.

Note: The following Exhibits, referenced herein, are contained in Planning Dept. Docket No. 2011.1139R and are available for review at the Planning Department offices.

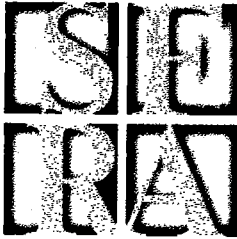
1. Exhibit A – Location Map
2. Exhibit B-1 – Offer of Dedication (per Blocks 2-7 and 11-13 Final Map)
3. Exhibit B-2 – Offer of Dedication (portion of Channel Street and Fourth Street)
4. Exhibit B-3 – Offer of Dedication (portions of Channel Street and Long Bridge Street)
5. Exhibit C-1 – Mission Bay Blocks 2-7 & 13 Phase 1 Final Map
6. Exhibit C-2 – Mission Bay Blocks 11 & 12 Final Map
7. Exhibit D – Excerpts of the Blocks 2-13 Phase 1 Improvement Plans
8. Exhibit E – Excerpts of the Blocks 2-13 Phase 2 Improvement Plans
9. Exhibit F – Excerpts of the Mission Bay Drive Extension Improvement Plans
10. Exhibit G – Excerpts of the 4th Street & 16th Street Intersection Improvement Plans
11. Exhibit H – Excerpts of the Park P10 and Mission Bay Drive Median Improvement Plans
12. Exhibit I – Excerpts of the Sanitary Sewer Pump Station Improvement Plans
13. Exhibit J – FSEIR Addendum #6
14. Exhibit K – DCP General Plan Consistency for Land Transfers
15. Exhibit L – Owner Participation Agreement, Attachment D, Text descriptions and Cross Sections of Improvements (excerpts from South Infrastructure Plan)
16. Exhibit M – DCP General Plan Consistency for Blocks 2-7 & 11-13 Tentative Map
17. Exhibit N – SFRA approval of Blocks 2-7 & 11-13 Tentative Map

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San Francisco  
Redevelopment Agency

One South Van Ness Avenue  
San Francisco, CA 94103

415.749.2400



GAVIN NEWSOM, Mayor

Rick Swig, President  
Darshan Singh, Vice President  
London Breed  
Miguel M. Bustos  
Francee Covington  
Leroy King

Fred Blackwell, Executive Director

July 20, 2010

126-033.10-206

Ms. Grace Kwak  
Project Manager  
Mission Bay Task Force  
Department of Public Works  
30 Van Ness, Room 4200  
San Francisco, CA 94102

RE: Mission Bay South Blocks 2-7 and 13 Phase 1 Public Infrastructure Improvements  
Consistency Determination

Dear Ms. Kwak:

The Agency has received your request regarding the Blocks 2-7 and 13 Phase 1 public infrastructure improvements and their consistency with the Mission Bay South Redevelopment Plan and Plan Documents.

The Agency has reviewed the documents and related materials concerning the acceptance of the Blocks 2-7 and 13 Phase 1 public infrastructure improvements and other related actions thereto, finds these consistent with the Mission Bay South Redevelopment Plan and Plan Documents, and recommends that the Board of Supervisors accept the facilities on behalf of the City.

Sincerely,

A handwritten signature in black ink, appearing to read 'C. Reilly', is written over the typed name and title.

Catherine Reilly  
Assistant Project Manager

Cc: Barbara Moy, MBTF  
Fred Blackwell, SFRA  
Kelley Kahn, SFRA



[NOT FOR RECORDING]  
City and County of San Francisco  
Director of Property  
25 Van Ness Avenue, Suite 401  
San Francisco, CA 94102

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**OFFER OF IMPROVEMENTS**

(Portions of Blocks 2-7 and 13, Phase 1, 4<sup>th</sup> Street Extension, and Signalization of the Fourth and 16<sup>th</sup> Streets Intersection, and 3<sup>rd</sup> Street Storm Drain and Sanitary Sewer, Mission Bay)

FOCIL-MB, LLC, a Delaware limited liability company ("FOCIL") does hereby irrevocably offer to the CITY AND COUNTY OF SAN FRANCISCO, a municipal corporation ("City"), and its successors and assigns, all of the public street and roadway improvements, public utility facilities and other ancillary improvements constructed or installed by or on behalf of FOCIL pursuant to the Street Improvement Permit No. #06IE-0684, dated December 6, 2006, for the improvements shown within the areas depicted on Exhibit A, and the improvement plans and specifications described therein, and all approved instructional bulletins issued subsequent to these plans, but excepting therefrom those portions of the improvements which are identified on the "as-built" drawings as joint trench private utilities (including, but not limited to, facilities owned by Comcast, PG&E and AT&T).

The property where the improvements are located is shown on Exhibit A hereto, constituting property owned by Focil and the City, located in the City and County of San Francisco, including certain portions as described in previously recorded Offers of Street Dedication, as shown.

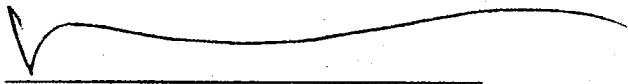
It is understood and agreed that: (i) upon acceptance of this offer of improvements the City shall own and be responsible for the operation and maintenance of the offered public facilities and improvements, and (ii) the City and its successors or assigns shall incur no liability or obligation whatsoever with respect to such offer of public improvements, and, except as may be provided by separate instrument, shall not assume any responsibility for the offered public improvements, unless and until such offer has been accepted by appropriate action of the Board of Supervisors.

The provisions hereof shall inure to the benefit of and be binding upon the heirs, successors, assigns and personal representatives of the respective parties hereto.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 1 day of February, 2011.

FOCIL-MB, LLC,  
a Delaware limited liability company

By: Farallon Capital Management, L.L.C.,  
a Delaware limited liability company,  
Its Manager

By:   
\_\_\_\_\_

Name: Richard B. Fried  
Managing Member

Title: \_\_\_\_\_

**EXHIBIT A**  
**SITE PLAN**  
**(See attached)**






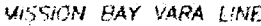


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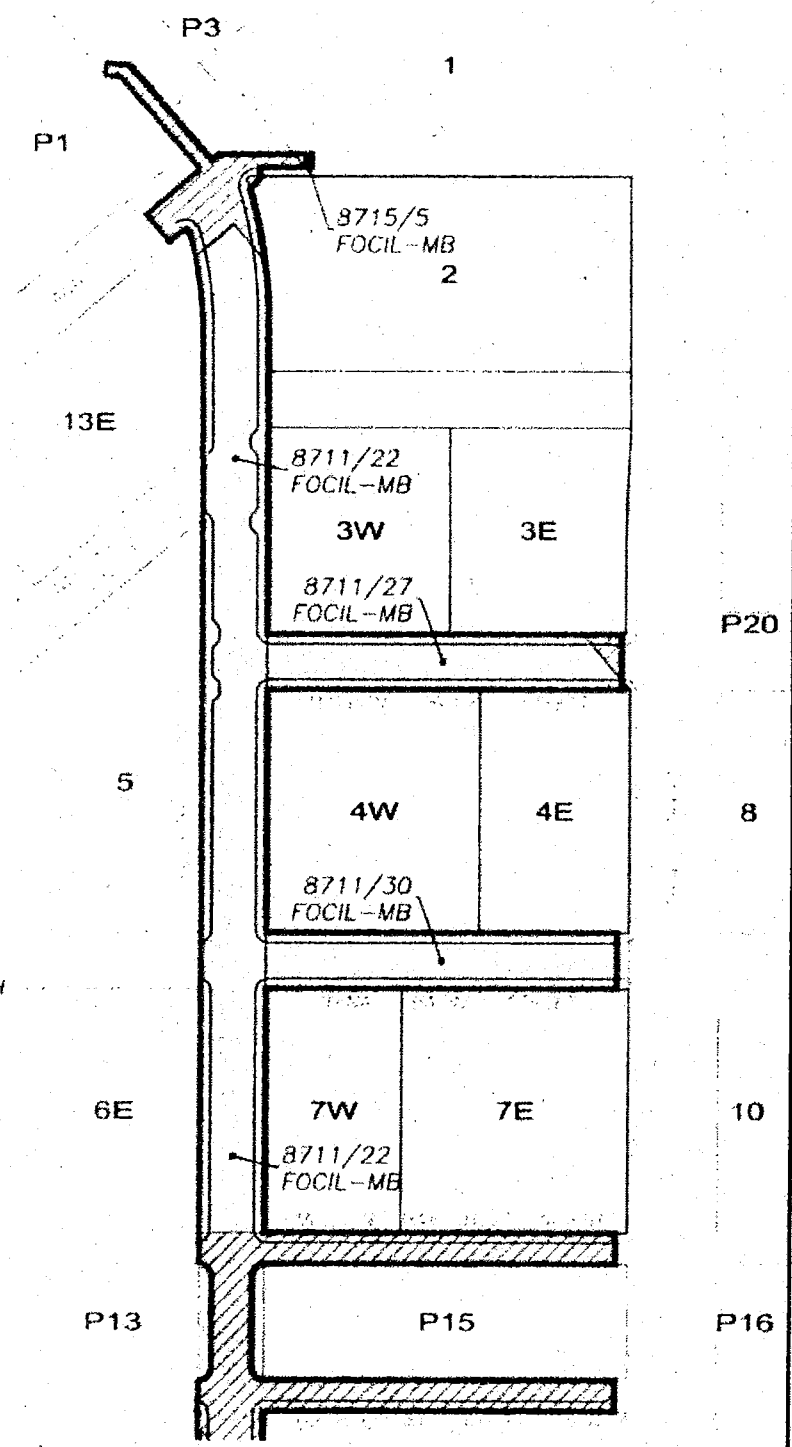
SCALE  
1" = 200'

**LEGEND:**

-  PORTION OF MISSION BAY BLOCKS 2 THROUGH 7, 13; FOURTH STREET EXTENSION; AND SIGNALIZATION OF FOURTH STREET AND 16TH STREETS WORK AREA
-  LAND AREA OWNED BY CITY AND COUNTY OF SAN FRANCISCO
-  LAND AREA OWNED BY UC REGENTS
-  LIMIT OF WORK LINE
-  MISSION BAY BLOCK LINE
-  MISSION BAY VARA LINE
- 2** MISSION BAY BLOCK NUMBER

**NOTES:**

WORK AREA SHOWN HERE IS PER IMPROVEMENT PLANS ENTITLED "MISSION BAY RESIDENTIAL AREA BLOCKS 2-7, 13, P5, P6, P13, AND P15, PHASE 1 PUBLIC IMPROVEMENTS" BY FREYER & LAURETA.



SEE PAGE 2 OF 2



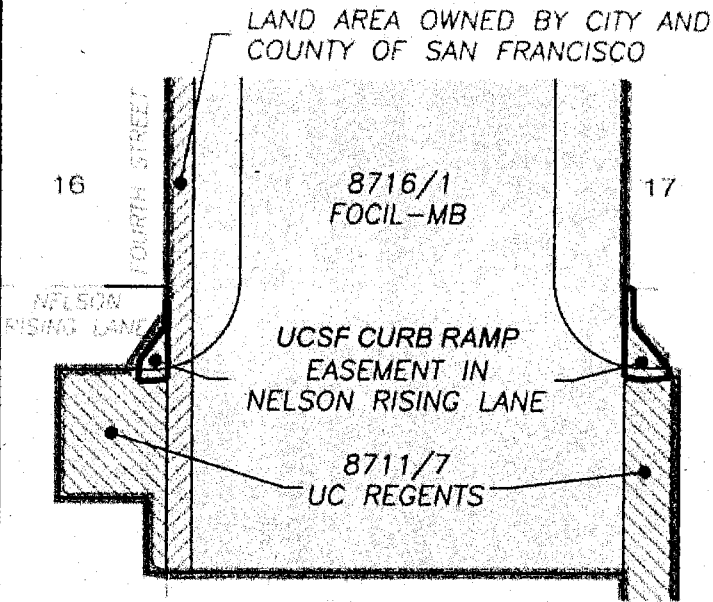
CIVIL ENGINEERS • SURVEYORS • CONSTRUCTION MANAGERS  
114 North San Mateo Drive • San Mateo, CA 94401  
(650)344-9901 • Fax (650)344-9920 • www.freyerlaureta.com

EXHIBIT A  
BLOCKS 2 THROUGH 7, 13; FOURTH STREET EXTENSION; AND SIGNALIZATION OF FOURTH AND 16TH STREETS OFFER OF IMPROVEMENTS



SCALE  
1" = 200'







SEE PAGE 1 OF 2



**DETAIL 1**

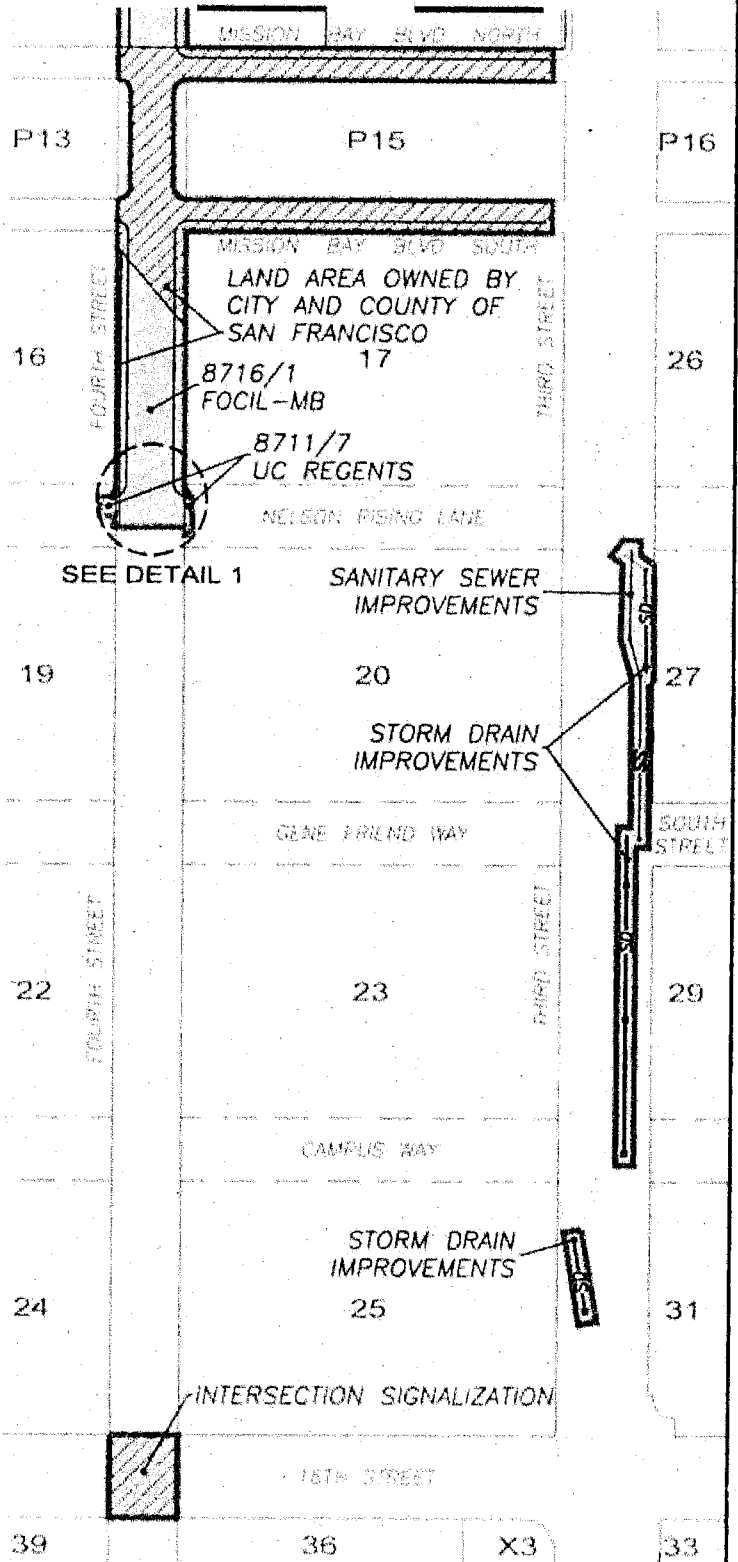
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**LEGEND:**

-  PORTION OF MISSION BAY BLOCKS 2 THROUGH 7, 13; FOURTH STREET EXTENSION; AND SIGNALIZATION OF FOURTH STREET AND 16TH STREETS WORK AREA
-  LAND AREA OWNED BY CITY AND COUNTY OF SAN FRANCISCO
-  LAND AREA OWNED BY UC REGENTS
-  LIMIT OF WORK LINE
-  MISSION BAY BLOCK LINE
-  MISSION BAY VARA LINE
- 2** MISSION BAY BLOCK NUMBER

**NOTES:**

WORK AREA SHOWN HERE IS PER IMPROVEMENT PLANS ENTITLED "MISSION BAY RESIDENTIAL AREA BLOCKS 2-7, 13, P5, P6, P13, AND P15, PHASE 1 PUBLIC IMPROVEMENTS" BY FREYER & LAURETA, AND AND IB26 FOR THE FOURTH & 16TH STREETS SIGNALIZATION, AND IB2 FOR THE STORM DRAIN AND SANITARY SEWER IMPROVEMENTS



**FREYER & LAURETA, INC.**  
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**EXHIBIT A**  
 BLOCKS 2 THROUGH 7, 13; FOURTH STREET  
 EXTENSION; AND SIGNALIZATION OF FOURTH AND  
 16TH STREETS OFFER OF IMPROVEMENTS

Z:\ACAD\_SERVER\042\_MissionBay\42038 - Land Title & Infra Analysis\_SOC\Bkls 2-7, 11-13\Bkls 2-7 and 11-13 Ph. 1a\_Offer of Improvements Exhibit