



SAN FRANCISCO PLANNING DEPARTMENT

Planning Commission Motion No. 20636 CEQA Findings

HEARING DATE: JANUARY 30, 2020

Case Nos: 2017-011878ENV
Project: Potrero Power Station Mixed-Use Project
Existing Zoning: M-2 (Heavy Industrial)
PDR-1-G (Production, Distribution & Repair-1-General)
Height-Bulk: 40-X, 65-X
Block/Lot: 4175/002, 4175/017, 4175/018 (partial), 4232/001, 4232/006, 4232/010, and
non-assessed Port and City and County of San Francisco properties
Project Sponsor: Enrique Landa, California Barrel Company
Staff Contact: John M. Francis – (415) 575-9147, john.francis@sfgov.org

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ADOPTING FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (“CEQA”), AND THE CEQA GUIDELINES INCLUDING FINDINGS OF FACT, FINDINGS REGARDING SIGNIFICANT AND UNAVOIDABLE IMPACTS, EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, THE ADOPTION OF A MITIGATION, MONITORING AND REPORTING PROGRAM AND THE ADOPTION OF A STATEMENT OF OVERRIDING CONSIDERATIONS IN CONNECTION WITH APPROVALS FOR THE POTRERO POWER STATION MIXED-USE PROJECT, THE AREA GENERALLY BOUNDED BY 22ND STREET ON THE NORTH, THE SAN FRANCISCO BAY ON THE EAST, 23RD STREET ON THE SOUTH, AND ILLINOIS STREET ON THE WEST, TOTALING ABOUT 29 ACRES.

PREAMBLE

The Potrero Power Station Mixed-Use Development project is located on an approximately 29-acre site along San Francisco’s central waterfront, encompassing the site of the former Potrero Power Plant that closed in 2011 (“Project Site” or “site”). The Project Site is generally bounded by 22nd Street to the north, the San Francisco Bay to the east, 23rd Street to the south, and Illinois Street to the west, and is comprised of the following six sub-areas: Power Station sub-area, PG&E sub-area, Port sub-area, Southern sub-area, the Craig Lane sub-area, and City sub-area. California Barrel Company LLC, the Project Sponsor, currently has control only of the Power Station sub-area; the other sub-areas are owned and controlled by different entities. Current uses on the Power Station sub-area include warehouses, parking, vehicle storage, and office space. Twenty-four structures remain on the site associated with the former power plant, including six historic structures associated with the historic Third Street Industrial District: the Unit 3 Power Block, the Boiler Stack, Station A, the Meter House, the Gate House, and the Compressor House.

The Project Sponsor seeks to redevelop the site with a proposed multi-phased, mixed-use development, and to activate a new waterfront open space (the "Project"). The Project would rezone the site, establish land use controls, develop design standards, and provide for development of residential, commercial including office, research and development (R&D)/life science, retail, hotel, entertainment/assembly, and production, distribution, and repair (PDR), parking, community facilities, and open space land uses.

To do so, the Project includes proposed amendments to the San Francisco Planning Code and the San Francisco General Plan. The Planning Code amendments would change the Height and Bulk District Zoning Map and would add a new Potrero Power Station Special Use District (SUD) applicable to the entire Project Site. A Development Agreement is also proposed as part of the Project, as well as adoption of the Potrero Power Station Design for Development (D for D), which contain specific development standards and guidelines. The Project Sponsor also is seeking approval by the Port as part of the Project to construct open space and street improvements on the Port sub-area.

The proposed project analyzed in the Draft EIR ("proposed project") included construction of up to approximately 5.4 million gross square feet (gsf), of uses, including between approximately 2.4 and 3.0 million gsf of residential uses (about 2,400 to 3,000 dwelling units), between approximately 1.2 and 1.9 million gsf of commercial uses (office, R&D/life science, retail, hotel, and PDR), approximately 922,000 gsf of parking, approximately 100,000 gsf of community facilities, and approximately 25,000 gsf of entertainment/assembly uses. Most new buildings in this version of the project would range in height from 65 to 180 feet, with one building at 300 feet. Approximately 6.2 acres would be devoted to publicly accessible open space. As part of the proposed project analyzed in the Draft EIR, approximately 20 existing structures on the Project Site would be demolished, including up to five historic structures that are contributors to the historic Third Street Industrial District.

The proposed project included transportation and circulation improvements, shoreline improvements, and utilities infrastructure improvements. Transportation and circulation improvements included: a continuous street network, connection to the planned Pier 70 Mixed-Use District project directly north of the Project Site; a new bus stop and shuttle service; and the installation of traffic signals at the intersections of Illinois Street at 23rd and Humboldt streets. The roadway network would be accessible for all modes of transportation and would include vehicular, bicycle and pedestrian improvements. In addition to the development of waterfront parks, proposed shoreline improvements would include construction of a floating dock extending out and above the tidal zone to provide access from the site to the bay for fishing and suitable recreational vessels, and stormwater drainage outfalls. The proposed project included construction of infrastructure and utilities improvements to serve the development, including potable, non-potable, and emergency water facilities; wastewater and stormwater collection and conveyance; and natural gas and electricity distribution.

Project construction was anticipated to occur in seven overlapping phases (Phase 0 through 6), with each phase lasting approximately three to five years. Construction of the proposed project was estimated to occur over a 15-year period, beginning in 2020 and ending in 2034, depending on market conditions and permitting requirements.

Following publication of the Draft EIR on October 3, 2018, the Project Sponsor updated and refined select elements of the proposed project as part of the project development and design process. The Project Sponsor incorporated these changes into a variation on the proposed project, which is described in Chapter 9 of the Final EIR and is referred to as the "project variant" or "variant." The Project Sponsor is proposing that the project variant described in the Final EIR be adopted as the Project.

The project variant would have the same components as the proposed project, including rezoning, amendments to the San Francisco General Plan and Planning Code, and creation of the SUD and D for D.

The project variant would have a slightly larger total building area (an increase of 0.6 percent). The gross square footage of residential uses would decrease by 6 percent, although the number of residential units would decrease by only 3 percent (2,682 units to 2,601 units). The gross square footage of hotel uses would remain the same, although the number of hotel rooms would increase from 220 to 250. Commercial office space would increase by 36 percent (from 597,723 gsf to 814,240 gsf), but PDR space would decrease by 22 percent (from 45,040 gsf to 35,000 gsf) and retail space would decrease by 7 percent (from 107,439 gsf to 99,464 gsf). Life science and R&D space would remain the same. Community facilities space would decrease by about half, although entertainment/assembly space would remain the same. Parking area would increase by 5 percent, and the number of parking spaces would increase by 2 percent (from 2,622 spaces to 2,686 spaces). The number of bicycle parking spaces would decrease by 5 percent, from 1,950 to 1,862. Under the project variant, proposed open space would increase from 6.2 to 6.9 acres, an increase of more than 11 percent.

Under the variant, the maximum building height would be reduced from 300 to 240 feet; and instead of one 300-foot tower and three 180-foot towers, the variant would include one 240-foot tower, one 220-foot tower, and one 180-foot tower. Construction of the project variant is anticipated to require 16 years, instead of 15 years for the proposed project.

The site layout and land use plan for the project variant would differ from the proposed project in two ways: (1) Blocks 6 (designated for residential use) and 10 (designated for office or R&D use) under the proposed project are combined under the project variant and the no PG&E scenario to form a new long and thin Block 15 (designated for office or R&D use) such that there is no Blocks 6 or 10 under the variant; and (2) the variant would allow for R&D and/or office uses to be developed on Blocks 2 and 3, instead of only R&D uses.

Unlike the proposed project, which would demolish Station A (an individual and contributing historic resource), the project variant would retain substantial portions of Station A. Like the proposed project, the variant would retain the Boiler Stack (a contributing historic resource) and possibly retain the Unit 3 Power Block (a contributing historic resource). With respect to historic resources, the project variant is substantially similar to Preservation Alternative E, the Partial Preservation 2 Alternative discussed in the March 2018 preservation alternatives report described in Section V below.

Shoreline improvements would be somewhat expanded under the project variant, but infrastructure and utilities for the project variant would be essentially identical to that described for the proposed project, with the major differences being the change from Blocks 6 and 10 under the proposed project to a single larger Block 15 under the variant, and a few refinements of additional details and specifications for non-potable water system.

In addition, as stated above and in Chapter 2, Project Description, in the Draft EIR, the project sponsor does not control the PG&E subarea, and development of land uses within the PG&E subarea as proposed would only occur when and if PG&E determines it is feasible to relocate the existing utility infrastructure and operations and the owner of the PG&E subarea records a Notice of Joinder to Development Agreement. Therefore, the Final EIR identified a "no PG&E scenario" to represent a condition under the project variant

that could occur if there were an extended delay in the development of the PG&E subarea, or if it were never developed as proposed. The site layout and land use plan for the no PG&E scenario would be the same as that for the variant, except without the 4.8 acre PG&E subarea in the northwest corner of the site.

The Project Sponsors filed an Environmental Evaluation Application for the Project with the San Francisco Planning Department ("Department") on September 15, 2017. Pursuant to and in accordance with the requirements of Section 21094 of CEQA and Sections 15063 and 15082 of the CEQA Guidelines, the Department, as lead agency, published and circulated a Notice of Preparation ("NOP") on November 1, 2017, which solicited comments regarding the scope of the EIR for the proposed project. The NOP was distributed to the State Clearinghouse and mailed to governmental agencies with potential interest, expertise, and/or authority over the project; interested members of the public; and occupants and owners of real property surrounding the project area.

The Department held a public scoping meeting on November 15, 2017, at the Project Site, 420 23rd Street, San Francisco, to receive comments on the scope of the EIR. In total, during the scoping period the planning department received comments from two agencies, three non-governmental organizations, and three individuals. The Public Scoping Summary Report is included as Appendix A of the Draft EIR.

On July 16, 2018, the Project Sponsor submitted an application to the Governor's Office of Planning and Research seeking certification of the Project as an Environmental Leadership Development Project (ELDP) pursuant to Assembly Bill 900, the Jobs and Economic Improvement through Environmental Leadership Act of 2011 (and as updated by AB 734 (Chapter 210, Statutes of 2016) and AB 246 (Chapter 522, Statutes of 2017), and California Environmental Quality Act (CEQA) Section 21178. Under AB 900, ELDPs generally are projects that promote environmental sustainability, transportation efficiency, greenhouse gas reduction, stormwater management using green technology, substantial economic investment, and job creation, and that meet certain other specified criteria and metrics. On October 9, 2018 the Governor certified the Project as an ELDP.

The Department published a DEIR for the project on October 3, 2018 and provided public notice in a newspaper of general circulation of the availability of the DEIR for public review and comment and of the date and time of the Planning Commission public hearing on the DEIR; this notice was mailed to the Department's list of persons requesting such notice. Notices of availability of the DEIR and the date and time of the public hearing were posted near the Project Site by the Project Sponsor on October 3, 2018. On October 3, 2018, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it, to those noted on the distribution list in the DEIR, to adjacent property owners, and to government agencies.

The Historic Resources Commission held a duly advertised public hearing to allow the HPC to provide comments on the Draft EIR on October 17, 2018. Thereafter, the Planning Commission ("Commission") held a duly advertised public hearing on November 8, 2018, at which opportunity for public comment was given, and public comment was received on the DEIR. The period for commenting on the EIR ended on November 19, 2018.

The San Francisco Planning Department then prepared the responses to comments on environmental issues received during the 47-day public review period for the Draft EIR. That document, which provides written response to each comment received on the Draft EIR, was published on December 11, 2019 and included copies of all of the comments received on the Draft EIR and individual responses to those comments. The Responses to Comments document provided additional, updated information and clarification on issues

raised by commenters, as well as Planning Department staff-initiated text changes. Section 9 of the Responses to Comments document also describes and analyzes the environmental impacts of the project variant and the no PG&E scenario as compared to the analysis of the proposed project contained in the Draft EIR, thereby providing an equal level of detail of analysis for the project variant and no PG&E scenario, as for the proposed project.

A Final Environmental Impact Report has been prepared by the Department consisting of the Draft EIR and the Responses to Comments document as required by law. The Initial Study ("IS") is included as Appendix B to the Draft EIR and is incorporated by reference thereto.

The Planning Commission reviewed and considered the Final EIR and all of the supporting information and certified the Final EIR on January 30, 2020. In certifying the Final EIR, this Planning Commission found that the contents of said report and the procedures through which the Final EIR was prepared, publicized, and reviewed comply with the provisions of CEQA, the CEQA Guidelines, and Chapter 31 of the Administrative Code. Further, the Planning Commission determined that the Final EIR, including its analysis of the project variant with or without the no-PG&E scenario, does not add significant new information to the Draft EIR that would require recirculation of the Final EIR under CEQA, because the Final EIR contains no information revealing (1) any new significant environmental impact that would result from the Project or from a new mitigation measure proposed to be implemented, (2) any substantial increase in the severity of a previously identified environmental impact, (3) any feasible project alternative or mitigation measure considerably different from others previously analyzed that would clearly lessen the environmental impacts of the Project, but that was rejected by the Project's proponents, or (4) that the Draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

Specifically, the description and analysis of the project variant and no PG&E scenario in the Final EIR adds no significant new information to the EIR per CEQA Guidelines section 15088.5. The conclusions presented in the Draft EIR for the proposed project remain largely the same for the project variant and no PG&E scenario, with all impact conclusions either the same or less severe than previously identified for the proposed project. Notably, under the project variant, there would be two fewer significant and unavoidable impacts: the severity of the historic resources impact on the Third Street Industrial District at both a project-specific and cumulative level would be reduced to less than significant with mitigation. The new information presented in the Final EIR serves to clarify, amplify, and/or update information presented in the Draft EIR, providing appropriate information in the context of the project variant and no PG&E scenario. The information presented in Section 9. D of the Final EIR Responses to Comments, and in the findings set forth herein, provides the supporting analysis that indicates the following overall conclusions for the project variant and no PG&E scenario: (1) no new significant effects or substantially more severe significant effects would result beyond those identified in the Draft EIR for the proposed project; (2) no new mitigation measures are identified that would be required to mitigate new or more severe significant impacts; (3) with implementation of mitigation measures identified in the EIR, no substantial increase in the severity of an environmental impact would result; and (4) no additional alternatives or mitigation measures considerably different from those presented and analyzed in the Draft EIR are needed to satisfy CEQA requirements.

The Commission reviewed and considered the FEIR for the Project and found the contents of said report and the procedures through which the FEIR was prepared, publicized and reviewed complied with the

California Environmental Quality Act (Public Resources Code section 21000 et seq.), the CEQA Guidelines (14 Cal. Code Reg. section 15000 et seq.), and Chapter 31 of the San Francisco Administrative Code.

The Commission found the FEIR was adequate, accurate and objective, reflected the independent analysis and judgment of the Department and the Planning Commission, and that the summary of comments and responses contained no significant revisions to the DEIR, and certified the FEIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31 by its Motion No. 20635.

The Commission, in certifying the FEIR, found that the project variant described in the FEIR will have the following significant and unavoidable environmental impacts:

- Demolition of individually significant buildings would materially alter, in an adverse manner, the physical characteristics that justify their inclusion in the California Register of Historical Resources.
- The project variant would result in a substantial increase in delays or operating costs such that significant adverse impacts to Muni would occur.
- Combine with past, present, and reasonably foreseeable future projects in the vicinity of the project site, would contribute considerably to significant cumulative transit impacts related to travel delay or operating costs on Muni.
- Project construction would cause a substantial temporary or periodic increase in ambient noise levels at noise-sensitive receptors, above levels existing without the project variant.
- Project traffic would result in a substantial permanent increase in ambient noise levels at offsite receptors.
- Combine with construction of other past, present, and reasonably foreseeable future projects in the vicinity of the project site, would cause a substantial temporary or periodic increase in ambient noise levels.
- Cumulative traffic increases would cause a substantial permanent increase in ambient noise levels at offsite receptors in the project vicinity.
- Generate emissions of criteria air pollutants during construction that would violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.
- Generate emissions of criteria air pollutants during project operations at levels that would violate an air quality standard, contribute to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.
- Combine with past, present, and reasonably foreseeable future development in the project area, to contribute to significant cumulative regional air quality impacts.
- Phased construction of the project variant could alter wind in a manner that substantially affects public areas on or near the project site.

The Commission Secretary is the Custodian of Records for the Planning Department materials, located in the File for Case No. 2017-011878ENVGPAPCAMAPDVA, at 1650 Mission Street, Fourth Floor, San Francisco, California.

On January 30, 2020, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2017-011878ENVGPAPCAMAPDVA to consider the approval of the Project. The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the Project, the Planning Department staff, expert consultants and other interested parties.

The Commission has reviewed the entire record of this proceeding, the Environmental Findings, attached to this Motion as Attachment A and incorporated fully by this reference, regarding the alternatives, mitigation measures, environmental impacts analyzed in the FEIR and overriding considerations for approving the Project, and the proposed Mitigation Monitoring and Reporting Program ("MMRP") attached as Attachment B and incorporated fully by this reference, which material was made available to the public.

MOVED, that the Commission hereby adopts these findings under the California Environmental Quality Act, including rejecting alternatives as infeasible and adopting a Statement of Overriding Considerations, as further set forth in Attachment A hereto, and adopts the MMRP attached as Attachment B, based on substantial evidence in the entire record of this proceeding.

- I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting of January 30, 2020.



Jonas P. Ionin
Commission Secretary

AYES: Diamond, Fung, Koppel, Melgar, Moore

NAYS: None

ABSENT: Johnson, Richards

DATE: January 30, 2020



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ATTACHMENT A

POTRERO POWER STATION MIXED-USE DEVELOPMENT PROJECT CALIFORNIA ENVIRONMENTAL QUALITY ACT FINDINGS: FINDINGS OF FACT, EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, AND STATEMENT OF OVERRIDING CONSIDERATIONS

SAN FRANCISCO PLANNING COMMISSION

In determining to approve the Potrero Power Station Mixed-Use Development Project described in Section I, Project Description below, the San Francisco Planning Commission makes and adopts the following findings of fact and decisions regarding mitigation measures and alternatives, and adopts the statement of overriding considerations, based on substantial evidence in the whole record of this proceeding and under the California Environmental Quality Act ("CEQA"), California Public Resources Code Sections 21000 et seq., particularly Sections 21081 and 21081.5, the Guidelines for Implementation of CEQA ("CEQA Guidelines"), 14 California Code of Regulations Sections 15000 et seq., particularly Sections 15091 through 15093, and Chapter 31 of the San Francisco Administration Code.

This document is organized as follows:

Section I provides a description of the project variant that is proposed for adoption as the Project, the environmental review process for the Project, and the approval actions to be taken and the location of records;

Section II identifies the impacts found not to be significant that do not require mitigation;

Section III identifies potentially significant impacts that can be avoided or reduced to less-than-significant levels through mitigation and describes the mitigation measures;

Section IV identifies significant impacts that cannot be avoided or reduced to less-than-significant levels and describes any applicable mitigation measures;

Section V evaluates the different Project alternatives and the economic, legal, social, technological, and other considerations that support approval of the Project and the rejection of the alternatives, or elements thereof; and

Section VI presents a statement of overriding considerations setting forth specific reasons in support of the Commission's actions and its rejection of the alternatives not incorporated into the Project.

The Mitigation Monitoring and Reporting Program ("MMRP") for the mitigation measures that have been proposed for adoption is attached with these findings as **Attachment B to Motion No. 20636**. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. Attachment B provides a table setting forth each mitigation measure listed in the Final Environmental Impact Report for the Project ("Final EIR") that is required to reduce or avoid a significant adverse impact. Attachment B also specifies the agency responsible for implementation of each measure and establishes monitoring actions and a monitoring schedule. The full text of the mitigation measures is set forth in Attachment B. These findings are based upon substantial evidence in the entire record before the Commission. The references set forth in these findings to certain pages or sections of the Draft Environmental Impact Report ("Draft EIR" or "DEIR") or the Responses to Comments document ("RTC" or "Responses to Comments") in the Final EIR are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings.

I. APPROVAL OF THE PROJECT VARIANT AS THE PROJECT

A. Project Description

The Potrero Power Station Mixed-Use Development project is located on an approximately 29-acre site along San Francisco's central waterfront, encompassing the site of the former Potrero Power Plant that closed in 2011 ("Project Site" or "site"). The Project Site is generally bounded by 22nd Street to the north, the San Francisco Bay to the east, 23rd Street to the south, and Illinois Street to the west, and is comprised of the following six sub-areas: Power Station sub-area, PG&E sub-area, Port sub-area, Southern sub-area, the Craig Lane sub-area, and City sub-area. California Barrel Company LLC, the Project Sponsor, currently has control only of the Power Station sub-area; the other sub-areas are owned and controlled by different entities. Current uses on the Power Station sub-area include warehouses, parking, vehicle storage, and office space. Twenty-four structures remain on the site associated with the former power plant, including six historic structures associated with the historic Third Street Industrial District: the Unit 3 Power Block, the Boiler Stack, Station A, the Meter House, the Gate House, and the Compressor House.

The Project Sponsor seeks to redevelop the site with a proposed multi-phased, mixed-use development, and to activate a new waterfront open space (the "Project"). The Project would rezone the site, establish new land use controls, develop design standards, and provide for development of residential, commercial including office, research and development (R&D)/life science/laboratory, retail, hotel, entertainment/assembly, and production, distribution, and repair (PDR), parking, community facilities, and open space land uses.

To do so, the Project includes proposed amendments to the San Francisco Planning Code and the San Francisco General Plan. The Planning Code amendments would change the Height and Bulk District Zoning Map and would add a new Potrero Power Station Special Use District (SUD) applicable to the Project Site, including the PG&E Subarea upon recording of a Notice of Joinder

to the Development Agreement. A Development Agreement is also proposed as part of the Project, as well as adoption of the *Potrero Power Station Design for Development* (D for D), which contain specific development standards and guidelines. The Project Sponsor also is seeking approval by the Port as part of the Project to construct open space and street improvements on the Port sub-area.

1. Originally Proposed Project

The proposed project analyzed in the Draft EIR (“proposed project”) included construction of up to approximately 5.4 million gross square feet (gsf), of uses, including between approximately 2.4 and 3.0 million gsf of residential uses (about 2,400 to 3,000 dwelling units), between approximately 1.2 and 1.9 million gsf of commercial uses (office, R&D/life science, retail, hotel, and PDR), approximately 922,000 gsf of parking, approximately 100,000 gsf of community facilities, and approximately 25,000 gsf of entertainment/assembly uses. Most new buildings would range in height from 65 to 180 feet, with one building at 300 feet. Approximately 6.2 acres would be devoted to publicly accessible open space. As part of the proposed project, approximately 20 existing structures on the Project Site would be demolished, including up to five historic structures that are contributors to the historic Third Street Industrial District.

The proposed project in the Draft EIR included transportation and circulation improvements, shoreline improvements, and utilities infrastructure improvements. Transportation and circulation improvements included: a continuous street network, connection to the planned Pier 70 Mixed-Use District project directly north of the Project Site; a new bus stop and shuttle service; and the installation of traffic signals at the intersections of Illinois Street at 23rd and Humboldt streets. The roadway network would be accessible for all modes of transportation and would include vehicular, bicycle and pedestrian improvements. In addition to the development of waterfront parks, proposed shoreline improvements would include construction of a floating dock extending out and above the tidal zone to provide access from the site to the bay for fishing and suitable recreational vessels, and stormwater drainage outfalls. The proposed project included construction of infrastructure and utilities improvements to serve the development, including potable, non-potable, and emergency water facilities; wastewater and stormwater collection and conveyance; and natural gas and electricity distribution.

Project construction was anticipated to occur in seven overlapping phases (Phase 0 through 6), with each phase lasting approximately three to five years. Construction of the proposed project was estimated to occur over a 15-year period, beginning in 2020 and ending in 2034, depending on market conditions and permitting requirements.

2. Project Variant

The Project Sponsor is proposing that a project variant described in the Final EIR be adopted as the Project. Following publication of the Draft EIR on October 3, 2018, the Project Sponsor updated and refined select elements of the proposed project as part of the project development and design process. The Project Sponsor incorporated these changes into a variation on the proposed project, which is described in Chapter 9 of the Final EIR and is referred to as the “project variant” or “variant.”

The project variant would have the same components as the proposed project, including rezoning, amendments to the San Francisco General Plan and Planning Code, and creation of the SUD and D for D.

The project variant would have a slightly larger total building area (an increase of 0.6 percent). The gross square footage of residential uses would decrease by 6 percent, although the number of residential units would decrease by only 3 percent (2,682 units to 2,601 units). The gross square footage of hotel uses would remain the same, although the number of hotel rooms would increase from 220 to 250. Commercial office space would increase by 36 percent (from 597,723 gsf to 814,240 gsf), but PDR space would decrease by 22 percent (from 45,040 gsf to 35,000 gsf) and retail space would decrease by 7 percent (from 107,439 gsf to 99,464 gsf). Life science and R&D space would remain the same. Community facilities space would decrease by about half, although entertainment/assembly space would remain the same. Parking area would increase by 5 percent, and the number of parking spaces would increase by 2 percent (from 2,622 spaces to 2,686 spaces). The number of bicycle parking spaces would decrease by 5 percent, from 1,950 to 1,862. Under the project variant, proposed open space would increase from 6.2 to 6.9 acres, an increase of more than 11 percent.

Under the variant, the maximum building height would be reduced from 300 to 240 feet; and instead of one 300-foot tower and three 180-foot towers, the variant would include one 240-foot tower, one 220-foot tower, and one 180-foot tower. Construction of the project variant is anticipated to require 16 years, instead of 15 years for the proposed project.

The site layout and land use plan for the project variant would differ from the proposed project in two ways: (1) Blocks 6 (designated for residential use) and 10 (designated for office or R&D use) under the proposed project are combined under both the project variant and the no PG&E scenario to form a new Block 15 (designated for office or R&D use) such that there is no Block 6 or 10 under the variant; and (2) the variant would allow for R&D and/or office uses to be developed on Blocks 2 and 3 instead of only R&D uses.

Unlike the proposed project, which would demolish Station A (an individual and contributing historic resource), the project variant would retain substantial portions of Station A. Like the proposed project, the variant would retain the Boiler Stack (a contributing historic resource) and possibly retain the Unit 3 Power Block (a contributing historic resource). With respect to historic resources, the project variant is substantially similar to Preservation Alternative E, the Partial Preservation 2 Alternative discussed in the March 2018 preservation alternatives report described in Section V below.

Shoreline improvements would be somewhat expanded under the project variant, but infrastructure and utilities for the project variant would be essentially identical to that described for the proposed project, with the major differences being the change from Blocks 6 and 10 under the proposed project to a single larger Block 15 under the variant, and a few refinements of additional details and specifications for non-potable water system.

In addition, as stated above and in Chapter 2, Project Description, in the Draft EIR, the project sponsor does not control the PG&E subarea, and development of land uses within the PG&E subarea as proposed would only occur when and if PG&E determines it is feasible to relocate the existing utility infrastructure and operations and the owner of the PG&E subarea records a Notice of Joinder to Development Agreement. Therefore, the Final EIR identified a “no PG&E scenario” to represent a condition under the project variant that could occur if there were an extended delay in the development of the PG&E subarea, or if it were never developed as proposed. The site layout and land use plan for the no PG&E scenario would be the same as that for the variant, except without the 4.8 acre PG&E subarea in the northwest corner of the site.

B. Project Objectives

The Final EIR discusses several Project objectives identified by the Project Sponsor. The objectives are as follows:

1. Redevelop the former power plant site to provide a mix of residential, retail, office, Production, Distribution, and Repair (PDR), R&D space, a hotel, and activated waterfront open spaces to support a daytime population in a vibrant neighborhood retail district and to provide employment opportunities within walking distance to residents of the surrounding neighborhood.
2. Provide access to San Francisco Bay and create a pedestrian- and bicycle- friendly environment along the waterfront, by opening the eastern shore of the site to the public and extending the Bay Trail and the Blue Greenway.
3. Provide active open space uses such as playing fields and a playground to improve access to sports, recreational, and playground facilities in the Dogpatch, Potrero Hill, and Bayview-Hunters Point neighborhoods and complement other nearby passive open space uses and parks in the Central Waterfront.
4. Increase the city’s supply of housing to contribute to meeting the San Francisco General Plan Housing Element goals, and the Association of Bay Area Governments’ Regional Housing Needs Allocation for San Francisco by optimizing the number of dwelling units, particularly housing near transit.
5. Attract a diversity of household types by providing dense, mixed-income housing, including below-market rate units.
6. If Pacific Gas and Electric Company (PG&E) relocates its facilities in the PG&E sub-area, it would be redeveloped with community facilities, PDR, and housing in a fashion that provides continuity with the remainder of the Project Site and vicinity.
7. Build a neighborhood resilient to projected levels of sea level rise and earthquakes.

8. Incorporate the project and the anticipated adjacent Pier 70 Mixed-Use District project into a single neighborhood, by creating a network of streets and pedestrian pathways that connect to the street and pedestrian network.
9. Create an iconic addition to the city's skyline as part of the Dogpatch neighborhood and the Central Waterfront.
10. Provide opportunities for outdoor dining and gathering and create an active waterfront in the evening hours by encouraging ground floor retail and restaurant uses with outdoor seating along the waterfront.
11. Build adequate parking and vehicular and loading access to serve the needs of project residents, workers, and visitors.
12. Construct a substantial increment of new PDR uses in order to provide a diverse array of commercial and industrial opportunities in a dynamic mixed-use environment.
13. Create a circulation and transportation system that emphasizes transit-oriented development and promotes the use of public transportation and car-sharing through an innovative and comprehensive demand management program.
14. Demonstrate leadership in sustainable development by constructing improvements intended to reduce the neighborhood's per capita consumption of electricity, natural gas, and potable water, and generation of wastewater.
15. Create a development that is financially feasible and that can fund the project's capital costs and on-going operation and maintenance costs relating to the redevelopment and long-term operation of the property.
16. Construct a waterfront hotel use in order to provide both daytime and nighttime activity on the waterfront promenade.

The objectives of the project variant are identical to those of the proposed project.

C. Environmental Review

California Barrel Company LLC initiated the environmental review process by filing an Environmental Evaluation application with the San Francisco Planning Department on September 15, 2017. Pursuant to and in accordance with the requirements of Section 21094 of the Public Resources and Sections 15063 and 15082 of the CEQA Guidelines, the San Francisco Planning Department, as lead agency, prepared a Notice of Preparation ("NOP") on November 1, 2017. The NOP was distributed to the State Clearinghouse and mailed to governmental agencies with potential interest, expertise, and/or authority over the project; interested members of the public; and occupants and owners of real property surrounding the project area.

The Planning Department held a Public Scoping Meeting on November 15, 2017, at the Project Site, 420 23rd Street, San Francisco, to receive oral comments on the scope of the EIR. In total, during the scoping period the planning department received comments from two agencies, three non-governmental organizations, and three individuals. The Public Scoping Summary Report is included as Appendix A of the Draft EIR. Based on the comments received, controversial issues for the Project include:

- Project land uses, consideration of alternate uses, and compatibility of land uses on parcels adjacent to Pier 70;
- Noise from construction, operational traffic, and generators on sensitive receptors;
- Impacts from exposure to air pollutants during construction and operation on sensitive receptors;
- Wind and shadow impacts generated by the project and cumulatively by the project and Pier 70, with particular concern to recreational resources and the bay;
- The approach to the transportation impact analysis, reasons for the assumptions incorporated (specifically into mode share), employees by different income brackets and miles travelled, times of day and week studied, and cumulative projects considered;
- Impacts on transportation and circulation (including highways, arterial streets, local streets, transit stations and service, and emergency response);
- The project's assumptions and analysis for on-site parking demand and supply;
- Impacts associated with site remediation or management of soils during project construction;
- Project consistency with McAteer-Petris Act, Bay Plan, Coastal Zone Management Act, and with San Francisco Bay Conservation and Development Commission (BCDC) jurisdiction – including with respect to 100-foot shoreline band compliance, BCDC related permits, public access, remediation and sea level rise;
- Impacts to onsite historic buildings (including the Meter House, the Compressor House, Station A, and the Gate House) and consideration of their preservation and possibilities for reuse;
- Impacts related to affordable housing and jobs housing balance by the project;
- Financing, (including fair share contribution), monitoring, scheduling, and responsibility for implementation of mitigation measures;

- Cumulative impacts of development of the project combined with development of other projects (including Pier 70), and development under other plans, in the vicinity.

On July 16, 2018, the Project Sponsor submitted an application to the Governor's Office of Planning and Research seeking certification of the Project as an Environmental Leadership Development Project (ELDP) pursuant to Assembly Bill 900, the Jobs and Economic Improvement through Environmental Leadership Act of 2011 (and as updated by AB 734 (Chapter 210, Statutes of 2016) and AB 246 (Chapter 522, Statutes of 2017), and California Environmental Quality Act (CEQA) Section 21178. Under AB 900, ELDPs generally are projects that promote environmental sustainability, transportation efficiency, greenhouse gas reduction, stormwater management using green technology, substantial economic investment, and job creation, and that meet certain other specified criteria and metrics. On October 9, 2018 Governor certified the Project as an ELDP.

On October 3, 2018, the Department published the Draft EIR and provided public notice in a newspaper of general circulation of the availability of the DEIR for public review and comment and of the date and time of the Planning Commission public hearing on the DEIR; this notice was mailed to the Department's list of persons requesting such notice.

Notices of availability of the DEIR and the date and time of the public hearing were posted near the Project Site by the Project Sponsor on October 3, 2018.

On October 3, 2018, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it, to those noted on the distribution list in the DEIR, to adjacent property owners, and to government agencies.

Notice of Completion was filed with the State Secretary of Resources via the State Clearinghouse on October 3, 2018.

The Historic Resources Commission held a duly advertised public hearing to allow the HPC to provide comments on the Draft EIR on October 17, 2018. The Planning Commission held a duly advertised public hearing on the Draft EIR on November 8, 2018, at which opportunity for public comment was given, and public comment was received on the DEIR. The period for commenting on the EIR ended on November 19, 2018.

The San Francisco Planning Department then prepared the responses to comments on environmental issues received during the 46-day public review period for the Draft EIR. That document, which provides written response to each comment received on the Draft EIR, was published on December 11, 2019 and included copies of all of the comments received on the Draft EIR and individual responses to those comments. The Responses to Comments provided additional, updated information and clarification on issues raised by commenters, as well as Planning Department staff-initiated text changes. Section 9 of the Responses to Comments document also describes and analyzes the environmental impacts of the project variant and the no PG&E scenario as compared to the analysis of the proposed project contained in the Draft EIR, thereby providing an equal level of detail of analysis for the project variant and no PG&E scenario, and proposed project.

A Final Environmental Impact Report has been prepared by the Department consisting of the Draft EIR and the Responses to Comments document as required by law. The Initial Study ("IS") is included as Appendix B to the Draft EIR and is incorporated by reference thereto.

The Planning Commission reviewed and considered the Final EIR and all of the supporting information and certified the Final EIR on January 30, 2020. In certifying the Final EIR, this Planning Commission found that the contents of said report and the procedures through which the Final EIR was prepared, publicized, and reviewed comply with the provisions of CEQA, the CEQA Guidelines, and Chapter 31 of the Administrative Code. Further, the Planning Commission determined that the Final EIR does not add significant new information to the Draft EIR that would require recirculation of the Final EIR under CEQA, because the Final EIR contains no information revealing (1) any new significant environmental impact that would result from the Project or from a new mitigation measure proposed to be implemented, (2) any substantial increase in the severity of a previously identified environmental impact, (3) any feasible project alternative or mitigation measure considerably different from others previously analyzed that would clearly lessen the environmental impacts of the Project, but that was rejected by the Project's proponents, or (4) that the Draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

Specifically, the description and analysis of the project variant and no PG&E scenario in the Final EIR adds no significant new information to the EIR per CEQA Guidelines section 15088.5. The conclusions presented in the Draft EIR for the proposed project remain largely the same for the project variant and no PG&E scenario, with all impact conclusions being either the same or less severe than previously identified for the proposed project. Notably, under the project variant, there would be two fewer significant and unavoidable impacts: the severity of the historic resources impact on the Third Street Industrial District at both a project-specific and cumulative level would be reduced to less than significant with mitigation. The new information presented in the Final EIR serves to clarify, amplify, and/or update information presented in the Draft EIR, providing appropriate information in the context of the project variant and no PG&E scenario. The information presented in Section 9.D of the Final EIR Responses to Comments, and in the findings set forth herein, provides the supporting analysis that indicates the following overall conclusions for the project variant and no PG&E scenario: (1) no new significant effects or substantially more severe significant effects would result beyond those identified in the Draft EIR for the proposed project; (2) no new mitigation measures are identified that would be required to mitigate new or more severe significant impacts; (3) with implementation of mitigation measures identified in the EIR, no substantial increase in the severity of an environmental impact would result; and (4) no additional alternatives or mitigation measures considerably different from those presented and analyzed in the Draft EIR are needed to satisfy CEQA requirements.

The San Francisco Planning Commission approves the project variant as the "Project."

D. Approval Actions

1. Planning Commission Actions

The Planning Commission is taking the following actions and approvals:

- Certification of the Final EIR.
- Approval of Potrero Power Station Design for Development.
- Review and recommendation to the Board of Supervisors to approve an ordinance adopting a Development Agreement.
- Review and recommendation to the Board of Supervisors to approve an ordinance adopting a new Potrero Power Station SUD setting forth uses and other development controls on the Project Site.
- Review and recommendation to the Board of Supervisors to adopt an ordinance amending the San Francisco Zoning Map Height and Bulk Maps.
- Review and approval of amendments to the San Francisco *General Plan*.

2. San Francisco Board of Supervisors Actions

The Board of Supervisors must take the following actions:

- Review and approval of an ordinance adopting a Development Agreement.
- Adoption of an ordinance adopting a new Potrero Power Station SUD setting forth uses and other development controls at the Project Site.
- Adoption of an ordinance amending the San Francisco Zoning Map Height and Bulk Maps.
- Approval of amendments to the San Francisco *General Plan*.
- Approval of street vacations, dedications and easements for public improvements, and acceptance (or delegation to Public Works Director to accept) of public improvements, as necessary.
- Approval of final subdivision map.

3. San Francisco Port Commission

- Adoption of findings regarding public trust consistency.
- Consent to a Development Agreement and recommendation to the San Francisco Board of Supervisors to approve.
- Approval of a lease for the improvement of the Port Sub-Area and Craig Lane.
- Approval of project construction-related permits for property within Port of San Francisco jurisdiction.
- Approval of Construction Site Stormwater Runoff Control Permit.

4. Other—Local Agencies

Implementation of the Project will involve consultation with or required approvals by other local, regulatory agencies, including, but not limited to, the following:

- San Francisco Public Works (approval of a subdivision map, consent to development agreement, issuance of public works street vacation order [if necessary]).

- San Francisco Department of Building Inspection (issuance of demolition, grading, and site construction permits).
- San Francisco Public Utilities Commission (consent to development agreement, approval of stormwater management plan, approvals of the landscape plan per the Water Efficient Irrigation Ordinance, Water Budget Application, Water Use Calculator, and Non-potable Implementation Plan per the Non-potable Water Ordinance, use of dewatering wells per Article 12B of the San Francisco Health Code [joint approval with the San Francisco Department of Public Health], approval of vacation of public service utility easements [if necessary]).
- San Francisco Municipal Transportation Agency (approval of transit improvements, public improvements and infrastructure, including certain roadway improvements, bicycle infrastructure and loading zones, to the extent included in the project (if any), consent to development agreement).
- San Francisco Fire Department (consent to development agreement).
- San Francisco Department of Public Health (oversee compliance with San Francisco Health Code Article 22A [Maher Ordinance], permit to operate under the Non-Potable Water Ordinance).

To the extent that the identified mitigation measures require consultation with or approval by these other agencies, the Planning Commission urges these agencies to assist in implementing, coordinating, or approving the mitigation measures, as appropriate to the particular measure.

E. Findings About Significant Environmental Impacts of the Project Variant, including the no PG&E scenario, and Mitigation Measures

The following Sections II, III and IV set forth the Planning Commission's findings about the Final EIR's determinations regarding significant environmental impacts of the project variant, including no PG&E scenario, and the mitigation measures proposed to address them. These findings provide the written analysis and conclusions of the Planning Commission regarding the environmental impacts of the Project and the mitigation measures included as part of the Final EIR and adopted by the Planning Commission as part of the Project. To avoid duplication and redundancy, and because the Planning Commission agrees with, and hereby adopts, the conclusions in the Final EIR, these findings will not repeat the analysis and conclusions in the Final EIR, but instead incorporates them by reference herein and relies upon them as substantial evidence supporting these findings.

In making these findings, the Planning Commission has considered the opinions of Planning Department and other City staff and experts, other agencies, and members of the public. The Planning Commission finds that: the determination of significance thresholds is a judgment decision within the discretion of the City and County of San Francisco; the significance thresholds used in the Final EIR are supported by substantial evidence in the record, including the expert opinion of the EIR preparers and City staff; and the significance thresholds used in the Final EIR provide reasonable and appropriate means of assessing the significance of the adverse environmental effects of the Project.

These findings do not attempt to describe the full analysis of each environmental impact contained in the Final EIR. Instead, a full explanation of these environmental findings and conclusions can be found in the Final EIR and these findings hereby incorporate by reference the discussion and analysis in the Final EIR supporting the determination regarding the Project impacts and mitigation measures designed to address those impacts. In making these findings, the Planning Commission ratifies, adopts and incorporates in these findings the determinations and conclusions of the Final EIR relating to environmental impacts and mitigation measures, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

As set forth below, the Planning Commission adopts and incorporates the mitigation measures set forth in the Final EIR and the attached MMRP to substantially lessen or avoid the potentially significant and significant impacts of the Project. The Planning Commission intends to adopt the mitigation measures proposed in the Final EIR. Accordingly, in the event a mitigation measure recommended in the Final EIR has inadvertently been omitted in these findings or the MMRP, such mitigation measure is hereby adopted and incorporated in the findings below by reference. In addition, in the event the language describing a mitigation measure set forth in these findings or the MMRP fails to accurately reflect the mitigation measures in the Final EIR due to a clerical error, the language of the policies and implementation measures as set forth in the Final EIR shall control. The impact numbers and mitigation measure numbers used in these findings reflect the information contained in the Final EIR.

In the Sections II, III and IV below, the same findings are made for a category of environmental impacts and mitigation measures. Rather than repeat the identical finding dozens of times to address each and every significant effect and mitigation measure, the initial finding obviates the need for such repetition because in no instance is the Planning Commission rejecting the conclusions of the Final EIR or the mitigation measures recommended in the Final EIR for the Project.

F. Location and Custodian of Records

The public hearing transcript, a copy of all letters regarding the Final EIR received during the public review period, the administrative record, and background documentation for the Final EIR are located at the Planning Department, 1650 Mission Street, San Francisco. The Planning Commission Secretary, Jonas P. Ionin, is the custodian of records for the Planning Department and the Planning Commission.

II. IMPACTS OF THE PROJECT VARIANT FOUND NOT TO BE SIGNIFICANT AND THUS DO NOT REQUIRE MITIGATION

Under CEQA, no mitigation measures are required for impacts that are less than significant (Pub. Resources Code, § 21002; CEQA Guidelines, §§ 15126.4, subd. (a)(3), 15091.). Based on the evidence in the whole record of this proceeding, the Planning Commission finds that, as with the proposed project described in the Draft EIR, implementation of the project variant, including the

no PG&E scenario, will not result in any significant impacts in the following areas and that these impact areas therefore do not require mitigation¹:

Land Use

- Physically divide an established community. (LU-1)
- Conflict with applicable land use plans, policies, or regulations adopted for the purpose of avoiding or mitigating an environmental impact. (LU-2)
- Result in a cumulatively considerable contribution to a significant cumulative land use impact on established communities. (C-LU-1)
- Result in a cumulatively considerable contribution to a significant cumulative land use impact related to conflicts with applicable land use plans, policies, and/or regulations adopted for the purpose of avoiding or mitigating an environmental impact. (C-LU-2)

Population and Housing

- Induce substantial direct temporary population growth during project construction. (PH-1)
- Induce substantial employment growth in an area either directly or indirectly. (PH-2)
- Displace substantial numbers of people and/or existing housing units or create demand for additional housing, necessitating the construction the construction of replacement housing. (DEIR, p. 4.C-12)
- Induce substantial project-level or cumulative population growth in the area either directly or indirectly. (C-PH-1)

Historic Architectural Resources

- Materially alter, in an adverse manner, the physical characteristics of the adjacent Union Iron Works Historic District that justify its inclusion in the California Register of Historic Resources. (CR-7)

Transportation and Circulation

- Result in substantial interference during Project construction with pedestrian, bicycle, or vehicle circulation and accessibility to adjoining areas, and would not result in potentially hazardous conditions. (TR-1) To further ensure that this impact would be less than significant, the Project Sponsor will implement *Improvement Measure I-TR-A: Construction Management Plan and Public Updates*.
- Cause substantial additional VMT or induced automobile travel. (TR-2)
- Create major traffic hazards. (TR-3) To further ensure that this impact would be less than significant, the Project Sponsor will implement *Improvement Measure I-TR-B: Monitoring and Abatement of Queues*.

¹ The Project is located within an urbanized area of San Francisco. Therefore, as described in the Initial Study at Page B-17, impacts related to agricultural and forest resources are not applicable to the Project.

- Result in a substantial increase in regional demand that could not be accommodated by regional transit capacity or result in a substantial increase in delays or operating costs such that adverse impacts to regional transit would occur. (TR-6)
- Result in potentially hazardous conditions for bicyclists, or otherwise interfere with bicycle accessibility to the Project Site or adjacent areas. (TR-8)
- Fail to accommodate Project commercial vehicle and passenger loading demand, or result in Project loading operations that would create potentially hazardous conditions or significant delays for transit, bicyclists, or people walking. (TR-9)
- Result in a substantial parking deficit and create potentially hazardous conditions or significant delays affecting transit, bicyclists, or people walking. (TR-10)
- Result in inadequate emergency vehicle access. (TR-11)
- Result in a cumulatively considerable contribution to a significant cumulative construction-related traffic impact. (C-TR-1) To further ensure that this impact would be less than significant, the Project Sponsor will implement *Improvement Measure I-TR-A: Construction Management Plan and Public Updates*.
- Result in a cumulatively considerable contribution to a significant cumulative impact related to VMT. (C-TR-2)
- Result in a cumulatively considerable contribution to a significant cumulative impact related to traffic hazards. (C-TR-3) To further ensure that this impact would be less than significant, the Project Sponsor will implement *Improvement Measure I-TR-B: Monitoring and Abatement of Queues*.
- Result in a cumulatively considerable contribution to a significant cumulative impact on regional transit providers. (C-TR-6)
- Result in a cumulatively considerable contribution to a significant cumulative impact related to pedestrian impacts. (C-TR-7)
- Result in a cumulatively considerable contribution to a significant cumulative impact related to bicycle impacts. (C-TR-8)
- Result in a cumulatively considerable contribution to a significant cumulative impact to loading. (C-TR-9)
- Result in a cumulatively considerable contribution to a significant cumulative impact to parking. (C-TR-10)
- Result in a cumulatively considerable contribution to a significant cumulative impact to emergency access. (C-TR-11)

Noise and Vibration

- Cause a substantial temporary or periodic increase in ambient noise levels along access streets in the Project vicinity resulting from construction truck traffic. (NO-3) To further ensure that this impact would be less than significant, the Project Sponsor will implement *Improvement Measure I-NO-A: Avoidance of Residential Streets* and *Improvement Measure I-TR-A: Construction Management Plan and Public Updates*.
- Result in substantial temporary or periodic increase in ambient noise levels from events that include outdoor amplified sound. (NO-6)
- Result in substantial temporary or periodic increase in ambient noise levels from proposed rooftop bars and restaurants that include outdoor amplified sound. (NO-7)

- Result in a cumulatively considerable contribution to a significant cumulative noise impact from construction on existing offsite receptors or due to offsite haul truck traffic. (C-NO-1) To further ensure that the cumulative noise impact due to off-site haul truck traffic would be less than significant, the Project Sponsor will implement *Improvement Measure I-NO-A, Avoidance of Residential Streets (Variant)* and *Improvement Measure I-TR-A, Construction Management Plan and Public Updates*.

Air Quality

- During construction generate fugitive dust, violate an air quality particulate standard, contribute substantially to an existing or projected particulate violation, or result in a cumulatively considerable net increase in particulate concentrations. (AQ-1)
- Create objectionable odors that would affect a substantial number of people. (AQ-6)
- Result in cumulative PM2.5 concentrations at offsite or onsite receptors. (C-AQ-2)

Wind and Shadow

- At full buildout, alter wind in a manner that would substantially affect public areas on or near the Project Site. (WS-1) To further ensure that this impact would be less than significant, the Project Sponsor will implement *Improvement Measure I-WS-1: Wind Reduction Features for Block 1*
- Create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas. (WS-3)
- When combined with other cumulative projects, alter wind in a manner that substantially affects public areas. (C-WS-1)
- In combination with past, present, and reasonably foreseeable future projects in the Project vicinity, create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas. (C-WS-2)

Biological Resources

- Have a substantial adverse effect either directly or through habitat modifications on migratory birds and/or on bird species identified as special status in local or regional plans, policies, or regulations, or by the California Department of Fish and Wildlife or U.S. Fish and Wildlife Service. (BI-2)
- Have a substantial adverse effect during Project operations, either directly or through habitat modification, on marine species identified as a candidate, sensitive, or special-status species in local or regional plans, policies or regulations, or by the California Department of Fish and Wildlife, U.S. Fish and Wildlife Service, or National Marine Fisheries Service. (BI-5)
- Have a substantial adverse effect on any riparian habitat or other sensitive natural community identified in local or regional plans, policies, regulations or by the California Department of Fish and Game U.S. Fish and Wildlife Service, or the National Marine Fisheries Service. (BI-6)

- Have a substantial adverse effect on state and federal waters through direct removal, filling, hydrological interruption, or other means. (BI-8)
- Conflict with any local policies or ordinances protecting biological resources; and would not conflict with the provisions of an adopted Habitat Conservation Plan, Natural Community Conservation Plan, or other approved local, regional, or state habitat conservation plan. (BI-10)

Hydrology and Water Quality

- Violate water quality standards or waste discharge requirements or otherwise substantially degrade water quality during Project construction. (HY-1)
- Violate a water quality standard or waste discharge requirement or otherwise substantially degrade water quality during Project operation. (HY-2)
- Result in stormwater runoff that exceeds the capacity of a storm drain system, or provide a substantial source of stormwater pollutants. (HY-2)
- Substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, in a manner that would result in substantial erosion, siltation, or flooding on or off site. (HY-3)
- Place housing or structures within an existing or future 100-year flood zone that would impede or redirect flood flows. (HY-4 and 5)
- Be susceptible to inundation by seiche, tsunami, or mudflow. (HY-6)
- In combination with past, present, and reasonably foreseeable future projects in the site vicinity, considerably contribute to cumulative impacts on hydrology and water quality. (C-HY-1)

Hazards and Hazardous Materials

- Create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials during construction or operation. (HZ-1)
- Expose workers or the public to hazardous building materials from demolition or renovation of buildings, including asbestos - containing materials, lead-based paint, PCBs, di (2-ethylhexyl) phthalate (DEHP), and mercury, or result in a release of these materials into the environment. (HZ-2)
- Create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment due to construction on a site included on a government list of hazardous materials sites. (HZ-3)
- Create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment due to encounters with hazardous materials in the soil or groundwater. (HZ-4)
- Result in hazardous emissions or use of hazardous or acutely hazardous materials, substances, or waste within one-quarter mile of an existing or proposed school. (HZ-5)

- Impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan. (HZ-6)
- Expose people or structures to a risk of loss, injury or death involving fires. (HZ-6)
- Contribute considerably to a significant cumulative impact related to hazards and hazardous materials. (C-HZ-1)

Cultural Resources

- In combination with past, present and future project in the vicinity of the Project Site, contribute considerably to a significant cumulative impact to archaeological resources, tribal cultural resources, or human remains. (C-CR-1)

Greenhouse Gas Emissions

- Generate GHG emissions at levels that would result in a significant impact on the environment. (C-GG-1)
- Conflict with a policy, plan, or regulation adopted for the purpose of reducing GHG emissions. (C-GG-1)

Recreation

- Increase the use of existing park and recreational facilities to such an extent that there would be a significant adverse effect on these facilities. (RE-1)
- Considerably contribute to a significant cumulative impact on recreational use to existing public parks or recreational facilities. (C-RE-1)

Utilities and Services Systems

- Increase the demand for water to such an extent that new or expanded water supply resources or entitlements or the construction of new or expanded water treatment facilities would be required. (UT-1)
- Exceed wastewater treatment requirements of the Southeast Water Pollution Control Plant. (UT-2)
- Require or result in the construction of new wastewater treatment facilities or expansion of existing facilities, the construction of which could cause significant environmental effects. (UT-3)
- Result in a determination by the SFPUC that it has inadequate capacity to serve the project's projected wastewater demand in addition to its existing commitments. (UT-3)
- Require or result in the construction of new storm water drainage facilities or expansion of existing facilities, the construction of which could cause significant environmental effects. (UT-4)
- Result in increased generation of solid waste that could not be accommodated by existing landfill capacity. (UT-5)
- Comply with all applicable statutes and regulations related to solid waste. (UT-6)

- Considerably contribute to a significant cumulative impact to utilities and service systems. (C-UT-1)

Public Services

- During construction or operation, result in a need for new or physically altered facilities in order to maintain acceptable service ratios, response times, or other performance objectives for police protection, fire protection, schools, or other services, such that adverse physical impacts would occur. (PS-1 and PS-2)
- Considerably contribute to a significant cumulative impact resulting from a need for new or physically altered facilities in order to maintain acceptable service ratios, response times, or other performance objectives for police protection, fire protection, schools, or other services. (C-PS-1)

Geology, Soils, and Paleontological Resources

- Exacerbate the potential for the Project to expose people or structures to potential adverse effects due to fault rupture, seismic ground shaking, seismically induced ground failure, or landslides. (GE-1)
- Result in substantial erosion or loss of topsoil. (GE-2)
- Be located on unstable soil, or could become unstable as a result of the Project. (GE-3)
- Create substantial risks to life or property as a result of locating structures on expansive or corrosive soils. (GE-4)
- Substantially change the topography or any unique geologic or physical feature of the site. (GE-5)
- Considerably contribute to a significant cumulative impact with respect to geology, soils, or paleontological resources. (C-GE-1)

Mineral and Energy Resources

- Result in the use of large amounts of fuel, water, or energy, or use these in a wasteful manner. (ME-1)
- Considerably contribute to a significant cumulative impact on energy resources. (C-ME-1)

III. FINDINGS OF POTENTIALLY SIGNIFICANT IMPACTS THAT CAN BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL THROUGH MITIGATION

CEQA requires agencies to adopt mitigation measures that would avoid or substantially lessen a project's identified significant impacts or potential significant impacts if such measures are feasible (unless mitigation to such levels is achieved through adoption of a project alternative). The findings in this Section III and in Section IV concern mitigation measures set forth in the EIR. These findings discuss mitigation measures identified in the Draft EIR to mitigate the potentially significant impacts of the proposed project. As described in Section 9.D of the Final EIR, the severity of the impacts of the project variant, including no PG&E scenario, is the same or less than

for the proposed project, and as described in this Section the potentially significant impacts of the project variant, including no PG&E scenario, also would be mitigated to a less-than-significant level by the same mitigation measures identified in the Draft EIR for the proposed project (or minor variations of the same mitigation measures to be specific to the project variant). The full text of the mitigation measures is contained in the Final EIR and in Attachment B, the Mitigation Monitoring and Reporting Program. The Planning Commission finds that the impacts of the project variant, including no PG&E scenario, identified in this Section III would be reduced to a less-than-significant level through implementation of the mitigation measures contained in the Final EIR, included in the Project, or imposed as conditions of approval and set forth in Attachment B.

This Commission recognizes that some of the mitigation measures are partially within the jurisdiction of other agencies. The Commission urges these agencies to assist in implementing these mitigation measures, and finds that these agencies can and should participate in implementing these mitigation measures.

Historic Architectural Resources

Impacts CR-1, CR-2, and CR-3: With mitigation, ground disturbance associated with the project variant, with or without the PG&E subarea, would not cause a substantial adverse change in the significance of an archeological resource or a tribal cultural resource, and could disturb human remains.

Any ground-disturbing activities during project construction—particularly excavation, grading, and foundation work—could have the potential to uncover terrestrial prehistoric archeological resources, submerged prehistoric archeological resources, historic archeological resources, tribal cultural resources, and/or human remains. However, implementation of Mitigation Measures M-CR-1 and M-CR-3 would ensure that the project variant's impacts on archeological resources, human remains, and tribal cultural resources would be less than significant with mitigation. Impacts of the no PG&E scenario would be the same as those for the variant, since none of the changes under this scenario would affect impacts related to cultural resources.

Mitigation Measure M-CR-1: Archeological Testing

Mitigation Measure M-CR-3: Tribal Cultural Resources Interpretive Program

Impact CR-5: With mitigation, the proposed demolition, substantial alteration, and rehabilitation of contributing buildings would not materially alter, in an adverse manner, the physical characteristics of the Third Street Industrial District that justify its inclusion in the California Register of Historical Resources.

As described below, cultural resources impacts of the project variant would be similar to those of the proposed project, and impacts of the no PG&E scenario would be the same as those for the variant, since none of the changes under this scenario would affect impacts related to cultural resources. For the project variant, retention and reuse of major portions of Station A, along with retention and rehabilitation of the Boiler Stack and, potentially, the Unit 3 Power Block, would

lessen effects on the Third Street Industrial District as compared to the proposed project, which would demolish Station A. Under the project variant, treatment of the Gate House, Meter House, Compressor House, Unit 3 Power Block, and the Boiler Stack would be the same as described for the proposed project. Mitigation Measures M-CR-5a, 5b, 5c, and 5d regarding documentation, video recordation, public interpretation/salvage, and rehabilitation of the Boiler Stack would be required to reduce the severity of this impact to the extent feasible. Mitigation Measure M-CR-5e, as modified in the Final EIR, would also be required under the Project. In addition, Mitigation Measures M-NO-4a, 4b, and 4c would be required to ensure that the historic resources would be protected during construction of the rest of the development. Because it would retain much of the visually prominent and architecturally distinctive features of Station A, and thus would retain a link to the Project Site's history of electrical generation, effects of the project variant on the Third Street Industrial District, would be less than significant with the following mitigation.

Mitigation Measure M-CR-5a: Documentation

Mitigation Measure M-CR-5b: Video Recordation

Mitigation Measure M-CR-5c: Public Interpretation and Salvage

Mitigation Measure M-CR-5d: Rehabilitation of the Boiler Stack

Mitigation Measure M-CR-5e (Variant): Historic Preservation Plan and Review Process for Alteration of Station A and the Boiler Stack

Mitigation Measure M-NO-4a: Construction Vibration Monitoring

Mitigation Measure M-NO-4b: Vibration Control Measures During Controlled Blasting and Pile Driving

Mitigation Measure M-NO-4c: Vibration Control Measures During Use of Vibratory Equipment

Impact CR-6: With mitigation, the proposed infill construction would not materially alter, in an adverse manner, the physical characteristics of the Third Street Industrial District that justify its inclusion in the California Register of Historical Resources.

The project variant calls for the establishment of new infill construction within the Project Site that could materially alter the physical characteristics of the Third Street Industrial District that justify its inclusion in the California Register. Consistent with the Secretary of the Interior's Rehabilitation Standard No. 9, the D for D includes standards and guidelines ensuring new construction would be of a size, scale, and density and/or would use exterior materials that would be compatible with the Third Street Industrial District. However, because the D for D must be approved as part of the Project, the Final EIR conservatively determined that the project variant could be incompatible with the Third Street Industrial District, which would be a significant impact. With implementation of Mitigation Measure M-CR-6, future new construction would be compatible with the character-defining features of the Third Street Industrial District, and this

impact would be less than significant with mitigation. Impacts of the no PG&E scenario would be the same as those for the variant, since none of the changes under this scenario would affect impacts related to cultural resources.

Mitigation Measure M-CR-6: Design Controls for New Construction

Impact C-CR-2: Although cumulative projects would materially alter, in an adverse manner, some of the physical characteristics of the Third Street Industrial District that justify its inclusion in the California Register of Historical Resources, resulting in a significant cumulative impact, with mitigation, the project variant, with or without the PG&E subarea, would not make a cumulatively considerable contribution to that impact.

Retention of the majority of Station A under the project variant would avoid the proposed project's significant impact on the Third Street Industrial District. Because of this, although cumulative projects will result in the loss of seven contributing resources to the district, the project variant, unlike the proposed project, would not contribute considerably to this significant cumulative impact. With implementation of Mitigation Measures M-CR-5a, 5b, 5c, 5d, and 5e (Variant) and M-NO-4a, 4b, and 4c, the cumulative effects of the project variant on the Third Street Industrial District would be less than significant. Impacts of the no PG&E scenario would be the same as those for the variant, since none of the changes under this scenario would affect impacts related to cultural resources.

Mitigation Measure M-CR-5a: Documentation

Mitigation Measure M-CR-5b: Video Recordation

Mitigation Measure M-CR-5c: Public Interpretation and Salvage

Mitigation Measure M-CR-5d: Rehabilitation of the Boiler Stack

Mitigation Measure M-CR-5e (Variant): Historic Preservation Plan and Review Process for Alteration of Station A and the Boiler Stack

Mitigation Measure M-NO-4a: Construction Vibration Monitoring

Mitigation Measure M-NO-4b: Vibration Control Measures During Controlled Blasting and Pile Driving

Mitigation Measure M-NO-4c: Vibration Control Measures During Use of Vibratory Equipment

Transportation

Impact TR-7: Implementation of the project variant would not create hazardous conditions for people walking, but existing pedestrian facilities could present barriers to accessible pedestrian travel.

The pedestrian-related features of the project variant would accommodate people walking within the site and would not result in hazardous conditions or present barriers to people walking. Similar to the proposed project, the combination of existing conditions at the intersection of Illinois Street/22nd Street, project-generated increases in vehicular travel on Illinois Street, and the large number of people who may be walking between the project site and destinations to the north and west, would result in significant impacts related to pedestrian safety and accessibility. Under the no PG&E scenario, the street network would not include a connection between the project site at Illinois Street via Humboldt Street, and would not include Georgia Street between Humboldt and 22nd streets. However, the no PG&E scenario would include sidewalk reconstruction on the east side of Illinois Street between 22nd and 23rd streets, as compared to only the portion between Humboldt and 22nd streets under the proposed project and variant. With implementation of Mitigation Measure M-TR-7, the impacts of the project variant, with and without the PG&E subarea, on people walking would be less than significant.

Mitigation Measure M-TR-7: Improve Pedestrian Facilities at the Intersection of Illinois Street/22nd Street

Noise and Vibration

Impact NO-1: With mitigation Project-related construction activities would not expose people or increase noise levels in excess of standards in the Noise Ordinance (Article 29 of the San Francisco Police Code).

Project construction could expose people to or generate noise levels in excess of standards in the Noise Ordinance (Article 29 of the San Francisco Police Code) or applicable standards of other agencies. As compared to the proposed project, the project variant would extend the construction period by one year; however, proposed phasing changes and durations would only alter the timing of noise increases and not their extent. Thus, proposed phasing changes would not alter the potential for compliance with Noise Ordinance standards during project construction. Therefore, like the proposed project the impact related to construction-related noise levels in excess of the noise ordinance limit would be less than significant with implementation of Mitigation Measure M-NO-1 for the project variant, with or without the PG&E subarea. Further, if nighttime noise levels exceed this nighttime noise limit, section 2908 would require that a special permit be obtained from the City to ensure that section 2908 ordinance requirements are met.

Mitigation Measure M-NO-1: Construction Noise Control Measures

Impact NO-4: With mitigation, Project construction would not generate excessive groundborne vibration that could result in building damage.

Impact activities such as pile driving could produce detectable vibration within nearby buildings during construction, and could be detectable by sensitive receptors. This could be a significant impact. Changes in construction phasing under the project variant (i.e., extending the construction duration by one year and changing the phases when the northern Waterfront shoreline improvements, Georgia Lane, and Humboldt Street would be constructed) would result in

vibration impacts similar to the proposed project, except that construction activities in the northern Waterfront area during Phase 3 instead of Phase 1 would increase the potential for construction-related vibration impacts if any adjacent planned offsite buildings on Pier 70 Parcels H1, H2, or E3 or future onsite buildings on Block 4 are constructed prior to any shoreline pile driving activities occurring in the northern Waterfront area. With inclusion of mitigation measures M-CR-5e, and M-NO-4a, 4b, and 4c, like the proposed project, this impact would be less than significant for the project variant, with or without the PG&E subarea.

Mitigation Measure M-CR-5e: Historic Preservation Plan and Review Process for Alteration of the Boiler Stack.

Mitigation Measure M-NO-4a: Construction Vibration Monitoring.

Mitigation Measure M-NO-4b: Vibration Control Measures During Controlled Blasting and Pile Driving.

Mitigation Measure M-NO-4c: Vibration Control Measures During Use of Vibratory Equipment.

Impact NO-5: With mitigation, operation of the stationary equipment on the Project Site would not result in a substantial permanent increase in ambient noise levels in the immediate Project vicinity.

Operation of the project variant, with or without the PG&E subarea, like the proposed project, would similarly increase ambient noise levels on and near the Project Site from the onsite use of stationary equipment (i.e., heating/ventilation/air conditioning systems and emergency generators). Like the proposed project, this impact would be less than significant with mitigation.

Mitigation Measure M-NO-5: Stationary Equipment Noise Controls

Impact C-NO-1: With mitigation, vibration impacts resulting from construction of the project variant, with or without the PG&E subarea, combined with construction of other past, present, and reasonably foreseeable future projects would not be a cumulatively considerable contribution to a significant cumulative impact.

A significant cumulative impact with respect to construction vibration impacts would occur if concurrent construction activities at the Pier 70 parcels involved pile driving or other vibration-inducing activities, and the project's contribution to this cumulative impact would be considerable (i.e., significant). Implementation of Mitigation Measure M-NO-4a would reduce the Project's contribution to this cumulative impact to less than cumulatively considerable. This measure would require vibration controls sufficient to ensure that vibration levels would not exceed the 0.5 in/sec PPV vibration limit, and all potential vibration sources would need to be considered when determining the need for vibration controls. Therefore, this cumulative vibration impact from simultaneous construction of the project variant and the Pier 70 project would be less than significant with mitigation.

Mitigation Measure M-NO-4a: Vibration Control Measures During Controlled Blasting and Pile Driving

Air Quality

Impact AQ-4: With mitigation, although construction and operation of the project variant, with or without the PG&E subarea, would generate toxic air contaminants, including diesel particulate matter, which could expose sensitive receptors to substantial pollutant concentrations, this impact would be less than significant.

As with the proposed project, toxic air contaminant exposures during project variant construction and operations would be less than significant with implementation of Mitigation Measures M-AQ-2a, M-AQ-2b, and M-AQ-4. Specifically, while increased cancer risks at both on-site and offsite receptors would be significant without mitigation, implementation of Mitigation Measure M-AQ-2a alone would be sufficient to reduce the impact of the project variant, with or without the PG&E subarea, to a less-than-significant level, and the excess cancer risk impact to both onsite and offsite receptors was determined to be less than significant with mitigation. Also, the potential for future health risk impacts from laboratory emissions is less than significant with implementation of Mitigation Measure M-AQ-4.

Mitigation Measure M-AQ-2a: Construction Emissions Minimization

Mitigation Measure M-AQ-2b: Diesel Backup Generator Specifications

Mitigation Measure AQ-4: Siting of Uses that Emit Toxic Air Contaminants

Impact AQ-5: With mitigation, the project variant, with or without the PG&E subarea, would not conflict with implementation of the Bay Area 2017 Clean Air Plan.

As with the proposed project, the project variant could conflict with implementation of the Bay Area 2017 Clean Air Plan. Without certain mitigation measures incorporated into the project variant, the project variant would not include applicable control measures from the 2017 Clean Air Plan. However, as with the proposed project, with implementation of Mitigation Measure M-AQ-5, Include Spare the Air Telecommuting Information in Transportation Welcome Packets, plus the other mitigation measures identified in the EIR, the project variant, with or without the PG&E subarea, would include applicable control strategies contained in the 2017 Clean Air Plan for the basin, and the impact would be less than significant.

Mitigation Measure M-AQ-2a: Construction Emissions Minimization

Mitigation Measure M-AQ-2b: Diesel Backup Generator Specifications

Mitigation Measure M-AQ-2d: Electrification of Loading Docks

Mitigation Measure M-TR-5: Implement Measures to Reduce Transit Delay

Mitigation Measure M-AQ-4: Siting of Uses that Emit Toxic Air Contaminants

Mitigation Measure AQ-5: Include Spare the Air Telecommuting Information in Transportation Welcome Packets

Impact C-AQ-2: With mitigation, the project variant, with or without the PG&E subarea, in combination with past, present, and reasonably foreseeable future development in the project area, would not considerably contribute to a significant cumulative health risk impacts on sensitive receptors.

The project variant would result in a marginal reduction of excess cancer risk for the onsite receptor by one in one million compared to the proposed project, and would result in a marginal increase of excess cancer risk for the offsite receptor by one in one million compared to the proposed project. The resultant cumulative risks would still be well below the air pollutant exposure zone criteria of 100 in one million. Increased cancer risks of the project variant at both on-site and offset receptors would be significant without mitigation due to the contribution of construction activities, but implementation of Mitigation Measure M-AQ-2a would reduce the impact of the project variant, with or without the PG&E subarea, to a less than significant level.

Mitigation Measure M-AQ-2a: Construction Emissions Minimization

Biological Resources

Impact BI-1: With mitigation, construction of the project variant, with or without the PG&E subarea, would not have a substantial adverse effect either directly or through habitat modifications on migratory birds and/or on bird species identified as special status.

Construction activities within the Project Site, especially those that involve heavy machinery, may adversely affect nesting birds within 100 feet of the site boundaries during the nesting season (January 15–August 15). Nesting habitat for birds within the developed project site is of limited value and not expected to attract an abundance of breeding birds; however, certain construction activities such as vegetation removal, building demolition, and shoreline improvements, could adversely affect birds attempting to nest within the Project Site or nearby. Because the project variant, with or without the PG&E subarea, would require substantially the same nature and magnitude of construction activities as the proposed project, the same mitigation measure, Mitigation Measure M-BI-1, and compliance with the requirements of the California Fish and Game Code would reduce this potential impact to less than significant.

Mitigation Measure M-BI-1: Nesting Bird Protection Measures

Impact BI-3: With mitigation, construction of the project variant, with or without the PG&E subarea, would not have a substantial adverse effect either directly or through habitat modification on bats identified as special-status.

Common bats (Mexican free-tailed bat) and special-status bats (Pallid bat and Yuma myotis) have the potential to roost in existing vacant or underutilized buildings, and other human-made

structures within or near the Project Site. The proposed project would involve building demolition and/or rehabilitation of buildings or structures that could host roosting bats. Mortality of special-status bats resulting from direct or indirect actions attributable to construction would be a significant impact. Additionally, common bats may establish maternity roosts in these same locations and disturbance that results in loss of a maternity colony would be a significant impact. The project variant would require substantially the same nature and magnitude of construction activities as the proposed project and, therefore, the same mitigation measure identified for the proposed project, Mitigation Measure M-BI-3, would reduce this potential impact for the project variant, with or without the PG&E subarea, to less than significant.

Mitigation Measure M-BI-3: Avoidance and Minimization Measures for Bats

Impact BI-4: With mitigation, construction of the project variant, with or without the PG&E subarea, would not have a substantial adverse effect, either directly or through habitat modification, on marine species identified as a candidate, sensitive, or special-status species.

There is the potential for significant impacts to a range of protected marine resources to occur during project construction in and adjacent to the San Francisco Bay. Although the nature of near shore and in-water construction activities for the project variant would be substantially the same as for the proposed project, the magnitude of construction activities—specifically the pile driving activities required for construction of the larger design of the wharf and floating dock—would be greater than what was anticipated for the proposed project and could result in more severe bioacoustic effects on fish and marine mammals. However, although the increased number and larger size piles for the project variant have the potential to result in higher underwater sound levels that could travel longer distances, the construction activity will use of bubble curtains for sound attenuation. Furthermore, the project variant would incorporate standard in-water work best management practices. Nevertheless, as identified for the proposed project, there remain uncertainties regarding the exact pile configuration and installation methods to be used for proposed in-water construction and, consequently, there remains a potential that construction could have an adverse effect on protected fish or marine mammals. Implementation of the proposed in-water construction best management practices together with Mitigation Measure M-BI-4 would ensure that, as with the proposed project, any potential impacts from pile installation under the project variant, with or without the PG&E subarea, would be effectively mitigated to less-than-significant levels.

Mitigation Measure M-BI-4: Fish and Marine Mammal Protection during Pile Driving

Impact BI-7: With mitigation, construction of the project variant, with or without the PG&E subarea, would not have a substantial adverse effect on the San Francisco Bay through direct removal, filling, hydrological interruption, or other means.

Construction of physical shoreline improvements to protect against future sea level rise and/or for a new stormwater outfall for discharging stormwater, as well as construction of a floating dock could result in placement of fill within the jurisdictional waters of the San Francisco Bay. However, under the project variant, with or without the PG&E subarea, the revised design of the seawall would reduce the amount of new bay fill compared to the proposed project. In addition to

permit approval from the U.S. Army Corps of Engineers and a water quality certification from the Regional Water Quality Control Board, permanent placement of new fill may trigger a requirement for compensatory mitigation. Further, implementation of Mitigation Measure M-BI-7, like the proposed project, would reduce this impact to a less-than-significant level.

Mitigation Measure M-BI-7: Compensation for Fill of Jurisdictional Waters

Impact BI-9: With mitigation, the project variant, with or without the PG&E subarea, would not interfere substantially with the movement of native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery sites.

As with the proposed project, the project variant could interfere substantially with the movement of wildlife species. Construction of the project variant, with or without the PG&E subarea, could affect nesting birds and construction of the dock could generate high levels of underwater noise that is harmful to the movement of fish and marine mammals. However, implementation of Mitigation Measure M-BI-1 and Mitigation Measure M-BI-4 would reduce this impact to less than significant with mitigation.

Mitigation Measure M-BI-1: Nesting Bird Protection Measures

Mitigation Measure M-BI-4: Fish and Marine Mammal Protection during Pile Driving

Impact C-BI-1: With mitigation, the project variant, with or without the PG&E subarea, in combination with past, present, and reasonably foreseeable future projects in the site vicinity, would not result in a cumulatively considerable contribution to significant cumulative impacts on biological resources.

While adverse effects to nesting birds and special-status bats or maternal roosts could occur under the cumulative projects, after mitigation and through compliance with state and federal regulations protecting nesting birds, special-status bats and maternal roosts, the cumulative impact on these terrestrial biological resources would be less than significant with mitigation. Through compliance with the City's Standards for Bird-Safe Buildings the cumulative impacts to birds related to collisions would be less than significant. Project-specific mitigation measures and other best management practices designed to protect special-status fish, marine mammals, and jurisdictional waters would reduce the project's contribution to cumulative impacts to such species to a less-than-significant level. Therefore, cumulative impacts resulting from in-water work, and the cumulative impact on marine resources associated with construction would be less than significant with mitigation.

Mitigation Measure M-BI-1: Nesting Bird Protection Measures

Mitigation Measure M-BI-3: Avoidance and Minimization Measures for Bats

Mitigation Measure M-BI-4: Fish and Marine Mammal Protection during Pile Driving

Mitigation Measure M-BI-7: Compensation for Fill of Jurisdictional Waters

Impact GE-6: With mitigation, the project variant, with or without the PG&E subarea, would not directly or indirectly destroy a unique paleontological resource or site.

The project variant, with or without the PG&E subarea, could directly or indirectly destroy a unique paleontological resource because some of the geologic materials underlying the site have the potential to contain significant fossils, which could be encountered during construction. However, like the proposed project, implementation of Mitigation Measure M-GE-6 would ensure that the project variant, with or without the PG&E subarea, would not cause a substantial adverse change to the scientific significance of a paleontological resource and so would reduce this impact to a less-than-significant level.

Mitigation Measure M-GE-6: Paleontological Resources Monitoring and Mitigation Program

IV. SIGNIFICANT IMPACTS THAT CANNOT BE AVOIDED OR REDUCED TO A LESS-THAN-SIGNIFICANT LEVEL

Based on substantial evidence in the whole record of these proceedings, the Planning Commissions finds that, where feasible, changes or alterations have been required, or incorporated into, the project variant, including the no PG&E scenario, to reduce the significant environmental impacts as identified in the Final EIR and listed below. The Commission finds that the mitigation measures in the Final EIR and described below are appropriate, and that changes have been required in, or incorporated into, the project variant, with or without the PG&E subarea, that, pursuant to Public Resources Code Section 21002 and CEQA Guidelines Section 15091, may substantially lessen, but do not avoid (i.e., reduce to less-than-significant levels), the potentially significant environmental effects associated with implementation of the Project that are described below. The Commission adopts all of the mitigation measures and improvement measures set forth in the Mitigation Monitoring and Reporting Plan (MMRP), attached as Attachment B. The Commission further finds, however, for the impacts listed below, despite the implementation of feasible mitigation measures, the effects remain significant and unavoidable.

Based on the analysis contained within the Final EIR, other considerations in the record, and the significance criteria identified in the Final EIR, the Planning Commission finds that because some aspects of the project variant, with or without the PG&E subarea, could cause potentially significant impacts for which feasible mitigation measures are not available to reduce the impact to a less-than-significant level, those impacts are significant and unavoidable. The Planning Commission recognizes that for certain significant impacts, although mitigation measures are identified in the Final EIR that would reduce those impacts to a less-than-significant level, the measures are uncertain for reasons set forth below, and therefore those impacts remain significant and unavoidable or potentially significant and unavoidable.

The Planning Commission determines that the following significant impacts on the environment, as reflected in the Final EIR, are unavoidable, but under Public Resources Code Section 21081(a)(3) and (b), and CEQA Guidelines 15091(a)(3), 15092(b)(2)(B), and 15093, the

Commission determines that the impacts are acceptable due to the overriding considerations described in Section VII below. This finding is supported by substantial evidence in the record of this proceeding.

Historic Resources

Impact CR-4: Even with mitigation, the proposed demolition of individually significant buildings would materially alter, in an adverse manner, the physical characteristics that justify their inclusion in the California Register of Historical Resources.

Like the proposed project, the project variant, with or without the PG&E subarea, would demolish the Meter House and the Compressor House, two individually eligible resources, a significant unavoidable impact. Additionally, while the project variant would retain portions of Station A (an individually eligible historic resource), including restoring the south and east walls and portions of the north and west walls, it is still to be determined whether this would meet the Secretary of Interior's Standards, and thus the project variant's treatment of Station A would also potentially be significant and unavoidable. Similar to the proposed project, the project variant would retain the Boiler Stack, and potentially retain the Unit 3 Power Block (although Unit 3 could be demolished, as with the proposed project). In sum, therefore, the project variant's impacts on individually eligible historical resources would be significant and unavoidable with or without the PG&E subarea, although the effects would be less substantial than those of the proposed project due to the partial retention and reuse of Station A.

Implementation of Mitigation Measures M-CR-5a through M-CR-5c would reduce the severity of the impacts, but not to a less-than-significant level because only avoidance of demolition of, or substantial adverse changes to, a historical resource would reduce impacts to less-than-significant levels. Preservation of all individually significant historic resources is analyzed as full preservation alternatives in Chapter 6 of the Final EIR, rather than through development of a mitigation measure. As described in detail in the discussion of preservation alternatives in Section V below, the full preservation alternatives were determined to be infeasible per CEQA Guidelines Section 15091(a) (3). Therefore, the impact on individual historic architectural resources would be significant and unavoidable even with identified mitigation.

Mitigation Measure M-CR-5a: Documentation

Mitigation Measure M-CR-5b: Video Recordation

Mitigation Measure M-CR-5c: Public Interpretation and Salvage

Transportation

Impact TR-5: Even with mitigation, the project variant would result in a substantial increase in delays or operating costs such that significant adverse impacts to Muni would occur.

Although the project variant, with or without the PG&E subarea, would generate fewer vehicle trips than the proposed project, the project variant would still result in significant impacts on Muni

transit operations on the 22 Fillmore and 48 Quintara/24th Street bus routes due to increases in transit travel times. Therefore, Mitigation Measure M-TR-5, as modified, would be applicable to the project variant, with or without the PG&E subarea.

Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay Performance Standard.

This mitigation measure identifies a performance standard of the maximum number of project-generated p.m. peak hour vehicle trips for each phase of project buildout. This measure provides for monitoring of vehicle trips generated by Project operation starting before the beginning of construction and continuing through Project buildout. The measure also states that if the additional TDM measures do not achieve the performance standard, then the City shall impose additional onsite or offsite capacity improvements intended to reduce vehicle trips from the project. However, because the project-specific effectiveness of the various additional TDM strategies is unknown at this time, the project-related impacts on travel times on the 22 Fillmore route would remain significant and unavoidable with mitigation.

Impact C-TR-5: Even with mitigation, the project variant, with or without the PG&E subarea, in combination with past, present, and reasonably foreseeable future projects, would contribute considerably to significant cumulative transit impacts related to travel delay or operating costs on Muni.

Given this increase in vehicle delay and the sharing of travel lanes between vehicle trips and transit, it is anticipated that the Muni 22 Fillmore/Route XX (see "Cumulative Transportation Network Changes," p. 4.E-53, under "Approach to Analysis," above) and the 48 Quintara/24th Street bus routes would be delayed significantly in the study area (e.g., along 18th Street, 22nd Street, and north/south streets). Therefore, under 2040 cumulative conditions, there would be significant cumulative impacts related to transit operations on the Muni 22 Fillmore/Route XX and the 48 Quintara/24th Street bus routes. Mitigation Measure M-TR-5, as modified, would be applicable to the project variant, with or without the PG&E subarea.

Mitigation: Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay

It is uncertain that a decrease in project-generated vehicles would be attained by the measures set forth in M-TR-5 to reduce intersection delays during the peak periods as to eliminate the significant impacts on bus operations. Therefore, the project variant's contribution to significant cumulative transit operations impacts would remain considerable. Thus, the project variant's transit operations impact on the Muni 22 Fillmore/Route XX and the 48 Quintara/24th Street bus routes, with or without the PG&E subarea, in combination with past, present, and reasonably foreseeable development projects, would be considered significant and unavoidable with mitigation.

Noise and Vibration

Impact NO-2: Even with mitigation, Project construction would cause a substantial temporary or periodic increase in ambient noise levels at noise-sensitive receptors, above levels existing without the project variant.

With the exception of future residents on Block 13, future onsite residents, hotel occupants, and possible childcare users would be subject to significant construction-related noise levels for one to five years. Delaying Phases 1 through 6 (vertical construction phases) by one year under the project variant would not alter the potential for exposure of future onsite sensitive receptors to construction noise as compared to the proposed project. Since all construction phases would be delayed by one year (but the duration would remain the same), occupation of future onsite residences and exposure of these future residents to construction noise from later phases would be the same, but one year later. The delay in vertical construction also would not increase the number of future planned offsite sensitive receptors that could be exposed to construction. The duration of this impact would be the same, but it would occur one year later. The Draft EIR identified the potential for significant noise impacts on the closest planned offsite receptors on the adjacent Pier 70 site, and this would still occur with the proposed delay in vertical construction under the project variant, with or without the PG&E subarea.

Mitigation Measure M-NO-1: Construction Noise Control Measures

Improvement Measure I-NO-A: Nighttime Construction Noise Control Measures

Implementation of Mitigation Measure M-NO-1 would reduce the severity of noise impacts on future onsite sensitive receptors. However, even with implementation of this mitigation measure, the combined noise levels from simultaneous operation of the noisiest types of construction equipment could still exceed the “Ambient + 10 dBA” standard. Therefore, construction-related noise impacts on future onsite residential/hotel/childcare receptors would be significant and unavoidable with mitigation.

Impact NO-8: Even with mitigation, Project traffic would result in a substantial permanent increase in ambient noise levels at offsite receptors.

The project variant would generate slightly fewer daily vehicle trips than the proposed project (3.4 percent less), which would not measurably reduce project-related traffic noise increases along roadway segments that were described for the proposed project. The project variant, similar to the proposed project, would still result in significant traffic noise increases (increases would be more than 5 dBA) along three street segments (22nd Street, Humboldt Street, and 23rd Street) east of Illinois Street and on the western portion of the project site as well as the segments of 22nd Street and 23rd Street between Third and Illinois streets, west of the project site.

Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay

Mitigation Measure M-NO-8 (Variant): Design of Future Noise-Sensitive Uses

With traffic noise increases on four of the street segments of more than 9 dBA, these noise increases would likely continue to be significant even with additional vehicle trip reduction measures required under Mitigation Measure M-TR-5 (Variant). There are no other feasible measures that could further reduce noise generated by project-related vehicle trips. Therefore, this impact is significant and unavoidable with mitigation.

Separately, future with-project traffic noise levels along the sections of 22nd, Humboldt, and 23rd streets east of Illinois Street and along the section of Illinois Street adjacent to the project site are considered to be Conditionally Acceptable for residential, childcare, and hotel uses, a significant impact. However, with the required incorporation of noise attenuation measures, as specified in Mitigation Measure M-NO-8, this impact would be less than significant with mitigation.

Impact C-NO-1: Even with mitigation, construction of the project variant, with or without the PG&E subarea, combined with construction of other past, present, and reasonably foreseeable future projects would cause a substantial temporary or periodic increase in ambient noise levels.

As with the proposed project, concurrent construction of the project variant, the adjacent Pier 70 Mixed-Use District project, and other cumulative development in the area would result in cumulative construction-related noise and vibration impacts on certain future planned offsite and proposed onsite receptors. Even though Block 14 would not be constructed under the no PG&E scenario, the impacts associated with Blocks 1, 2, 3, and 4 would still occur, so the same impact conclusion applies. These cumulative noise increases might not be reduced to less-than-significant levels even with implementation of Mitigation Measure M-NO-1. Therefore, like the proposed project, this cumulative impact would be significant and unavoidable with mitigation under the project variant, with or without the PG&E subarea.

Mitigation Measure M-NO-1: Construction Noise Control Measures

Mitigation Measure M-NO-4a: Vibration Control Measures During Controlled Blasting and Pile Driving

Improvement Measure I-NO-A: Avoidance of Residential Streets

Improvement Measure I-TR-A: Construction Management Plan and Public Updates

Impact C-NO-2: Even with mitigation, cumulative traffic increases would cause a substantial permanent increase in ambient noise levels at offsite receptors in the project vicinity.

The project variant would generate slightly fewer daily vehicle trips than would be generated by the proposed project (3.4 percent less), which would not measurably reduce the project's contribution to cumulative traffic noise increases along some roadway segments. Traffic noise increases related to cumulative development in the area (including the project variant and Pier 70 project) would result in significant traffic noise increases (increases would be more than 5 dBA) on 26 street segments, which would be a cumulatively significant impact.

Mitigation Measure M-NO-8: Design of Future Noise-Sensitive Uses

Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay

Significant cumulative noise increases on 23 street segments would likely continue to be significant even with additional transportation demand management measures required in

Mitigation Measure M-TR-5 (Variant). There are no other feasible measures that could further reduce project-related vehicle trips. However, incorporation of noise attenuation measures specified in Mitigation Measure M-NO-8 would achieve acceptable interior noise levels at future onsite noise-sensitive receptors, reducing this cumulative impact of the project variant, with or without the PG&E subarea, to less than significant with mitigation.

Air Quality

Impact AQ-2: Even with mitigation, during construction (including construction phases that overlap with project operations), the project variant, with or without the PG&E subarea, would generate criteria air pollutants that would violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.

Impacts of the no PG&E scenario would be the same as or less than those for the project variant, since this scenario would have reduced construction (both in magnitude and duration) and reduced overall development (no development on Blocks 13 and 14 and reduced development on Block 1) compared to both the variant and the proposed project. However, criteria air pollutant emissions during project construction and overlapping operations would be significant and unavoidable even with implementation of mitigation measures. Specifically, emissions of ozone precursors (reactive organic gases, ROG, and oxides of nitrogen, NO_x) would exceed significance thresholds, even with mitigation. The project variant's ROG and NO_x increases could contribute to new or exacerbated air quality violations in the basin region by contributing to more days of ozone exceedance or result in Air Quality Index values that are unhealthy for sensitive groups and other populations.

Mitigation Measure M-AQ-2a: Construction Emissions Minimization

Mitigation Measure M-AQ-2b: Diesel Backup Generator Specifications

Mitigation Measure M-AQ-2c: Promote Use of Green Consumer Products

Mitigation Measure M-AQ-2d: Electrification of Loading Docks

Mitigation Measure M-AQ-2e: Additional Mobile Source Control Measures

Mitigation Measure M-AQ-2f (Variant): Offset Construction and Operational Emissions

Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay

Implementation of Mitigation Measures M-AQ-2a through M-AQ-2e and M-TR-5 (Variant) would reduce construction-related and operational emissions associated with the project variant, with or without the PG&E subarea. However, project emissions of ROG and NO_x would still exceed significance thresholds. Therefore, the Project Sponsor would also be required to implement Mitigation Measure M-AQ-2f (Variant), which requires the Project Sponsor to implement emission offsets. However, because implementation of the emissions reduction project could be

conducted by the air district and is outside the jurisdiction and control of the City and not fully within the control of the Project Sponsor and because no specific offset project has been identified, the impact with respect to criteria air pollutants is conservatively considered significant and unavoidable with mitigation.

Impact AQ-3: Even with mitigation, during project operations, the project variant, with or without the PG&E subarea, would result in emissions of criteria air pollutants at levels that would violate an air quality standard, contribute to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.

Criteria air pollutant emissions during project operations would be significant and unavoidable even with implementation of Mitigation Measures. Specifically, emissions of ROG and NO_x would exceed significance thresholds, even with mitigation. The majority of ROG emissions are generated from area sources, including architectural coatings, consumer products, and landscaping. Of the area-source emissions, the majority of the ROG emissions (approximately 83 percent) would be from consumer products, which are the various solvents that are used in nonindustrial applications and emit volatile organic compounds (VOCs) during their use. The residual impact of project emissions during operation at buildout is conservatively considered significant and unavoidable with mitigation, acknowledging the assumption that the Project Sponsor would implement Mitigation Measures M-AQ-2a through M-AQ-2f (Variant) and M-TR-5 (Variant).

Mitigation Measure M-AQ-2b: Diesel Backup Generator Specifications

Mitigation Measure M-AQ-2c: Promote Use of Green Consumer Products

Mitigation Measure M-AQ-2d: Electrification of Loading Docks

Mitigation Measure M-TR-5 (Variant): Implement Measure to Reduce Transit Delay

Mitigation Measure M-AQ-2e: Additional Mobile Source Control Measures

Mitigation Measure M-AQ-2f (Variant): Offset Construction and Operational Emissions

Implementation of these measures could potentially reduce emissions to levels below the significance thresholds, but due to the uncertainties and unknowns with some of these measures, particularly, Mitigation Measure M-AQ-2f (Variant), Offset Construction and Operational Emissions, this impact is conservatively deemed significant and unavoidable with mitigation.

Impact C-AQ-1: Even with mitigation, the project variant, with or without the PG&E subarea, in combination with past, present, and reasonably foreseeable future development in the project area, would contribute to cumulative regional air quality impacts.

The contribution of a project's individual air emissions to regional air quality impacts is, by its nature, a cumulative effect. Because the project variant's emissions exceed the project-level thresholds, with or without the PG&E subarea, as explained in Impacts AQ-2 and AQ-3, above,

the Project would result in a considerable contribution to cumulative regional air quality impacts, a significant impact.

Mitigation Measure M-AQ-2a: Construction Emissions Minimization

Mitigation Measure M-AQ-2b: Diesel Backup Generator Specifications

Mitigation Measure M-AQ-2c: Promote Use of Green Consumer Products

Mitigation Measure M-AQ-2d: Electrification of Loading Docks

Mitigation Measure M-AQ-2e: Additional Mobile Source Control Measures

Mitigation Measure M-AQ-2f (Variant): Offset Construction and Operational Emissions

Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay

Implementation of Mitigation Measures M-AQ-2a through M-AQ-2f (Variant) and M-TR-5 (Variant) would reduce the severity of this impact, however, due to uncertainties in the implementation of these measures (particularly Mitigation Measure M-AQ-2f (Variant), Offset Construction and Operational Emissions), these measures would not reduce the Project's contribution to the cumulative impact to a less-than-significant level for the same reasons described in Impacts AQ-2 and AQ-3. Therefore, the Project's emissions of criteria air pollutants would be cumulatively considerable, and this cumulative impact would be significant and unavoidable with mitigation.

Wind and Shadow

Impact WS-2: Even with mitigation, the phased construction of the project variant, with or without the PG&E subarea, could alter wind in a manner that substantially affects public areas on or near the project site.

Like the proposed project, construction of the project variant, with or without the PG&E subarea, is expected to occur in phases over a period of approximately 15 to 16 years. It was determined through wind tunnel testing that at full buildout, the project variant would generally improve wind conditions, compared to existing conditions, and the project's effect on wind would be less than significant. However, during the rather lengthy construction period, a particular building configuration resulting from development of one or more individual structures could result in localized wind conditions that would be different than those reported for the Project at full buildout. It is possible that such individual building(s) could cause the wind hazard criterion to be exceeded, perhaps for one or more years. However, once surrounding buildings have been completed, and they provide effective wind shelter as reported in the project wind tunnel test, these temporary impacts would cease. Depending upon the circumstances and the actual phasing of the construction, these temporary impacts could continue at various locations until the full buildout is completed. Therefore, this EIR conservatively considers such an occurrence to be a significant, if temporary, wind impact. Furthermore, if the project variant were not to be completed in the time period anticipated, a partial

buildout situation could occur for an extended period, resulting in different wind characteristics than those tested in the wind tunnel. This, too, could result in one or more new exceedances of the wind hazard criterion and thus a significant wind impact.

Mitigation Measure M-WS-2: Identification and Mitigation of Interim Hazardous Wind Impacts

Implementation of Mitigation Measure M-WS-2: Identification and Mitigation of Interim Hazardous Wind Impacts, would reduce the project's potentially significant wind impacts. However, because it cannot be stated with certainty that no such localized wind hazard exceedances would arise during the project construction period or that feasible interim wind-reduction measures would be available, this impact is considered significant and unavoidable with mitigation.

V. EVALUATION OF PROJECT ALTERNATIVES

This section describes the EIR alternatives and the reasons for rejecting the alternatives as infeasible. The CEQA Guidelines, section 15126.6(a), state that an EIR must describe and evaluate a reasonable range of alternatives to the Project that would feasibly attain most of the Project's basic objectives, but that would avoid or substantially lessen any identified significant adverse environmental effects of the project. An EIR is not required to consider every conceivable alternative to a proposed project. Rather, it must consider a reasonable range of potentially feasible alternatives that will foster informed decision-making and public participation.

The Planning Department considered a range of alternatives in Chapter 6 of the Final EIR. The Final EIR analyzed the No Project/Code Compliant Alternative (Alternative A), the Full Preservation/Reduced Program Alternative (Alternative B), the Full Preservation/Similar Program Alternative (Alternative C), the Partial Preservation 1 Alternative (Alternative D), the Partial Preservation 2 Alternative (Alternative E), the Partial Preservation 3 Alternative (Alternative F), and the Partial Preservation 4 Alternative (Alternative G). Each alternative is discussed and analyzed in these findings, in addition to being analyzed in Chapter 6 of the Final EIR.

The Planning Commission certifies that it has independently reviewed and considered the information on the alternatives provided in the Final EIR and in the record. The Final EIR reflects the Planning Commission's and the City's independent judgment as to the alternatives.

The Planning Commission rejects the alternatives listed below because the Commission finds that there is substantial evidence, including evidence of economic, legal, social, technological, and other considerations described in this Section in addition, to those described below under CEQA Guidelines Section 15091(a)(3), that make these alternatives infeasible. In making these determinations, the Commission is aware that CEQA defines "feasibility" to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors." The Commission is also aware that under CEQA case law the concept of "feasibility" encompasses (i) the question of whether a particular alternative promotes the underlying goals and objectives of a project; and (ii) the question of whether an alternative is "desirable" from a policy standpoint to the extent that

desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors. The Planning Commission finds that the project variant, provides the best balance between satisfaction of Project objectives and mitigation of environmental impacts to the extent feasible, as described and analyzed in the Final EIR. The Planning Commission further finds that the project variant under the no PG&E scenario would continue provide the best balance between the project objectives and environmental impacts, recognizing that in a no PG&E scenario, the alternatives would require a similarly modified land use and transportation program. Thus, the Planning Commission rejects the alternatives under a no PG&E scenario for the same reasons set forth below, and as described and analyzed in the Final EIR.

A. Alternatives Considered and Rejected

The following alternatives were considered during the EIR scoping period, but, for the reasons set forth in the Final EIR and in these findings, these alternatives were not carried forward for full analysis in the EIR.

1. Alternative Location

CEQA Guidelines section 15126.6(f)(2) states that alternative locations should be considered if they would avoid or substantially lessen any of the significant effects. While an alternative location might avoid the impacts associated with demolition of historic resources, the Planning Department has concluded that no feasible alternative locations exist. No comparable parcel of land is available along the bay shoreline to which the project sponsor could reasonably acquire, control, or otherwise have access.

For these reasons, the Commission finds that an Alternative Location is rejected as infeasible.

2. Preservation Alternatives

A preservation alternatives report was prepared in March 2018 consistent with guidance provided by San Francisco's Historic Preservation Commission. The report presents full and partial preservation alternatives that were developed, collaboratively by the project sponsor, Page & Turnbull, and Planning Department staff.

- No Project Alternative from Preservation Alternatives Report. This alternative consists of no new construction on the project site and retention of all existing buildings, including the historic buildings. This Alternative does not realistically depict reasonably foreseeable future conditions at the Project Site, given the location and value of the property.
- Full Preservation Alternative from Preservation Alternatives Report. This alternative consisted of rehabilitation of all six historic buildings on the Project Site and development of a mix of residential, office, hotel, retail, parking, and open spaces similar to the proposed project. This alternative included a reduced number of residential dwelling units (2,270 compared to 2,682 for the project). The Planning Department determined that Alternative B (Full Preservation/Reduced Program) and Alternative C (Full Preservation/ Similar

Program) included in the EIR adequately represent the range of environmental impacts that could be expected under this preservation scenario such that this alternative would be unnecessary. Therefore, this alternative was rejected from further consideration.

- Full Preservation Alternative A from Preservation Alternatives Report. Similar to the Full Preservation Alternative, this alternative consisted of rehabilitation of all six historic buildings on the project and development of a mix of residential, office, hotel, retail, parking, and open spaces similar to the proposed project. This alternative included a reduced number of residential dwelling units (2,663 compared to 2,682 for the project). The Planning Department determined that Alternative B (Full Preservation/Reduced Program) and Alternative C (Full Preservation/ Similar Program) included in the EIR adequately represent the range of environmental impacts that could be expected under this preservation scenario such that this alternative would be unnecessary. Therefore, this alternative was rejected from further consideration.
- Full Preservation Alternative B from Preservation Alternatives Report. Similar to the Full Preservation Alternative, this alternative consisted of rehabilitation of all six historic buildings on the project and development of a mix of residential, office, hotel, retail, parking, and open spaces similar to the proposed project. This alternative included a reduced number of residential dwelling units (2,140 compared to 2,682 for the project) and a reduced amount of open space (18 percent open space compared to 22 percent for the project). The Planning Department determined that Alternative B (Full Preservation/Reduced Program) and Alternative C (Full Preservation/Similar Program) included in the EIR adequately represent the range of environmental impacts that could be expected under this preservation scenario. Further, the reduction in open space component under this alternative would not reduce any significant impacts of the project variant. Therefore, this alternative was rejected from further consideration.
- Partial Preservation Alternative A from Preservation Alternatives Report. This alternative consisted of rehabilitation of Station A and the Boiler Stack, retention of the Unit 3 Power Block, and development of a mix of residential, office, hotel, retail, parking, and open spaces similar to the proposed project. This variation from the Project would not reduce any significant impacts of the project variant. The Planning Department also determined that Alternative D (Partial Preservation 1) included in the EIR would adequately represent the range of environmental impacts that could be expected under this preservation scenario, and this alternative was rejected from further consideration.
- Partial Preservation Alternative B from Preservation Alternatives Report. This alternative consisted of rehabilitation of the Meter House, the Compressor House, and the Boiler Stack, retention of the Unit 3 Power Block, and development of a mix of residential, office, hotel, retail, parking, and open spaces similar to the proposed project. The Planning Department determined that Alternative F (Partial Preservation 3) included in the EIR would adequately represent the range of environmental impacts that could be expected under this preservation scenario, and this alternative was rejected from further consideration.

- Partial Preservation Alternative C from Preservation Alternatives Report. This alternative consisted of retaining and building within the façades of the Meter House and the Compressor House, constructing a glass wall to envelope the historic façades of Station A and new construction above Station A, rehabilitation of the Boiler Stack, retention of Unit 3 Power Block, and development of a mix of residential, office, hotel, retail, parking, and open spaces similar to the project variant. While similar to Alternative G, this alternative included a glass wall of new construction to envelope the historic façades of Station A to provide more usable floor plates. This variation from the project and Alternative G would not serve to reduce any significant impacts of the project. Therefore, the Planning Department determined that Alternative G (Partial Preservation 4) included in the EIR would adequately represent the range of environmental impacts that could be expected under this preservation scenario, and this alternative was rejected from further consideration.
- Other Partial Preservation Alternatives from Preservation Alternatives Report. One partial preservation concept considered consisted of rehabilitating and/or relocating only the Gate House. This concept was rejected because it would not avoid or lessen significant impacts to historic resources on the site and because it would mitigate significant impacts to a lesser extent than partial preservation Alternatives D, E, F, and G included in the EIR. Another concept considered would retain the exterior character-defining features of the Compressor House and the Meter House, but would relocate the buildings elsewhere on the project site; this concept was rejected because the feasibility of relocating either of these masonry buildings is unknown due to site constraints and their deteriorated condition such that rehabilitating the relocated structures to Secretary of Interior's standard is questionable. Therefore, these concepts were rejected from further consideration because they would not avoid or lessen significant impacts to historic resources on the site, would mitigate significant impacts to a lesser extent than partial preservation Alternatives D, E, F, and G included in the EIR, and/or would not be feasible.

The Commission concurs with the findings in the EIR, and rejects these preservation alternatives as infeasible because they would not avoid significant impacts of the Project and/or are adequately represented by other alternatives considered in the EIR.

3. No Office, No Hotel Alternative

This concept was raised during the scoping period for the EIR and was suggested in the context of concerns with housing/jobs balance and the lack of housing in San Francisco. This concept was rejected because it would not reduce identified significant environmental impacts of the Project, including impacts to cultural resources, air quality, and construction and operations noise. This concept also would not meet Objective 1 to the same degree as the project variant because it would not provide a mix of uses, including office and hotel uses, and also would not achieve Objective 16.

The Commission concurs with the findings in the EIR, and rejects this alternative as infeasible because it (1) would not avoid significant impacts of the Project, and (2) fails to meet several of the Project's basic objectives.

4. Design Alternatives

As part of project development, the Project Sponsor considered numerous design and layout concepts for the Project Site. As none of these concepts were developed for the purpose of reducing significant environmental impacts, the Planning Department did not consider them as alternatives as part of the CEQA environmental review.

5. New Construction Adjacent to Station A Turbine Hall

A comment on the EIR suggested that adjacent new construction could be developed on the footprint of the former Boiler Hall, which could also provide an opportunity for seismic strengthening of the Turbine Hall. The footprint of the former Boiler Hall is at the location of the project's proposed Louisiana Paseo open space and also extends into the western portion of the project's Block 7 and Block 11, as well as the western portion of Power Station Park. Therefore, changes to the site plan would be necessary that would be likely to impair the achievement of basic project objectives. Furthermore, new construction adjacent to the Station A Turbine Hall would not reduce effects on Station A to a greater degree than other fully analyzed alternatives that would preserve all or some portions of the Station A Turbine Hall (Alternatives B, C, and D). Therefore, this alternative was rejected from further consideration.

The Commission concurs with the findings in the EIR, and rejects this alternative as infeasible because it would not avoid significant impacts of the Project and would impair the achievement of basic project objectives.

B. Alternatives Considered in the EIR

The following Alternatives were fully considered and compared in the Final EIR:

1. Alternative A: No Project/Code Compliant Alternative

As required by CEQA Guidelines section 15126.6(e), a no project alternative is evaluated in this EIR to allow decision-makers to compare the environmental effects of approving the proposed project with the effects of not approving the project. The no project alternative is "the circumstance in which the Project does not proceed." (CEQA Guidelines section 15126.6(e)(3)(B)). Due to the desirable location and the value of the land, the Project Sponsor (and owner of the Power Station sub-area) has indicated that if the Project does not proceed, the Project Site would not remain in its current state of limited temporary uses and vacant buildings, but instead would be developed to the extent permitted by existing land use and Planning Code designations.

Due to the limited development potential under the existing Zoning Code and land use designations, this alternative assumes that the Project Sponsor would not seek to partner with PG&E in the development of the adjacent PG&E sub-area and that the 4.8-acre PG&E sub-area would remain in its current use as storage and housing for power transmission equipment. Thus, Alternative A would consist of development of a total of 22.9 acres compared to the 29 acres under the project variant.

Under the No Project/Code Compliant Alternative, the Project Site would be developed with 87,655 gross square feet (gsf) of commercial uses (general office), 1,088,735 gsf of Production, Distribution, and Repair uses, and 20,768 gsf of retail uses. The retail uses would be comprised of 3,131 gsf of general retail, 7,054 gsf of sit-down restaurant, and 10,583 gsf of quick service restaurant. There would be no residential uses, and no commercial uses designated for R&D/life sciences uses, since these uses are either not principally permitted or allowed under the existing zoning district controls. There would be 274,400 gsf of parking, providing 784 parking spaces, but no centralized parking facility would be developed. Total building area would be 1,471,558 gsf. All buildings would be 40 feet in height, consistent with the existing height limit. This alternative would include 4.4 acres of open space, including a rooftop playing field on one of the commercial buildings. Similar to the project variant, this alternative is assumed to extend the Blue Greenway and Bay Trail through the Project Site. However, there would be no dock or associated wharf and gangway along the bay shoreline.

The No Project/Code Compliant Alternative assumes that Station A, the Compressor House, the Gate House, the Meter House, and the Unit 3 Power Block would be demolished to enable the redevelopment of the site with new, code compliant land uses. This alternative assumes that the Boiler Stack would be retained and repurposed for retail uses, though not necessarily rehabilitated in accordance with the Secretary of Interior's Standards.

Alternative A would avoid or reduce some—but not all—of the significant impacts identified for the proposed project. This alternative would substantially lessen the severity of the following impacts, reducing them from significant and unavoidable with mitigation to less than significant:

- Significant and unavoidable impacts on Muni operations and capacity, both project-specific and cumulative level, would be reduced to less than significant due to reduced number of transit trips.
- Significant and unavoidable impacts from construction-related increases in ambient noise levels to future onsite receptors would be reduced to less than significant due to the absence of residential uses on the site.
- Significant and unavoidable impacts from construction-related plus overlapping operational criteria air pollutant emissions, operations-related criteria air pollutant emissions, and cumulative regional air quality impacts would be reduced to less than significant with mitigation due to the 73 percent reduction in building square footage and associated reduction in vehicle trips.
- Significant and unavoidable impacts from interim wind hazards would be reduced to less than significant due to the reduced building heights.

However, because Alternative A would involve development on a site that is currently not in active use (other than ongoing remediation and temporary office uses), many of the same significant and unavoidable impacts and mitigation measures identified for the project variant would be applicable to Alternative A.

Alternative A also fails to meet several of the Project's basic objectives. The Alternative would not meet Objective 1. While it would provide a mix of general office, PDR, and retail uses, support a daytime population, and provide employment opportunities, the No Project/Code Compliant Alternative would not provide the full mix of diverse land uses targeted under this objective, since it would not include any residential or hotel uses or commercial uses designated for R&D/life sciences that together with office, PDR, and retail uses would constitute a "vibrant neighborhood retail district." Further, Alternative A would not meet most of the other project objectives, including Objectives 4, 5, 6, 8, 9, 12, and 13. It is assumed, however, that this alternative would meet the objectives related to resiliency to sea level rise and earthquakes and sustainable development.

The Commission concurs with these findings in the EIR, and rejects this alternative as infeasible because it (1) would fail to avoid several significant and unavoidable impacts of the project variant, and (2) fails to meet most of the basic Project Objectives. For these reasons, each of which is independently sufficient, the Commission rejects Alternative A in favor of the project variant.

2. Alternative B: Full Preservation/Reduced Program Alternative

The Full Preservation/Reduced Program Alternative would retain and rehabilitate in accordance with the Secretary of Interior's Standards all six onsite historic structures: Station A, the Meter House, the Compressor House, the Gate House, the Unit 3 Power Block, and the Boiler Stack. Building floors would be added to the open volume interior space of Station A. This alternative would incorporate these structures into a development reduced in all aspects to about two thirds the size of the project variant, thereby reducing the magnitude of both construction and operational impacts, but still retaining the diversity of land uses under the Project. Building heights under this alternative would be between 45 to 120 feet, with one building at a height of 200 feet.

Alternative B would avoid one of the significant impacts identified for the project variant – the impact to the onsite historic resources. Alternative B would not avoid any other significant impact identified for the project variant, although it would substantially lessen the severity of the following impact, reducing it from significant and unavoidable with mitigation to less than significant:

- Significant and unavoidable impacts on transit operations, both at a project-specific and cumulative level, would be reduced to less than significant due to the substantial reduction in vehicle trips.

Alternative B would partially meet Objective 1, to redevelop the former power plant site with a mix of residential, commercial, and open space uses to support a daytime population in a vibrant neighborhood district and to provide employment opportunities within walking distance of the surrounding neighborhood. However, the intensity of those uses and opportunities would be reduced by about one third. Alternative B would meet many of the project objectives, including Objectives 2, 5, 6, 13, and 16. However, it would only partially meet other objectives, including those related to increasing the city's housing supply (would provide two thirds the amount of the proposed project) (Objective 4), connecting to the Pier 70 Mixed-Use District project due to grade

changes at the Meter House and the Compressor House (Objective 8), and constructing a substantial amount of PDR uses (would provide two thirds the amount of the proposed project) (Objective 12).

The Planning Commission has reviewed and considered an analysis by EPS, titled "Potrero Power Plant Development Feasibility Analysis of Historic Preservation Alternatives," dated September 9, 2019, and included in the administrative record for these proceedings which evaluated the financial feasibility of each Project alternative. Among other financial conclusions in the memorandum, the memorandum indicated that "the typical feasibility range [for unleveraged internal rate of return (IRR)] [is] about 18 percent and above for projects of comparable development risk and complexity" as the project variant. However, due to the reduced scope of development and the greatly increased costs to preserve and rehabilitate all of the historic structures on the site, the memorandum found that the Full Preservation/Reduced Program Alternative would result in a net loss of revenue and an unleveraged IRR of negative 0.2 percent, well below the typical IRR, and below the project variant IRR of 8.3 percent. Therefore, the Alternative is not financially feasible. The City retained Century Urban to conduct an independent review of the EPS financial feasibility analysis, and Century Urban in a memorandum dated October 2, 2019, found that the analysis prepared by EPS was "generally reasonable and appropriate." This peer review is also included in the administrative record for these proceedings.

The Commission concurs with these findings in the EIR, and the conclusions in the EPS and Century Urban reports, and rejects this alternative as infeasible because it (1) would fail to avoid several significant and unavoidable impacts of the project variant, (2) fails to meet several of the basic Project Objectives to the same extent as the project variant, and (3) would be financially infeasible because it would result in a substantial net loss of revenues for the project and therefore does not provide a commercially reasonable rate of return. For these reasons, each of which is independently sufficient, the Commission rejects Alternative B in favor of the project variant.

3. Alternative C: Full Preservation/Similar Program Alternative

The Full Preservation/ Similar Program Alternative would retain and rehabilitate in accordance with the Secretary of Interior's Standards all six onsite historic structures: Station A, the Meter House, the Compressor House, the Gate House, the Unit 3 Power Block, and the Boiler Stack. Building floors would be added to the open volume interior space of Station A. This alternative would incorporate these structures into a development program similar in magnitude to the project variant, and would specifically include about the same number of residential units as the project. Building heights under this alternative would be between 65 to 240 feet, with two buildings with heights of 300 feet.

Alternative C would avoid one of the significant impacts identified for the project variant– the impact to the onsite historic resources. Alternative C would not avoid any other significant impact identified for the project variant, although it would substantially lessen the severity of the following impact, reducing it from significant and unavoidable with mitigation to less than significant with mitigation:

- Significant and unavoidable impacts on individually eligible historic resources would be avoided by retaining and rehabilitating the onsite historic resources, and implementation of vibration monitoring and vibration control mitigation measures would reduce this impact to less than significant.

In addition, there is the potential for Alternative C to have an additional significant and unavoidable impact associated with wind hazards at buildout, at both a project-specific and cumulative level because of the additional towers at 300 feet in height.

Alternative C would meet Objective 1 to the same degree as the project variant, with only a slight reduction in the amount of office uses. Alternative C would meet most of the Project objectives, including Objectives 2, 4, 5, 6, 12, 13, and 16. However, it would only partially meet the objectives related to connecting to the Pier 70 Mixed-Use District project (Objective 8) due to grade changes at the Meter House and the Compressor House.

With two buildings at 300 feet in height, as compared to the project variant with one 240-foot tower, one 220-foot tower, and one 180-foot tower, Alternative C also would be less compatible with the General Plan Urban Design Element, which provides that heights for new development should complement the City pattern, the resources to be preserved, and the neighborhood element.

Among other financial conclusions, the EPS financial feasibility analysis described above found that largely due to the greatly increased costs to preserve and rehabilitate all of the historic structures on the site, the Full Preservation/Similar Program Alternative would result in an estimated unleveraged IRR of 1.3 percent and a significant loss in net profit. Therefore, the memorandum found that the Alternative does not provide a commercially reasonable rate of return and is not financially feasible. The City retained Century Urban to conduct an independent review of the EPS financial feasibility analysis, and Century Urban found that the analysis prepared by EPS was "generally reasonable and appropriate."

The Commission concurs with these findings in the EIR, and the conclusions in the EPS and Century Urban reports, and rejects this alternative as infeasible because it (1) would fail to avoid several significant and unavoidable impacts of the project variant, (2) would have additional significant and unavoidable impacts with respect to wind, (3) fails to meet several of the basic Project Objectives to the same extent as the project variant, (4) is financially infeasible because it would result in an unleveraged IRR of 1.3 percent and a significant reduction in net profit, and therefore does not provide a commercially reasonable rate of return, and (5) the alternative's building heights are less compatible with the Urban Design Element of the General Plan than building heights proposed by the project variant. For these reasons, each of which is independently sufficient, the Commission rejects Alternative C in favor of the project variant.

4. Alternative D: Partial Preservation 1 Alternative

Similar to the project variant, Alternative D would retain Station A. However, unlike the project variant, Alternative D would rehabilitate Station A's exterior character-defining features in accordance with the Secretary of Interior's Standards. Building floors would be added to the open volume interior space of Station A. This alternative would incorporate a development program

similar in magnitude to the project variant. Three historic structures—the Meter House, the Compressor House, and the Gate House—would be demolished. Alternative D would retain the Unit 3 Power Block for hotel use. Also, as with the Project, the Boiler Stack would be retained and repurposed as a ground floor retail space (though allowable uses could also include entertainment, arts, and recreation), but unlike the Project, it would also be rehabilitated in accordance with the Secretary of the Interior’s Standards. Building heights under this alternative would be between 65 to 180 feet, with one building at 300 feet tall.

Although it would reduce the severity of some significant impacts, Alternative D would not eliminate any of the significant and unavoidable impacts of the project variant.

Alternative D would meet Objective 1 to the same degree as the project variant, with a slight reduction in residential and office uses. Alternative D would meet most of the project objectives, including Objectives 2, 5, 6, 8, 12, 13, and 16. However, it would not meet Objective 4 to the same extent as the project variant.

With heights up to 300 feet, as compared to the project variant’s maximum height of 240 feet, Alternative D also would be less compatible with the General Plan Urban Design Element, which provides that heights for new development should complement the City pattern, the resources to be preserved, and the neighborhood element.

Among other financial conclusions, as indicated in the EPS financial feasibility analysis, largely due to the increased costs of rehabilitating Station A and the Boiler Stack to the Secretary of Interior’s Standards, the Partial Preservation I Alternative would result in an estimated unleveraged IRR of 3.5 percent and a significant loss in net profit. Therefore, the memorandum found that the Alternative does not provide a commercially reasonable rate of return and is not financially feasible. The City retained Century Urban to conduct an independent review of the EPS financial feasibility analysis, and Century Urban found that the analysis prepared by EPS was “generally reasonable and appropriate.”

The Commission concurs with these findings in the EIR, and the conclusions in the EPS and Century Urban reports, and rejects this alternative as infeasible because it (1) would fail to avoid any significant and unavoidable impacts of the project variant, (2) fails to meet several of the basic Project Objectives to the same extent as the project variant, (3) is not as financially feasible because it results in an unlevered IRR of 3.5 percent and significant loss in net profit, and therefore does not provide a commercially reasonable rate of return, and (4) the alternative’s building heights are less compatible with the Urban Design Element of the General Plan than building heights proposed by the project variant. For these reasons, each of which is independently sufficient, the Commission rejects Alternative D in favor of the project variant.

5. Alternative E: Partial Preservation 2 Alternative

Alternative E would retain the southern portion of Station A and rehabilitate all or a portion of the exterior character-defining features of the remaining portion of the structure in accordance with the Secretary of Interior’s Standards to the extent feasible. Building floors would be added to the open volume interior space of the remaining portion of Station A. The southern portion of Station

A was selected because there are more character-defining features at that end, and it would replace a 125-foot-tall office building. Otherwise, this alternative generally follows the same land use mixes, heights, and configurations as the project, including demolition of the Meter House, the Compressor House, the Gate House, and northern portion of Station A. Similar to the project variant, Alternative E would retain the Unit 3 Power Block for hotel use. Also, as with the project, the Boiler Stack would be retained and repurposed as a ground floor retail space (though allowable uses could also include entertainment, arts, and recreation), but unlike the project, it would also be rehabilitated in accordance with the Secretary of the Interior's Standards. Building heights under this alternative would be between 65 to 180 feet, with one building at 300 feet tall.

Alternative E would have similar impacts as the project variant and would meet the basic Project objectives.

However, with heights up to 300 feet, as compared to the project variant's maximum height of 240 feet, Alternative E also would be less compatible with the General Plan Urban Design Element, which provides that heights for new development should complement the City pattern, the resources to be preserved, and the neighborhood element.

With respect to historic resources, Alternative E is substantially similar to the project variant and was used as a basis for development of the project variant. Alternative E was developed to avoid the significant and unavoidable impacts of the proposed project on the Third Street Industrial District resulting from demolition of Station A. Among other financial conclusions, the EPS financial feasibility analysis found that as described in the DEIR, Alternative E would result in an estimated unleveraged IRR of 5.8 percent and a significant loss in net profit. Therefore, the memorandum found that the Alternative would not result in a commercially reasonable rate of return and is not financially feasible. The City retained Century Urban to conduct an independent review of the EPS financial feasibility analysis, and Century Urban found that the analysis prepared by EPS was "generally reasonable and appropriate."

The Commission concurs with these findings in the EIR, and the conclusions in the EPS and Century Urban reports, and rejects this alternative as infeasible because it (1) would fail to avoid any significant and unavoidable impacts of the project variant, (2) is not financially feasible because it results in an unlevered IRR of 5.8 percent and a loss in net profit, and therefore does not provide a commercially reasonable rate of return, and (3) the Alternative's building heights are less compatible with the Urban Design Element of the General Plan than building heights proposed by the project variant. For these reasons, each of which is independently sufficient, the Commission rejects Alternative E in favor of the project variant

6. Alternative F: Partial Preservation 3 Alternative

Alternative F would retain the Compressor House and the Meter House and rehabilitate all or a portion of their exterior character-defining features in accordance with the Secretary of Interior's Standards. This alternative would incorporate these structures into a development program similar in magnitude to the project variant. Two historic structures—Station A and the Gate House—would be demolished. Similar to the project, Alternative F would retain the Unit 3 Power Block for a hotel use. Also, as with the project, the Boiler Stack would be retained and repurposed as a

ground floor retail space (though allowable uses could also include entertainment, arts, and recreation), but unlike the project variant, it would also be rehabilitated in accordance with the Secretary of the Interior's Standards. Building heights under this alternative would be between 65 to 180 feet, with one building at 300 feet tall.

Although it would reduce the severity of some impacts, Alternative F would not eliminate any of the significant and unavoidable impacts of the project variant. Also, there is the potential for Alternative F to have two additional significant and unavoidable impacts associated with wind hazards at buildout, at both a project-specific and cumulative level because of the massing of the 180-foot tall building at the southwest corner of the Project Site at Block 5.

Alternative F would meet Objective 1 to the same degree as the project variant, with a slight reduction in residential uses. Alternative F would meet most of the project objectives, including Objectives 2, 5, 6, 8, 12, 13, and 16. However, it would not meet Objectives 4 and 8 to the same extent as the project variant.

With heights up to 300 feet, as compared to the project variant's maximum height of 240 feet, Alternative F also would be less compatible with the General Plan Urban Design Element, which provides that heights for new development should complement the City pattern, the resources to be preserved, and the neighborhood element.

Among other financial conclusions, the EPS financial feasibility analysis found that as described in the DEIR, Alternative F would result in an estimated unleveraged IRR of 5.6 percent and a significant loss in net profit. Therefore, the memorandum found that the Alternative would not result in a reasonable rate of return and is not financially feasible. The City retained Century Urban to conduct an independent review of the EPS financial feasibility analysis, and Century Urban found that the analysis prepared by EPS was "generally reasonable and appropriate."

The Commission concurs with these findings in the EIR, and the conclusions in the EPS and Century Urban reports, and rejects this alternative as infeasible because it (1) would fail to avoid any significant and unavoidable impacts of the project variant, (2) would have two additional significant and unavoidable impacts with respect to wind, (3) fails to meet several of the basic Project Objectives to the same extent as the project variant, (4) is not financially feasible because it results in an unleveraged IRR of 5.6 a significant loss in net profit, and therefore does not provide a commercially reasonable rate of return, and (5) the alternative's building heights are less compatible with the Urban Design Element of the General Plan than building heights proposed by the project variant. For these reasons, each of which is independently sufficient, the Commission rejects Alternative F in favor of the project variant.

7. Alternative G: Partial Preservation 4 Alternative

Alternative G would retain the façades and exterior character-defining features of Station A, the Compressor House, and the Meter House, but would include new construction within and above these buildings. A 125-foot-tall office building would extend from within the façades of the southern portion of Station A, and a 300-foot-tall residential tower would rise from within the façades of the northern portion of Station A. The ground floors within the façades of the

Compressor House and Meter House would be used for retail, with new construction extending 65 feet above the Compressor House to be used for office space. The alternative would incorporate these structures into a development similar in magnitude to the project variant. One historic structure—the Gate House—would be demolished. The major changes from the proposed project would be: (1) the parking garage with rooftop playing field would be relocated from Block 5 to Block 1, with an associated reduction in the building area of the garage and residential uses that are proposed on these blocks under the project, and (2) the 65-foot and 180-foot residential buildings adjacent to the Compressor House and Meter House would be redesigned. Similar to the project, Alternative G would retain the Unit 3 Power Block for a hotel use. Also, the Boiler Stack would be retained and repurposed as a ground floor retail space (though allowable uses could also include entertainment, arts, and recreation), but unlike the project variant, it would also be rehabilitated in accordance with the Secretary of the Interior's Standards. Building heights under this alternative would be between 65 to 180 feet, with one building at 300 feet tall.

Although it would reduce the severity of some, Alternative G would not eliminate any of the significant and unavoidable impacts of the project variant. Also, there is the potential for Alternative G to have two additional significant and unavoidable impacts associated with wind hazards at buildout, at both a project-specific and cumulative level because of the massing of the 180-foot tall building at the southwest corner of the Project Site at Block 5.

Alternative G would meet Objective 1 to the same degree as the project variant, with a slight reduction in residential and office uses. Alternative G would meet most of the project objectives, including Objectives 2, 5, 6, 8, 12, 13, and 16. However, it would not meet Objectives 4 and 8 to the same extent as the project variant.

With heights up to 300 feet, as compared to the project variant's maximum height of 240 feet, Alternative G also would be less compatible with the General Plan Urban Design Element, which provides that heights for new development should complement the City pattern, the resources to be preserved, and the neighborhood element.

Among other financial conclusions, as indicated in the EPS financial feasibility analysis described above, due to the slight reduction in the scope of development and the increased costs of rehabilitating the Boiler Stack to the Secretary of Interior's Standards, the Partial Preservation 4 Alternative would result in an estimated unleveraged IRR of 4.2 percent and a significant loss in net profit. Therefore, the memorandum found that the Alternative does not result in a commercially reasonable rate of return and is not financially feasible. . The City retained Century Urban to conduct an independent review of the EPS financial feasibility analysis, and Century Urban found that the analysis prepared by EPS was "generally reasonable and appropriate."

The Commission concurs with these findings in the EIR, and the conclusions in the EPS and Century Urban reports, and rejects this alternative as infeasible because it (1) would fail to avoid any significant and unavoidable impacts of the project variant, (2) would have two additional significant and unavoidable impacts with respect to wind, (3) fails to meet several of the basic Project Objectives to the same extent as the project variant, (4) is not financially feasible because it results in an unlevered IRR of 4.2 percent and a significant loss in net profit, and therefore does not provide a commercially reasonable rate of return, and (5) the alternative's building heights are

less compatible with the Urban Design Element of the General Plan than building heights proposed by the project variant. For these reasons, each of which is independently sufficient, the Commission rejects Alternative G in favor of the project variant.

VI. STATEMENT OF OVERRIDING CONSIDERATIONS

Pursuant to CEQA section 21081 and CEQA Guideline 15093, the Commission hereby finds, after consideration of the Final EIR and the evidence in the record, that each of the specific overriding economic, legal, social, technological and other benefits of the Project as set forth below independently and collectively outweighs each of the significant and unavoidable impacts and is an overriding consideration warranting approval of the Project. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the Commission will stand by its determination that each individual reason is sufficient. The substantial evidence supporting the various benefits can be found in the preceding findings, which are incorporated by reference into this Section, and in the documents found in the Record of Proceedings, as defined in Section I.

On the basis of the above findings and the substantial evidence in the whole record of this proceeding, the Commission specially finds that there are significant benefits of the Project in spite of the unavoidable significant impacts, and therefore makes this Statement of Overriding Considerations. The Commission further finds that, as part of the process of obtaining Project approval, all significant effects on the environment from implementation of the Project have been eliminated or substantially lessened where feasible. The Commission has determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to the specific overriding economic, technical, legal, social and other considerations set forth below.

The Project will have the following benefits:

- Addition of approximately 2,601 residential units to the City's housing stock, including affordable housing, which helps the City meet its regional housing needs allocation;
- Addition of approximately 2,601 residential units to the City's housing stock within an urban infill location in close proximity to transit and retail uses, which will assist in alleviating the effects of suburban sprawl;
- Development of a land use program that will generate no net new greenhouse gas emissions, and which will provide a model of environmentally sustainable design practices, to, among other things maximize walking, bicycling and use of public transportation, and minimize the impacts and use of private automobiles by implementing a land use program with increased residential density and a commercial neighborhood core located within comfortable walking distance of transit service and residences;
- Construction of an energy-efficient, low-impact development that utilizes sustainable design and clean energy technologies to achieve LEED gold certification;
- Development of waterfront parks, and construction of a floating dock extending out and above the tidal zone to provide access from the site to the bay for fishing and suitable recreational vessels;

- Development of approximately 6.9 acres of open space, including a Waterfront Park that will extend the Blue Greenway and Bay Trail to provide pedestrian and bicycle access along the waterfront between the Pier 70 Mixed-Use District project and the Project Site, and a rooftop soccer field;
- Construction of improvements that protect the Project Site against potential flooding due to future sea level rise in combination with storm and high tide conditions, including physical improvements to the shoreline, including rock slope revetments, berms and bulkheads, and grade elevation inland;
- Preservation of large portions of Station A (an individual and contributing historic resource), and retention of the Boiler Stack (a contributing historic resource) and possibly the Unit 3 Power Block (a contributing historic resource).
- Provision of new child care facility/ies on-site to serve Project residents and users;
- Provision of approximately 32,000 gross square feet of facilities for community members to gather for recreational, educational, social, or cultural activities;
- Provision of affordable housing contributions in amounts that exceed the amounts required pursuant to existing City ordinances, regulations and policies and that are intended to constitute 30 percent of the total number of housing units in the Project;
- Reconfiguration of the street grid within the Project Site to conform with San Francisco's Better Streets design guidelines, including the realignment of existing streets and the creation of new publicly-owned streets and publicly-accessible streets that accommodate bicycles, pedestrians and motor vehicles;
- Construction of transportation and circulation improvements, including a continuous street network, connections to the planned Pier 70 Mixed-Use District project directly north of the Project Site; new bus stop and shuttle service; and installation of traffic signals at the intersections of Illinois Street at 23rd and Humboldt streets;
- Integration of the Project Site within MUNI's local transit network by including a curbside bus layover onsite at the north side of 23rd Street between Maryland and Delaware Streets, in anticipation of a future MUNI bus route extension into the Project Site;
- Strengthening of transit connectivity to the Project Site by providing a bus shuttle service, with service of at least 15-minute (and potentially 7.5-minute) intervals during weekday morning and evening peak periods. The shuttle service would provide access between the project site, the 22nd Caltrain station and the 16th Street BART station;
- Provision of employment opportunities during construction of the Project with wages at least at the general prevailing rate of per diem wages for the type of work and geographic area. The Project would create high-wage, highly skilled jobs that pay prevailing wages and living wages as required by Public Resources Code section 21183(b)
- Creation and implementation of a Transportation Demand Management ("TDM") program, including but not limited to transit pass subsidies for residents and employees in the Project Site, to facilitate and encourage the use of transportation modes other than the private automobile, to minimize the amount of automobile traffic originating from the Project Site, and to improve traffic flow on adjacent roadways, as further described in the TDM Plan;

TABLE A
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources				
<p>Mitigation Measure M-CR-5a: Documentation</p> <p>Before any demolition or rehabilitation activities within the project site, the project sponsor shall retain a professional who meets the Secretary of the Interior's Professional Qualification Standards for Architectural History to prepare written and photographic documentation of Station A, the Compressor House, the Meter House, the Gate House, the Boiler Stack, and Unit 3. The documentation shall be prepared based on the National Park Service's Historic American Building Survey (HABS)/Historic American Engineering Record (HAER) Historical Report Guidelines. The HABS/HAER package shall jointly document the Third Street Industrial District contributors and individually eligible resources to be demolished or otherwise adversely affected. This type of documentation is based on a combination of both HABS/HAER standards and National Park Service's policy for photographic documentation, as outlined in the National Register and National Historic Landmarks Survey Photo Policy Expansion.</p> <p>The documentation shall be scoped and approved by Planning Department Preservation staff and will include the following:</p> <ul style="list-style-type: none"> <i>Measured Drawings:</i> A set of measured drawings that depict the existing size, scale, and dimension of Station A, the Compressor House, the Meter House, the Gate House, and the Unit 3 Power Block. Planning Department Preservation staff will accept the original architectural drawings or an as-built set of architectural drawings (plan, section, elevation, etc.). Planning Department Preservation staff will assist the consultant in determining the appropriate level of measured drawings; <i>HABS-Level Photography:</i> Either HABS standard large-format or digital photography shall be used. The scope of the photographs shall be reviewed by Planning Department Preservation staff for concurrence. All digital photography shall be conducted according to the latest National Park Service standards. The photography shall be undertaken by a qualified professional with demonstrated experience in HABS photography. Photograph views for the dataset shall include (a) contextual views; (b) views of each side of each building and interior views; (c) oblique views of the buildings; and (d) detail views of character-defining features, including features on the interior. All views shall be referenced on a photographic key. This photographic key shall be on a map of the property and shall show the photograph number with an arrow to indicate the direction of the view. Historical photographs shall also be collected, reproduced, and included in the dataset; and <i>HABS Historical Report:</i> A written historical narrative and report, per HABS Historical Report Guidelines. <i>Print-On-Demand Book:</i> A Print On Demand softcover book will be produced that includes the content of the HABS historical report, historical photographs, HABS-level photography, measured drawings and field notes. <p>The project sponsor shall transmit such documentation to the San Francisco Planning Department, the Port of San Francisco, and to repositories including the History Room of the San Francisco</p>	<p>Project sponsor and qualified historic preservation professional who meets the standards for history, architectural history, or architecture (as appropriate), as set forth by the <i>Secretary of the Interior's Professional Qualification Standards</i> (36 Code of Federal Regulations, Part 61)</p>	<p>Prior to the issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection in connection with Station A, the Compressor House, the Meter House, the Gate House, the Boiler Stack, and Unit 3</p>	<p>Planning Department Preservation Technical Specialist to review and approve HABS/HAER documentation</p>	<p>Considered complete upon submittal of final HABS/HAER documentation to the Preservation Technical Specialist and determination from the Preservation Technical Specialist that documentation is complete</p>

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
Public Library, San Francisco Heritage, Internet Archive, the California Historical Society, the Potrero Hill Archives Project, and the Northwest Information Center of the California Historical Information Resource System. All documentation will be reviewed and approved by the San Francisco Planning Department's Preservation staff prior to granting any demolition or site permit.				
<p>Mitigation Measure M-CR-5b: Video Recordation</p> <p>Prior to any demolition or substantial alteration of an individual historical resource or contributor to a historic district on the project site, the project sponsor shall retain a qualified professional to undertake video documentation of the affected historical resource and its setting. The documentation shall be conducted by a professional videographer with experience recording architectural resources. The professional videographer shall provide a storyboard of the proposed video recordation for review and approval by Planning Department preservation staff. The documentation shall be narrated by a qualified professional who meets the standards for history, architectural history, or architecture (as appropriate), as set forth by the Secretary of the Interior's Professional Qualification Standards (36 Code of Federal Regulations, Part 61). The documentation shall include as much information as possible—using visuals in combination with narration—about the materials, construction methods, current condition, historical use, and historic context of the historic resources.</p> <p>Archival copies of the video documentation shall be submitted to the Planning Department, and to repositories including: the San Francisco Planning Department, the Port of San Francisco, the San Francisco Public Library, San Francisco Heritage, Prelinger Archives, the California Historical Society, the Potrero Hill Archives Project, and the Northwest Information Center of the California Historical Information Resource System. This mitigation measure would supplement the traditional HABS documentation, and would enhance the collection of reference materials that would be available to the public and inform future research.</p> <p>The video documentation shall be reviewed and approved by the San Francisco Planning Department's preservation staff prior to issuance of a demolition permit or site permit or issuance of any Building Permits for the project.</p>	Project sponsor, professional videographer, and qualified narrator who meets the standards for history, architectural history, or architecture (as appropriate), as set forth by the <i>Secretary of the Interior's Professional Qualification Standards</i> (36 Code of Federal Regulations, Part 61)	Prior to the issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection in connection with Station A, the Compressor House, the Meter House, the Gate House, the Boiler Stack, and Unit 3, or other contributor to a historic district	Planning Department Preservation Technical Specialist	Considered complete upon submittal of final video documentation to the Preservation Technical Specialist and determination from the Preservation Technical Specialist that documentation is complete
<p>Mitigation Measure M-CR-5c: Public Interpretation and Salvage</p> <p>Prior to any demolition or rehabilitation activities that would remove character-defining features of an individual historical resource or contributor to a historic district on the project site, the project sponsor shall consult with planning department preservation staff as to whether any such features may be salvaged, in whole or in part, during demolition/alteration. The project sponsor shall make a good faith effort to salvage materials of historical interest to be utilized as part of the interpretative program. This could include reuse of the Greek Revival façade of the Machine Shop Office, Gate House or a portion of the Unit 3 Power Block. Following any demolition or rehabilitation activities within the project site, the project sponsor shall provide within publicly accessible areas of the project site a permanent display(s) of interpretive materials concerning the history and architectural features of the individual historical resources</p>	Project sponsor, qualified architectural historian or historian who meets the <i>Secretary of the Interior's Professional Qualification Standards</i> , and an exhibit designer or landscape architect with historical interpretation design experience.	Adequacy of collection confirmed by the Planning Department Preservation Technical Specialist prior to demolition or rehabilitation activities. Interpretative display to be installed prior to the issuance of a Certificate of Occupancy	Planning Department Preservation Technical Specialist to review and approve salvaged material and interpretive display	Considered complete upon installation of display

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<p>and Third Street Industrial District. The content of the interpretive display(s) shall be coordinated and consistent with the site-wide interpretive plan prepared in coordination with planning department preservation staff, and may include the display of salvaged features recovered through the process described above. The specific location, media, and other characteristics of such interpretive display(s) shall be presented to planning department preservation staff for review prior to any demolition or removal activities. The historic interpretation plan shall be prepared in coordination with an architectural historian or historian who meets the Secretary of the Interior's Professional Qualification Standards and an exhibit designer or landscape architect with historical interpretation design experience. As feasible, coordination with local artists should occur. Interpretive display(s) shall document both the Third Street Industrial District and individually eligible resources to be demolished or rehabilitated. The interpretative program should also coordinate with other interpretative displays currently proposed along the Bay, specifically at Pier 70, those along the Blue Greenway, and others in the general vicinity. The interpretative plan should also explore contributing to digital platforms that are publicly accessible. A proposal describing the general parameters of the interpretive program shall be approved by planning department preservation staff prior to issuance of a site permit. The substance, media and other elements of such interpretive display shall be approved by planning department preservation staff prior to issuance of a Temporary Certificate of Occupancy.</p>				
<p>Mitigation Measure M-CR-5d: Rehabilitation of the Boiler Stack</p> <p>Prior to the issuing of building permits associated with modifications to the exterior of the Boiler Stack, planning department preservation staff shall review the proposed design and confirm that it conforms to the Secretary of the Interior's Standards for Rehabilitation and the Design for Development standards and guidelines.</p>	<p>Project sponsor and qualified architectural historian who meets the <i>Secretary of Interior's Professional Qualification Standards</i> (36 Code of Federal Regulations Part 61)</p>	<p>Prior to the issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection in connection with the Boiler Stack</p>	<p>Planning Department Preservation Technical Specialist to review and approve design</p>	<p>Considered complete upon design approval from the Preservation Technical Specialist</p>
<p>Mitigation Measure M-CR-5e: (Dependent on approval of Proposed Project OR Project Variant)</p> <p>Proposed Project:</p> <p>Mitigation Measure M-CR-5e: Historic Preservation Plan and Review Process for Alteration of the Boiler Stack</p> <p>Prior to the approval of the first building permit for construction of Phase 1, a historic preservation plan establishing protective measures shall be prepared and implemented to aid in preserving and protecting the Boiler Stack, which would be retained as part of the project. The historic preservation plan shall be prepared by a qualified architectural historian who meets the Secretary of Interior's Professional Qualification Standards (36 Code of Federal Regulations Part 61). The plan shall establish measures to protect the</p>	<p>Project sponsor and a qualified architectural historian who meets the <i>Secretary of Interior's Professional Qualification Standards</i> (36 Code of Federal Regulations Part 61)</p>	<p>Construction specifications to be developed prior to the issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection in connection with the Boiler Stack</p>	<p>Planning Department Preservation Technical Specialist to review and approve preservation and protection plan, specifications, monitoring schedule, and other supporting documents</p>	<p>Considered complete upon acceptance by Planning Department of construction specifications to avoid damage to the Boiler Stack</p>

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<p>retained character-defining features during construction of the project, such as avoiding construction equipment inadvertently coming in contact with the Boiler Stack, to minimize construction-related damage to the Boiler Stack, and to ensure that any such damage is documented and repaired. If deemed necessary upon further condition assessment of the resource, the plan shall include stabilization of the Boiler Stack prior to construction to prevent deterioration or damage. Where pile driving and other construction activities involving the use of heavy equipment would occur in proximity to the Boiler Stack, the project sponsor shall undertake a vibration monitoring program as described in Mitigation Measure M-NO-4a, including establishing a maximum vibration level that shall not be exceeded based on existing conditions, character-defining features, soils conditions, and anticipated construction practices in use at the time. The project sponsor shall ensure that the contractor follows these plans. The preservation and protection plan, specifications, monitoring schedule, and other supporting documents shall be incorporated into the building or site permit application plan sets. The documentation shall be reviewed and approved by Planning Department Preservation staff.</p>				
<p>Project Variant:</p> <p>Mitigation Measure M-CR-5e (Variant): Historic Preservation Plan and Review Process for Alteration of Station A and the Boiler Stack</p> <p>Prior to the approval of the first building permit for construction of Phase 1, a historic preservation plan establishing protective measures shall be prepared and implemented to aid in preserving and protecting portions of Station A and the Boiler Stack, which would be retained as part of the project. The historic preservation plan shall be prepared by a qualified architectural historian who meets the Secretary of Interior's Professional Qualification Standards (36 Code of Federal Regulations Part 61). The plan shall establish measures to protect the retained character-defining features during construction of the project, such as avoiding construction equipment inadvertently coming in contact with Station A and the Boiler Stack, to minimize construction-related damage to Station A and the Boiler Stack, and to ensure that any such damage is documented and repaired. If deemed necessary upon further condition assessment of the resource, the plan shall include stabilization of Station A and the Boiler Stack prior to construction to prevent deterioration or damage. Where pile driving and other construction activities involving the use of heavy equipment would occur in proximity to Station A and the Boiler Stack, the project sponsor shall undertake a vibration monitoring program as described in Mitigation Measure M-NO-4a, including establishing a maximum vibration level that shall not be exceeded based on existing conditions, character-defining features, soils conditions, and anticipated construction practices in use at the time. The project sponsor shall ensure that the contractor follows these plans. The preservation and protection plan, specifications, monitoring schedule, and other supporting documents shall be incorporated into the building or site permit application plan sets. The documentation shall be reviewed and approved by Planning Department Preservation staff.</p>	<p>Project sponsor and a qualified architectural historian who meets the <i>Secretary of Interior's Professional Qualification Standards</i> (36 Code of Federal Regulations Part 61)</p>	<p>Construction specifications to be developed prior to the issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection in connection with Station A and the Boiler Stack</p>	<p>Planning Department Preservation Technical Specialist to review and approve preservation and protection plan, specifications, monitoring schedule, and other supporting documents</p>	<p>Considered complete upon acceptance by Planning Department of construction specifications to avoid damage to Station A and the Boiler Stack</p>

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

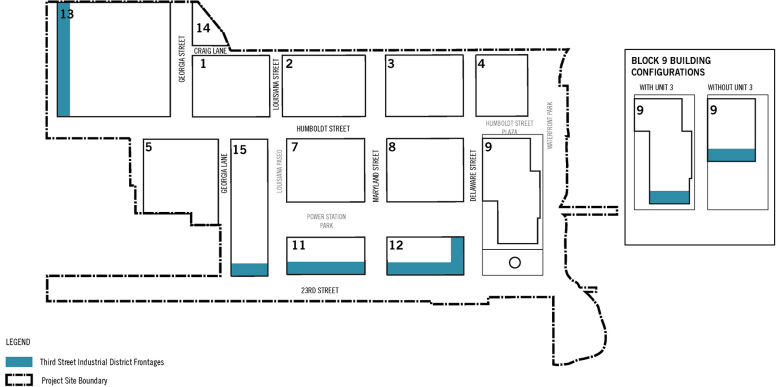
Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<p>Mitigation Measure M-CR-6: Design Controls for New Construction</p> <p>The Special Use District (SUD) and Design for Development (D for D) shall contain design standards and guidelines that ensure that new construction and site development within the SUD shall be compatible with the character of the Third Street Industrial District. Beyond the site-wide standards and guidelines developed for open space, buildings, and streetscapes in the D for D, the D for D shall contain design controls for the Third Street Industrial District, as outlined below (see site-wide design controls below).</p> <p>Additional design standards shall apply to the western façades of new buildings fronting Illinois Street, the southern façades of new buildings fronting 23rd Street, and the eastern and/or southern façades of new buildings fronting the Boiler Stack (see block and frontage-specific design controls below and Figure M-CR-6, Site Frontages Subject to Design Controls). These façades would all face contributors to the Third Street Industrial District. The additional design standards that shall apply specifically to those frontages are included below.</p>  <p align="center">Figure M-CR-6 Site Frontages Subject to Design Controls</p> <p>These design controls in the D for D shall be compatible with the Secretary of the Interior Standards for Rehabilitation, Standard 9. Standard 9 states that new work shall be differentiated from the old and shall be compatible with the massing, size, scale, and architectural features to protect the integrity of the historic district and its environment.</p>	Project sponsor and a qualified architectural historian	Review of new construction plans prior to the issuance of building permits	Planning Department and Planning Department staff and Preservation Technical Specialist to review and approve design	Considered complete upon design approval from the Planning Department Preservation staff

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<p>Review Process</p> <p>New construction in the Special Use District will be subject to administrative design review prior to the issuing of building permits. Planning staff along with Preservation staff will review new projects to ensure compatibility with the Third Street Industrial District as determined in the above standards and guidelines and identified in the D for D.</p> <p>The D for D shall contain the following Third Street Industrial District Frontage Design Controls:</p> <ul style="list-style-type: none"> • <i>Block and Frontage-Specific Design Controls Ground Floor Height for Blocks 11, 12, and 13: For Ground Floor of Blocks 11 and 12 facing 23rd Street Sugar Warehouses and Block 13 facing American Industrial Center all ground floor spaces shall have a minimum floor-to-floor height of 15 feet as measured from grade.</i> • <i>Height + Massing along 23rd and Illinois street frontages. In order for 23rd and Illinois streets to appear balanced on either side, new construction shall respect existing heights of contributors to the Third Street Industrial District by referencing their heights with an upper level 10-foot setback at approximately 65 feet.</i> • <i>Awnings on Blocks 10, 11, 12, and 13. An awning shall be provided on the southern facades of Blocks 10, 11, and 12 that face 23rd Street at a height of 15 to 25 feet above sidewalk grade to reference the industrial awning at the westernmost Sugar Refinery Warehouse. Awnings at this location may project up to 15 feet into the public realm. Should the southern façade of Station A be retained, an awning on Block 10 would not be required. For Block 13 frontages facing Illinois Street, canopies and awnings should only be located at the retail land use at the corner of Illinois and 22nd streets.</i> <p>The character, design and materials used for such awnings shall be industrial in character and design, suggestions are the following:</p> <ul style="list-style-type: none"> – They should be flat or pitched, and should not be arched. The functional supporting structure and/or tieback rods should be clearly read [i.e., remain apparent to the observer]. – Materials used for canopies and awnings should be utilitarian. Suggested materials include wood, standing seam or louvered metal panels, and corrugated metal. <ul style="list-style-type: none"> • <i>Openings along 23rd and Illinois street frontages.</i> To the extent allowed by the Department of Public Health, large doors, such as sliding or roll-up doors that facilitate the movement of people, equipment, and goods in and out of the ground floor of new construction on Blocks 10-13 shall be incorporated along 23rd Street and Illinois Street. • <i>Special Corners on Block 12.</i> To frame the view of the iconic Boiler Stack, the northeast corner of Block 12 should include the use of high quality materials, such as brick, concrete, copper, steel, glass, and wood, and in addition shall include: 				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<ul style="list-style-type: none"> – Volumetric shaping of the area of a building within 15-feet of the northeastern corner of Block 12 with architectural treatments including but not limited to chamfers, round edges, setbacks, and/or protrusions to highlight views or relate to the shape of the Boiler Stack from the public realm. • <i>Special Corners Block 9 without Unit 3.</i> To create an open and inviting entrance to Waterfront Park and Stack Plaza from Delaware Street and Power Station Park, the southwest corner of Block 9 without Unit 3 should use high-quality materials, such as brick, concrete, copper, steel, glass, and wood, and in addition shall include: <ul style="list-style-type: none"> – Volumetric shaping of any building in the area within 15-feet of the southwest corner of Block 9 with architectural treatments including but not limited to chamfers, round edges, setbacks, and/or protrusions to highlight views or relate to the shape of the Boiler Stack from the public realm. • <i>Block 9 without Unit 3.</i> For deference to the historic Stack, and to create more physical space between the Stack and new construction, the building of Block 9 without Unit 3 shall be designed such that the overall bulk is reduced by at least 10 percent from the maximum permitted floor area, with a focus along the southern façade of the new building, facing the Stack. A potential distribution of bulk reduction, for example, could result in an 8 percent reduction along the southern façade with a 2 percent reduction elsewhere. The building should interact meaningfully with the Boiler Stack, such as referencing the existing relationship between it and Unit 3 (i.e., the simple, iconic form of the Boiler Stack in contrast to the highly complex, detailed form of the Unit 3 Power Block). Retain the existing exhaust infrastructure connecting the Unit 3 Power Block with the Boiler Stack and incorporating it into the new structure as feasible. Consider preserving other elements of the Unit 3 Power Block, such as portions of the steel gridded frame structure, in new construction. • <i>Architectural Features on Blocks 10, 11, 12, and 13.</i> Regularly-spaced structural bays should be expressed on the exterior of the lower massing through the use of rectangular columns or pilasters, which reference the rhythm of loading docks on the Western Sugar Refinery Warehouses and American Industrial Center. Bay widths shall be no larger than 30 feet on center. Architectural features such as cornice lines, belt courses, architectural trim, or change in materiality or color should be incorporated into the building design to reference heights and massing of the Western Sugar Refinery Warehouses on 23rd Street and American Industrial Center on Illinois Street at areas of the façade that are not required to be set back. • <i>Third Street District Fenestration.</i> Operable windows shall be single or double hung wood sash, or awning, pivot, or other industrial style steel or aluminum fenestration. Casement windows shall be avoided at lower building massing. Divided lite windows are appropriate. Ground level glazing shall incorporate transom windows if not utilizing roll up or full height sliding doors. 				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<p>Upper level glazing shall consist of regular repeated punched openings with divided lites. Punched openings shall be rectangular in proportion; an exception is the use of segmentally arched openings if the building material is brick.</p> <ul style="list-style-type: none"> <i>Third Street District Building Rooftops.</i> Rooftops shall reflect the historic industrial character of the district and include flat, monitor, or shallow shed roofs. Gable or hipped roofs shall be avoided as primary features. <p>The D for D shall contain the following Site Wide Design Controls:</p> <ul style="list-style-type: none"> <i>Recommended Materials.</i> Recommended materials should be incorporated into building design. Recommended materials include brick, concrete, copper, steel, glass, smooth stucco and wood. Avoid using veneer masonry panels except as described in the Depth of Façade, below. Avoid using smooth, flat, or minimally detailed glass curtain walls; highly reflective glass; coarse-sand finished stucco as a primary siding material; bamboo wood siding as a primary siding material; laminated timber panels; or black and dark materials should not be used as a predominate material. Where metal is used, selection should favor metals with naturally occurring patina such as copper, steel, or zinc. Metals should be matte in finish. Where shiny materials are used, they should be accent elements rather than dominant materials, and are generally not encouraged. <i>Depth of Façade.</i> The façade should be designed to create a sense of durability and substantiality, and to avoid a thin or veneer-like appearance. Full brick or masonry is a preferred material. If thin brick or masonry or panel systems are used, these materials should read as having a volumetric legibility that is appropriate to their thickness. For example, masonry should turn the corner at a depth that is consistent with the typical depth of a brick. <p>Windows and other openings are an opportunity to reinforce the volumetric legibility of the façade, with an appropriate depth that relates to the material selected. For example, the depth of the building frame to the glazing should be sufficiently deep to convey a substantial exterior wall, and materials should turn the corner into a window reveal.</p> <ul style="list-style-type: none"> <i>Quality and Durability.</i> Exterior finishes should have the qualities of permanence and durability found in similar contextual building materials used on neighboring sites and in the Central Waterfront. Materials should be low-maintenance, well suited to the specific maritime microclimate of the neighborhood, and able to naturally weather over time without extensive maintenance and upkeep. Materials characteristic of the surrounding context, such as brick, concrete, stone, wood, and glass, and, are envisioned on site and are good candidates to meet durability needs. <p>The D for D shall contain the following Street and Open Spaces Design Controls:</p> <ul style="list-style-type: none"> <i>Stack Plaza.</i> No more than one-third of the area within 45 feet of the Boiler Stack shall be planted. Paving and hardscape elements shall incorporate industrial elements and materials into the design. Design elements should use simple geometric forms, regular or repeating paving patterns and utilitarian materials such as simple masonry pavers or salvaged masonry units if feasible and safe for public use. 				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.D Historic Architectural Resources (cont.)				
<p>Stack Plaza design elements, such as planters and native planting, should be kept low to the ground to complement and not distract from the Boiler Stack. Surfaces should not be designed with elaborately applied patterns. Any patterning should be the pragmatic result of the use of unit pavers or concrete score joints.</p> <ul style="list-style-type: none"> • <i>23rd Street Streetscape.</i> The streetscape design of 23rd Street should balance the historic utilitarian character of the Third Street Industrial District with welcoming design gestures for this important entrance to the Potrero Power Station development. To that end, the following guidelines shall be followed: <ul style="list-style-type: none"> – Landscape elements should feel additive to the industrial streetscape. Examples include potted or otherwise designed raised beds of plants and trees that are placed onto paved surfaces; small tree wells within paved surfaces; green walls; and raised or lowered beds edged with industrial materials such as brick, low granite curbs, or steel. – Tree planting locations should be irregularly spaced or placed in small groupings along the street, in contrast with standard Better Street Plan requirements, in order to provide better compatibility with the historic district. – A tree and vegetation palette should be used that does not detract from the industrial character. Green walls, planter boxes, and vegetation should be considered rather than trees for storm water management. – Public art installations, such as murals, are encouraged. • <i>Transit Bus Shelter.</i> The bus shelter should be utilitarian in materiality and design to reflect the industrial nature of the nearby Western Sugar Refinery Warehouse buildings. The bus shelter shall be coordinated with the building design on Block 12. • <i>23rd Street and Illinois Paving.</i> Sidewalk paving at 23rd Street and Illinois Street should be more industrial in character compared to sidewalk paving at other portions of the site. Consider varying sidewalk concrete score joint patterns or pavers from block to block. Design must be reviewed and approved by San Francisco Public Works and San Francisco Municipal Transportation Agency as part of the Street Improvement Plans. • <i>23rd Street Transit Island Paving.</i> Pavement at the transit boarding island should incorporate concrete or stone pavers or enhanced cast-in-place concrete with smaller scale joint patterns for a more refined appearance. Integral color and decorative aggregates may be selected for aesthetic quality and shall meet accessible design requirements for slip-resistance. Design must be reviewed and approved by San Francisco Public Works and San Francisco Municipal Transportation Agency as part of the Street Improvement Plans. • <i>Signage.</i> Tenant signage facing contributing buildings to the Third Street Industrial District should be utilitarian in design and materiality to reflect the adjacent historic resources and strengthen the 23rd Street streetscape. Backlit signage should be avoided. 				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

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EIR Section 4.E Transportation and Circulation																											
<p>Mitigation Measure M-TR-5: <i>(Dependent on approval of Proposed Project OR Project Variant)</i></p> <p>Proposed Project:</p> <p>Mitigation Measure M-TR-5: Implement Measures to Reduce Transit Delay</p> <p>Performance Standard. The project sponsor shall be responsible for implementing transportation demand management (TDM) measures to limit the number of project-generated vehicle trips during the p.m. peak hour to a maximum of 89 percent of the EIR-estimated values of each of the phases of project development (performance standard), as shown in the table below. The number of vehicle trips by phase to meet the above stated performance standard shall be included in the approved TDM Plan.</p> <table><tr><th rowspan="2">Project Development Phase</th><th colspan="2">Maximum P.M. Peak Hour Vehicle Trips</th></tr><tr><th>Phase Total</th><th>Running Total</th></tr><tr><td>Phase 1</td><td>380</td><td>380</td></tr><tr><td>Phase 2</td><td>400</td><td>780</td></tr><tr><td>Phase 3</td><td>270</td><td>1,050</td></tr><tr><td>Phase 4</td><td>640</td><td>1,690</td></tr><tr><td>Phase 5</td><td>300</td><td>1,990</td></tr><tr><td>Phase 6</td><td>270</td><td>2,260</td></tr></table> <p>Monitoring and Reporting. Within one year of issuance of the project's first certificate of occupancy, the project sponsor shall retain a qualified transportation consultant approved by the SFMTA to begin monitoring daily and p.m. peak period (4 p.m. to 7 p.m.) vehicle trips in accordance with an SFMTA and San Francisco Planning Department agreed upon monitoring and reporting plan, which shall be included as a part of the approved TDM Plan. The vehicle data collection shall include counts of the number of vehicles entering and exiting the project site on internal streets at the site boundaries on 22nd, Illinois, and 23rd streets for three weekdays. The data for the three weekdays (Tuesday, Wednesday or Thursday) shall be averaged, and surveys shall be conducted within the same month annually. A document with the results of the annual vehicle counts shall be submitted to the Environmental Review Officer and the SFMTA for review within 30 days of the data collection, or with the project's annual TDM monitoring report as required by the TDM Plan (if the latter is preferable to Environmental Review Officer in consultation with the SFMTA).</p>	Project Development Phase	Maximum P.M. Peak Hour Vehicle Trips		Phase Total	Running Total	Phase 1	380	380	Phase 2	400	780	Phase 3	270	1,050	Phase 4	640	1,690	Phase 5	300	1,990	Phase 6	270	2,260	Project sponsor, a qualified transportation consultant approved by the SFMTA	Within one year of issuance of the project's first certificate of occupancy: the first monitoring of daily and p.m. peak period (4 p.m. to 7 p.m.) vehicle trips in accordance with an SFMTA and San Francisco Planning Department agreed upon monitoring and reporting plan. Ongoing: A document with the results of the annual vehicle counts shall be submitted to the Environmental Review Officer and the SFMTA for review within 30 days of the data collection, or with the project's annual TDM monitoring report as required by the TDM Plan (if the latter is preferable to ERO in consultation with the SFMTA).	Planning Department staff and SFMTA	Considered complete when eight consecutive reporting periods show that the fully built project has met the performance standard, or until expiration of the project's development agreement, whichever is earlier.
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Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.E Transportation and Circulation (cont.)				
<p>The project sponsor shall begin submitting monitoring reports to the Planning Department 18 months following 75 percent occupancy of the first phase. Thereafter, annual monitoring reports shall be submitted (referred to as "reporting periods") until eight consecutive reporting periods show that the fully built project has met the performance standard, or until expiration of the project's development agreement, whichever is earlier.</p> <p>If the City finds that the project exceeds the stated performance standard for any development phase, the project sponsor shall select and implement additional TDM measures in order to reduce the number of project-generated vehicle trips to meet the performance standard for that development phase. These measures could include expansion of measures already included in the project's proposed TDM Plan (e.g., providing additional project shuttle routes to alternative destinations, increases in tailored transportation marketing services, etc.), other measures identified in the City's TDM Program Standards Appendix A (as such appendix may be amended by the Planning Department from time to time) that have not yet been included in the project's approved TDM Plan, or, at the project sponsor's discretion, other measures not included in the City's TDM Program Standards Appendix A that the City and the project sponsor agree are likely to reduce peak period driving trips.</p> <p>For any development phase where additional TDM measures are required, the project sponsor shall have 30 months to demonstrate a reduction in vehicle trips to meet the performance standard. If the performance standard is not met within 30 months, the project sponsor shall submit to the Environmental Review Officer and the SFMTA a memorandum documenting proposed methods of enhancing the effectiveness of the TDM measures and/or additional feasible TDM measures that would be implemented by the project sponsor, along with annual monitoring of the project-generated vehicle trips to demonstrate their effectiveness in meeting the performance standard. The comprehensive monitoring and reporting program shall be terminated upon the earlier of (i) expiration of the project's development agreement, or (ii) eight consecutive reporting periods showing that the fully built project has met the performance standard. However, compliance reporting for the City's TDM Program shall continue to be required.</p> <p>If the additional TDM measures do not achieve the performance standard, then the City shall impose additional measures to reduce vehicle trips as prescribed under the development agreement, which may include on-site or off-site capital improvements intended to reduce vehicle trips from the project. Capital measures may include, but are not limited to, peak period or all-day transit-only lanes (e.g., along 22nd Street), turn pockets, bus bulbs, queue jumps, turn restrictions, pre-paid boarding pass machines, and/or boarding islands, or other measures that support sustainable trip making.</p> <p>The monitoring and reporting plan described above may be modified by the Environmental Review Officer in coordination with the SFMTA to account for transit route or transportation network changes, or major changes to the development program. The modification of the monitoring and reporting plan, however, shall not change the performance standard set forth in this mitigation measure.</p>				

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<p>Project Variant:</p> <p>Mitigation Measure M-TR-5 (Variant): Implement Measures to Reduce Transit Delay</p> <p>Performance Standard. The project sponsor shall be responsible for implementing transportation demand management (TDM) measures to limit the number of project-generated vehicle trips during the p.m. peak hour to a maximum of 89 percent of the EIR-estimated values of each of the phases of project development (performance standard), as shown in the table below. The number of vehicle trips by phase to meet the above stated performance standard shall be included in the approved TDM Plan.</p> <table border="1"> <thead> <tr> <th rowspan="3">Project Development Phase</th><th colspan="4">Maximum P.M. Peak Hour Vehicle Trips</th></tr> <tr> <th colspan="2">Project Variant</th><th colspan="2">No PG&E Subarea Scenario</th></tr> <tr> <th>Phase Total</th><th>Running Total</th><th>Phase Total</th><th>Running Total</th></tr> </thead> <tbody> <tr> <td>Phase 1</td><td>370</td><td>370</td><td>370</td><td>370</td></tr> <tr> <td>Phase 2</td><td>440</td><td>810</td><td>440</td><td>810</td></tr> <tr> <td>Phase 3</td><td>250</td><td>1,060</td><td>250</td><td>1,060</td></tr> <tr> <td>Phase 4</td><td>630</td><td>1,690</td><td>670</td><td>1,730</td></tr> <tr> <td>Phase 5</td><td>240</td><td>1,930</td><td>240</td><td>1,970</td></tr> <tr> <td>Phase 6</td><td>280</td><td>2,210</td><td>NA</td><td>NA</td></tr> </tbody> </table> <p>Monitoring and Reporting. Within one year of issuance of the project's first certificate of occupancy, the project sponsor shall retain a qualified transportation consultant approved by the SFMTA to begin monitoring daily and p.m. peak period (4 p.m. to 7 p.m.) vehicle trips in accordance with an SFMTA and San Francisco Planning Department agreed upon monitoring and reporting plan, which shall be included as a part of the approved TDM Plan. The vehicle data collection shall include counts of the number of vehicles entering and exiting the project site on internal streets at the site boundaries on 22nd, Illinois, and 23rd streets for three weekdays. The data for the three weekdays (Tuesday, Wednesday or Thursday) shall be averaged, and surveys shall be conducted within the same month annually. A document with the results of the annual vehicle counts shall be submitted to the Environmental Review Officer and the SFMTA for review within 30 days of the data collection, or with the project's annual TDM monitoring report as required by the TDM Plan (if the latter is preferable to Environmental Review Officer in consultation with the SFMTA).</p>	Project Development Phase	Maximum P.M. Peak Hour Vehicle Trips				Project Variant		No PG&E Subarea Scenario		Phase Total	Running Total	Phase Total	Running Total	Phase 1	370	370	370	370	Phase 2	440	810	440	810	Phase 3	250	1,060	250	1,060	Phase 4	630	1,690	670	1,730	Phase 5	240	1,930	240	1,970	Phase 6	280	2,210	NA	NA	Project sponsor, a qualified transportation consultant approved by the SFMTA	<p>Within one year of issuance of the project's first certificate of occupancy: the first monitoring of daily and p.m. peak period (4 p.m. to 7 p.m.) vehicle trips in accordance with an SFMTA and San Francisco Planning Department agreed upon monitoring and reporting plan.</p> <p>Ongoing: A document with the results of the annual vehicle counts shall be submitted to the Environmental Review Officer and the SFMTA for review within 30 days of the data collection, or with the project's annual TDM monitoring report as required by the TDM Plan (if the latter is preferable to ERO in consultation with the SFMTA).</p>	Planning Department staff and SFMTA	Considered complete when eight consecutive reporting periods show that the fully built project has met the performance standard, or until expiration of the project's development agreement, whichever is earlier.
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EIR Section 4.E Transportation and Circulation (cont.)				
<p>The project sponsor shall begin submitting monitoring reports to the Planning Department 18 months following 75 percent occupancy of the first phase. Thereafter, annual monitoring reports shall be submitted (referred to as "reporting periods") until eight consecutive reporting periods show that the fully built project has met the performance standard, or until expiration of the project's development agreement, whichever is earlier.</p> <p>If the City finds that the project exceeds the stated performance standard for any development phase, the project sponsor shall select and implement additional TDM measures in order to reduce the number of project-generated vehicle trips to meet the performance standard for that development phase. These measures could include expansion of measures already included in the project's proposed TDM Plan (e.g., providing additional project shuttle routes to alternative destinations, increases in tailored transportation marketing services, etc.), other measures identified in the City's TDM Program Standards Appendix A (as such appendix may be amended by the Planning Department from time to time) that have not yet been included in the project's approved TDM Plan, or, at the project sponsor's discretion, other measures not included in the City's TDM Program Standards Appendix A that the City and the project sponsor agree are likely to reduce peak period driving trips.</p> <p>For any development phase where additional TDM measures are required, the project sponsor shall have 30 months to demonstrate a reduction in vehicle trips to meet the performance standard. If the performance standard is not met within 30 months, the project sponsor shall submit to the Environmental Review Officer and the SFMTA a memorandum documenting proposed methods of enhancing the effectiveness of the TDM measures and/or additional feasible TDM measures that would be implemented by the project sponsor, along with annual monitoring of the project-generated vehicle trips to demonstrate their effectiveness in meeting the performance standard. The comprehensive monitoring and reporting program shall be terminated upon the earlier of (i) expiration of the project's development agreement, or (ii) eight consecutive reporting periods showing that the fully built project has met the performance standard. However, compliance reporting for the City's TDM Program shall continue to be required.</p> <p>If the additional TDM measures do not achieve the performance standard, then the City shall impose additional measures to reduce vehicle trips as prescribed under the development agreement, which may include on-site or off-site capital improvements intended to reduce vehicle trips from the project. Capital measures may include, but are not limited to, peak period or all-day transit-only lanes (e.g., along 22nd Street), turn pockets, bus bulbs, queue jumps, turn restrictions, pre-paid boarding pass machines, and/or boarding islands, or other measures that support sustainable trip making.</p> <p>The monitoring and reporting plan described above may be modified by the Environmental Review Officer in coordination with the SFMTA to account for transit route or transportation network changes, or major changes to the development program. The modification of the monitoring and reporting plan, however, shall not change the performance standard set forth in this mitigation measure.</p>				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

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EIR Section 4.E Transportation and Circulation (cont.)				
<p>Mitigation Measure M-TR-7: Improve Pedestrian Facilities at the Intersection of Illinois Street/22nd Street</p> <p>In the event that the Pier 70 Mixed-Use District project does not implement improvements at the intersection of Illinois Street/22nd Street, as part of the proposed project's sidewalk improvements on the east side of Illinois Street between 22nd and 23rd streets, the project sponsor shall work with SFMTA to implement the following improvements:</p> <ul style="list-style-type: none"> • Install a traffic signal, including pedestrian countdown signal heads at the intersection of Illinois Street/22nd Street. • Stripe marked crosswalks in the continental design. • Construct/reconstruct ADA compliant curb ramps at the four corners, as necessary. <p>In the event that the Pier 70 Mixed-Use District project does not implement these improvements, the project sponsor shall be responsible for costs associated with design and implementation of these improvements. The SFMTA shall determine whether the SFMTA or the project sponsor would implement these improvements.</p>	Project sponsor and SFMTA	Ongoing during project construction	ERO or other Planning Department staff along with SFMTA	Considered complete when intersection improvement is complete
EIR Section 4.F Noise and Vibration				
<p>Mitigation Measure M-NO-1: Construction Noise Control Measures</p> <p>The project sponsor shall implement construction noise controls as necessary to ensure compliance with the Noise Ordinance limits and to reduce construction noise levels at sensitive receptor locations to the degree feasible. Noise reduction strategies that could be implemented include, but are not limited to, the following:</p> <ul style="list-style-type: none"> • Require the general contractor to ensure that equipment and trucks used for project construction utilize the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures, and acoustically-attenuating shields or shrouds). • Require the general contractor to locate stationary noise sources (such as the rock/concrete crusher, or compressors) as far from adjacent or nearby sensitive receptors as possible, to muffle such noise sources, and/or to construct barriers around such sources and/or the construction site, which could reduce construction noise by as much as 5 dBA. To further reduce noise, the contractor shall locate stationary equipment in pit areas or excavated areas, to the maximum extent practicable. • Require the general contractor to use impact tools (e.g., jack hammers, pavement breakers, and rock drills) that are hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used, along with external noise jackets on the tools, which would reduce noise levels by as much as 10 dBA. 	Project sponsor and construction contractor	During the construction period for all measures, and prior to the issuance of each building permit for submittal of a plan to track and respond to complaints pertaining to construction noise	Planning Department, Department of Building Inspection (as requested and/or on complaint basis), Police Department (on complaint basis).	Considered complete at the completion of project construction

TABLE A (CONTINUED)
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EIR Section 4.F Noise and Vibration (cont.)				
<p>Include noise control requirements for construction equipment and tools, including specifically concrete saws, in specifications provided to construction contractors. Such requirements could include, but are not limited to, erecting temporary plywood noise barriers around a construction site, particularly where a site adjoins noise-sensitive uses; utilizing noise control blankets on a building structure as the building is erected to reduce noise levels emanating from the construction site; performing all work in a manner that minimizes noise; using equipment with effective mufflers; undertaking the most noisy activities during times of least disturbance to surrounding residents and occupants; and selecting haul routes that avoid residential uses.</p> <ul style="list-style-type: none"> • Prior to the issuance of each building permit, along with the submission of construction documents, submit to the Planning Department and Department of Building Inspection or the Port, as appropriate, a plan to track and respond to complaints pertaining to construction noise. The plan shall include the following measures: (1) a procedure and phone numbers for notifying the San Francisco Department of Building Inspection or the Port, the Department of Public Health, and the Police Department (during regular construction hours and off-hours); (2) a sign posted onsite describing permitted construction days and hours, noise complaint procedures, and a complaint hotline number that shall be answered at all times during construction; (3) designation of an onsite construction compliance and enforcement manager for the project; and (4) notification of neighboring residents and non residential building managers within 300 feet of the project construction area at least 30 days in advance of extreme noise-generating activities (such as pile driving and blasting) about the estimated duration of the activity. • Wherever pile driving or controlled rock fragmentation/rock drilling is proposed to occur, the construction noise controls shall include as many of the following control strategies as feasible: <ul style="list-style-type: none"> – Implement “quiet” pile-driving technology such as pre-drilling piles where feasible to reduce construction-related noise and vibration. – Use pile-driving equipment with state-of-the-art noise shielding and muffling devices. – Use pre-drilled or sonic or vibratory drivers, rather than impact drivers, wherever feasible (including slipways) and where vibration-induced liquefaction would not occur. – Schedule pile-driving activity for times of the day that minimize disturbance to residents as well as commercial uses located onsite and nearby. – Erect temporary plywood or similar solid noise barriers along the boundaries of each project block as necessary to shield affected sensitive receptors. – Implement other equivalent technologies that emerge over time. – If controlled rock fragmentation (including rock drills) were to occur at the same time as pile driving activities in the same area and in proximity to noise-sensitive receptors, pile drivers should be set back at least 100 feet while rock drills should be set back at least 50 feet (or vice-versa) from any given sensitive receptor. 				

TABLE A (CONTINUED)
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EIR Section 4.F Noise and Vibration (cont.)				
<ul style="list-style-type: none"> If blasting is done as part of controlled rock fragmentation, use of blasting mats and reducing blast size shall be implemented to the extent feasible in order to minimize noise impacts on nearby sensitive receptors. 				
<p>Mitigation Measure M-NO-4a: Construction Vibration Monitoring</p> <p>The project sponsor shall undertake a monitoring program to ensure that construction-related vibration does not exceed 0.5 in/sec PPV at the Boiler Stack, the American Industrial Center South building, and the Western Sugar Warehouses as required pursuant to Mitigation Measures M-NO-4b (Vibration Control Measures During Controlled Blasting and Pile Driving), M-NO-4c (Vibration Control Measures During Use of Vibratory Equipment), and M-CR-5e (Historic Preservation Plan and Review Process for Alteration of the Boiler Stack). The monitoring program shall include the following components:</p> <ul style="list-style-type: none"> Prior to any controlled blasting, pile driving, or use of vibratory construction equipment (vibration-inducing construction), the project sponsor shall engage a historic architect or qualified historic preservation professional and a qualified acoustical/vibration consultant or structural engineer to undertake a pre-construction survey of the Boiler Stack, the American Industrial Center South building, and the Western Sugar Warehouses to document and photograph the buildings' existing conditions. Based on the construction and condition of the resource, a structural engineer or other qualified entity shall establish a maximum vibration level that shall not be exceeded based on existing conditions, character-defining features, soils conditions and anticipated construction practices in use at the time. The qualified consultant shall conduct regular periodic inspections of each historical resource within 80 feet of vibration-inducing construction throughout the duration of vibration-inducing construction. The pre-construction survey and inspections shall be conducted in concert with the Historic Preservation Plan required pursuant to Mitigation Measure M-CR-5e, Historic Preservation Plan and Review Process for Alteration of the Boiler Stack. Prior to the start of any vibration-inducing construction, the qualified acoustical/vibration consultant or structural engineer shall undertake a pre-construction survey of any offsite structures or onsite structures constructed by the project within 80 feet of such vibration inducing construction. The qualified acoustical/vibration consultant or structural engineer shall conduct periodic inspections of all other non-historic structures throughout the duration of vibration inducing construction. The qualified historic and acoustical/structural consultant shall submit monitoring reports to San Francisco Planning documenting vibration levels and findings from regular inspections. Based on planned construction activities for the project and condition of the adjacent structures, an acoustical consultant shall monitor vibration levels at each structure and shall prohibit vibration inducing construction activities that generate vibration levels in excess of 0.5 in/sec PPV. Should vibration levels be observed in excess of 0.5 in/sec PPV or should damage to any structure be observed, construction shall be halted and alternative 	Project sponsor, structural engineer, and preservation architect	<p>Pre-Construction Assessment and Vibration Management and Monitoring Plan to be completed prior to issuance of site permit, demolition permit, or any other construction permit from the Department of Building Inspection in connection with the Boiler Stack, the American Industrial Center South building, and the Western Sugar Warehouses.</p> <p>Monitoring to occur during the period of major structural project construction activity, including demolition and excavation. If monitoring detects vibration levels in excess of the standard, sponsor to notify the Planning Department within 5 working days.</p> <p>Monitoring reports to be submitted at a frequency established in the monitoring plan.</p>	Planning Department Preservation Technical Specialist shall review and approve the Vibration Management and Monitoring Plan and periodic monitoring reports	Considered complete upon submittal to Planning Department of report on the Vibration Management and Monitoring Plan and effects, if any, on adjacent historical resources, after all major structural project construction activity, including demolition and excavation

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.F Noise and Vibration (cont.)				
construction techniques put in practice, to the extent feasible. For example, smaller, lighter equipment might be able to be used or pre-drilled piles could be substituted for driven piles, if soil conditions allow.				
Mitigation Measure M-NO-4b: Vibration Control Measures During Controlled Blasting and Pile Driving Vibration controls shall be specified to ensure that the vibration limit of 0.5 in/sec PPV can be met at all nearby structures when all potential construction-related vibration sources (onsite and offsite) are considered. These controls could include smaller charge sizes if controlled blasting is used, pre-drilling pile holes, using the pulse plasma fragmentation technique, or using smaller vibratory equipment. This vibration limit shall be coordinated with vibration limits required under Mitigation Measure M-BI-4, Fish and Marine Mammal Protection during Pile Driving, to ensure that the lowest of the specified vibration limits is ultimately implemented.	Project sponsor and construction contractor	During pile driving and related construction activities	Planning Department, Department of Building Inspection	Considered complete at the completion of project construction
Mitigation Measure M-NO-4c: Vibration Control Measures During Use of Vibratory Equipment In areas with a "very high" or "high" susceptibility for vibration-induced liquefaction or differential settlement risks, as part of subsequent site-specific geotechnical investigations, the project's geotechnical engineer shall specify an appropriate vibration limit based on proposed construction activities and proximity to liquefaction susceptibility zones. At a minimum, the vibration limit shall not exceed 0.5 in/sec PPV, unless the geotechnical engineer demonstrates, to the satisfaction of the Environmental Review Officer (ERO), that a higher vibration limit would not result in building damage. The geotechnical engineer shall specify construction practices (such as using smaller equipment or pre-drilling pile holes) required to ensure that construction-related vibration does not cause liquefaction hazards at nearby structures. The project sponsor shall ensure that all construction contractors comply with these specified construction practices. This vibration limit shall be coordinated with vibration limits required under Mitigation Measure M-BI-4, Fish and Marine Mammal Protection during Pile Driving, to ensure that the lowest of the specified vibration limits is ultimately implemented.	Project sponsor, geotechnical engineer, and construction contractor	Plan submitted to ERO prior to use of vibratory equipment	ERO, Planning Department, and Department of Building Inspection	Considered complete at the completion of project construction
Mitigation Measure M-NO-5: Stationary Equipment Noise Controls For all stationary equipment on the project site, noise attenuation measures shall be incorporated into the design of fixed stationary noise sources to ensure that the noise levels meet section 2909 of the San Francisco Police Code. A qualified acoustical engineer or consultant shall verify the ambient noise level based on noise monitoring and shall design the stationary equipment to ensure that the following requirements of the noise ordinance are met: <ul style="list-style-type: none"> Fixed stationary equipment shall not exceed 5 dBA above the ambient noise level at the property plane at the closest residential uses (Blocks 1, 5 - 8, 13 and possibly Blocks 4, 9, 12, and 14, depending on the use ultimately developed) and 8 dBA on blocks where commercial/industrial uses are developed (Blocks 2, 3, 10, 11, and possibly Blocks 4, 12, and 14, depending on the use ultimately developed); 	Project sponsor and qualified acoustical engineer or consultant	Prior to approval of a building permit	ERO, Planning Department, and Department of Building Inspection	Considered complete at the completion of project construction

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.F Noise and Vibration (cont.)				
<ul style="list-style-type: none"> Stationary equipment shall be designed to ensure that the interior noise levels at adjacent or nearby sensitive receptors (residential, hotel, and childcare receptors) do not exceed 45 dBA. <p>Noise attenuation measures could include installation of critical grade silencers, sound traps on radiator exhaust, provision of sound enclosures/barriers, addition of roof parapets to block noise, increasing setback distances from sensitive receptors, provision of intake louvers or louvered vent openings, location of vent openings away from adjacent residential uses, and restriction of generator testing to the daytime hours.</p> <p>The project sponsor shall demonstrate to the satisfaction of the Environmental Review Officer (ERO) that noise attenuation measures have been incorporated into the design of all fixed stationary noise sources to meet these limits prior to approval of a building permit.</p>				
<p>Mitigation Measure M-NO-8: (Dependent on approval of Proposed Project OR Project Variant)</p> <p>Proposed Project:</p> <p>Mitigation Measure M-NO-8: Design of Future Noise-Sensitive Uses</p> <p>Prior to issuance of a building permit for vertical construction of a residential building or a building with childcare or hotel uses, a qualified acoustical consultant shall conduct a noise study to determine the need to incorporate noise attenuation features into the building design in order to meet a 45-dBA interior noise limit. This evaluation shall be based on noise measurements taken at the time of the building permit application and the future cumulative traffic (year 2040) noise levels expected on roadways located on or adjacent to the project site (i.e., 67 dBA on Illinois Street, 66 dBA on 22nd Street, 60 dBA on Humboldt Street, and 64 dBA on 23rd Street at 50 feet from roadway centerlines) to identify the STC ratings required to meet the 45-dBA interior noise level. The noise study and its recommendations and attenuation measures shall be incorporated into the final design of the building and shall be submitted to the San Francisco Department of Building Inspection for review and approval. The project sponsor shall implement recommended noise attenuation measures from the approved noise study as part of final project design for buildings that would include residential, hotel, and childcare uses.</p>	Project sponsor and qualified acoustical consultant	Prior to issuance of a building permit for vertical construction of a residential building or a building with childcare or hotel uses	San Francisco Department of Building Inspection	Considered complete upon approval of final project design for buildings
<p>Project Variant:</p> <p>Mitigation Measure M-NO-8 (Variant): Design of Future Noise-Sensitive Uses</p> <p>Prior to issuance of a building permit for vertical construction of a residential building or a building with childcare or hotel uses, a qualified acoustical consultant shall conduct a noise study to determine the need to incorporate noise attenuation features into the building design in order to meet a 45-dBA interior noise limit. This evaluation shall be based on noise measurements taken at the time of the building permit application and the future cumulative traffic (year 2040) noise levels expected on roadways located on or adjacent to</p>	Project sponsor and qualified acoustical consultant	Prior to issuance of a building permit for vertical construction of a residential building or a building with childcare or hotel uses	San Francisco Department of Building Inspection	Considered complete upon approval of final project design for buildings

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.F Noise and Vibration (cont.)				
the project site (i.e., 67 dBA on Illinois Street, 66 dBA on 22nd Street, 61 dBA on Humboldt Street, and 64 dBA on 23rd Street at 50 feet from roadway centerlines) to identify the STC ratings required to meet the 45-dBA interior noise level. The noise study and its recommendations and attenuation measures shall be incorporated into the final design of the building and shall be submitted to the San Francisco Department of Building Inspection for review and approval. The project sponsor shall implement recommended noise attenuation measures from the approved noise study as part of final project design for buildings that would include residential, hotel, and childcare uses.				
EIR Section 4.G Air Quality				
<p>Mitigation Measure M-AQ-2a: Construction Emissions Minimization</p> <p>The project sponsor or the project sponsor's contractor shall comply with the following:</p> <p>A. Engine Requirements.</p> <ol style="list-style-type: none"> 1. The project sponsor shall also ensure that all on-road heavy-duty diesel trucks with a gross vehicle weight rating of 19,500 pounds or greater used at the project site (such as haul trucks, water trucks, dump trucks, and concrete trucks) be model year 2010 or newer. 2. All off-road equipment (including water construction equipment used onboard barges) greater than 25 horse power shall have engines that meet Tier 4 Final off-road emission standards. Tugs shall comply with U.S. EPA Tier 3 Marine standards for Marine Diesel Engine Emissions. 3. Since grid power will be available, portable diesel engines shall be prohibited. 4. Renewable diesel shall be used to fuel all diesel engines if it can be demonstrated to the Environmental Review Officer (ERO) that it is compatible with on-road or off-road engines and that emissions of ROG and NOx from the transport of fuel to the project site will not offset its NOx reduction potential. 5. Diesel engines, whether for off-road or on-road equipment, shall not be left idling for more than two minutes, at any location, except as provided in exceptions to the applicable state regulations regarding idling for off-road and on-road equipment (e.g., traffic conditions, safe operating conditions). The contractor shall post legible and visible signs in English, Spanish, and Chinese, in designated queuing areas and at the construction site to remind operators of the two-minute idling limit. 6. The contractor shall instruct construction workers and equipment operators on the maintenance and tuning of construction equipment, and require that such workers and operators properly maintain and tune equipment in accordance with manufacturer specifications. 	Project sponsor and construction contractor(s)	Prior to issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection, with ongoing compliance with the Construction Emissions Minimization Plan throughout the construction period	ERO to review and approve Construction Emissions Minimization Plan; project sponsor and construction contractor to comply with, and document compliance with, Construction Emissions Minimization Plan as required by the ERO	Construction Emissions Minimization Plan considered complete upon ERO review and acceptance of Plan; measure considered complete upon completion of project construction and submittal to ERO of required documentation

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
<p>B. Waivers.</p> <p>The ERO may waive the equipment requirements of Subsection (A)(1) if: a particular piece of off-road equipment is technically not feasible; the equipment would not produce desired emissions reduction due to expected operating modes; installation of the equipment would create a safety hazard or impaired visibility for the operator; or, there is a compelling emergency need to use other off-road equipment. If the ERO grants the waiver, the contractor must use the next cleanest piece of off-road equipment, according to the table below.</p> <p>The ERO may waive the equipment requirements of Subsection (A)(2) if: a particular piece of off-road equipment with an engine meeting Tier 4 Final emission standards is not regionally available to the satisfaction of the ERO. If seeking a waiver from this requirement, the project sponsor must demonstrate to the satisfaction of the ERO that the health risks from existing sources, project construction and operation, and cumulative sources do not exceed a total of 10 µg/m3 or 100 excess cancer risks for any onsite or offsite receptor.</p> <p>The ERO may waive the equipment requirements of Subsection (A)(3) if: an application has been submitted to initiate on-site electrical power, portable diesel engines may be temporarily operated for a period of up to three weeks until on site electrical power can be initiated or, there is a compelling emergency.</p> <p>C. Construction Emissions Minimization Plan. Before starting onsite construction activities, the contractor shall submit a Construction Emissions Minimization Plan to the ERO for review and approval. The plan shall state, in reasonable detail, how the contractor will meet the requirements of Section A, Engine Requirements.</p> <ol style="list-style-type: none"> 1. The Construction Emissions Minimization Plan shall include estimates of the construction timeline by phase, with a description of each piece of off-road equipment required for every construction phase. The description may include, but is not limited to: equipment type, equipment manufacturer, equipment identification number, engine model year, engine certification (Tier rating), horsepower, engine serial number, and expected fuel usage and hours of operation. For off-road equipment using alternative fuels, the description shall also specify the type of alternative fuel being used. 2. The project sponsor shall ensure that all applicable requirements of the Construction Emissions Minimization Plan have been incorporated into the contract specifications. The plan shall include a certification statement that the contractor agrees to comply fully with the plan. 3. The contractor shall make the Construction Emissions Minimization Plan available to the public for review onsite during working hours. The contractor shall post at the construction site a legible and visible sign summarizing the plan. The sign shall also state that the public may ask to inspect the plan for the project at any time during working hours and shall explain how to request to inspect the plan. The contractor shall post at least one copy of the sign in a visible location on each side of the construction site facing a public right-of-way. 				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
<p>D. <i>Monitoring.</i> After start of construction activities, the contractor shall submit quarterly reports to the ERO documenting compliance with the Construction Emissions Minimization Plan. After completion of construction activities and prior to receiving a final certificate of occupancy, the project sponsor shall submit to the ERO a final report summarizing construction activities, including the start and end dates and duration of each construction phase, and the specific information required in the plan.</p>	Project sponsor and construction contractor (s)	Quarterly, after start of construction activities, and within six months of completion of construction activity	Project sponsor/contractor(s) and the ERO	Considered complete upon acceptance of the final report by the ERO
<p>Mitigation Measure M-AQ-2b: Diesel Backup Generator Specifications</p> <p>To reduce NOx associated with operation of the proposed project, the project sponsor shall implement the following measures.</p> <p>A. All new diesel backup generators shall:</p> <ol style="list-style-type: none"> 1. Have engines that meet or exceed California Air Resources Board Tier 4 off-road emission standards which have the lowest NOx emissions of commercially available generators; and 2. Be fueled with renewable diesel, if commercially available², which has been demonstrated to reduce NOx emissions by approximately 10 percent. <p>B. All new diesel backup generators shall have an annual maintenance testing limit of 50 hours, subject to any further restrictions as may be imposed by the Bay Area Air Quality Management District in its permitting process.</p> <p>C. For each new diesel backup generator permit submitted to Bay Area Air Quality Management District for the project, the project sponsor shall submit the anticipated location and engine specifications to the San Francisco Planning Department environmental review officer for review and approval prior to issuance of a permit for the generator from the San Francisco Department of Building Inspection. Once operational, all diesel backup generators shall be maintained in good working order for the life of the equipment and any future replacement of the diesel backup generators shall be required to be consistent with these emissions specifications. The operator of the facility at which the generator is located shall be required to maintain records of the testing schedule for each diesel backup generator for the life of that diesel backup generator and to provide this information for review to the planning department within three months of requesting such information.</p>	Project sponsor, and each facility operator where a generator is located	Ongoing by the project sponsor, and each facility operator where a generator is located	San Francisco Planning Department ERO and BAQQMD	Ongoing for the life of each generator
<p>Mitigation Measure M-AQ-2c: Promote Use of Green Consumer Products</p> <p>The project sponsor shall provide educational programs and/or materials for residential and commercial tenants concerning green consumer products. Prior to receipt of any certificate of final occupancy and every five years thereafter, the project sponsor shall work with the San Francisco Department of Environment to develop electronic correspondence to be distributed by email annually to residential and/or commercial tenants of each building on the project site that</p>	Project sponsor	Prior to certificate of final occupancy and every five years thereafter	San Francisco Department of Environment	Ongoing

² Neste MY renewable Diesel is available in the Bay Area through Western States Oil.

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/ Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
encourages the purchase of consumer products that generate lower than typical VOC emissions. The correspondence shall encourage environmentally preferable purchasing and shall include contact information and website links to SF Approved (www.sfapproved.org). This website also may be used as an informational resource by businesses and residents.				
Mitigation Measure M-AQ-2d: Electrification of Loading Docks The project sponsor shall ensure that loading docks for retail, light industrial, or warehouse uses that will receive deliveries from refrigerated transport trucks incorporate electrification hook-ups for transportation refrigeration units to avoid emissions generated by idling refrigerated transport trucks.	Project sponsor and construction contractor	Prior to approval of a building permit	Department of Building Inspection	Considered complete at the completion of project construction
Mitigation Measure M-AQ-2e: Additional Mobile Source Control Measures The following Mobile Source Control Measures from the Bay Area Air Quality Management District's 2010 Clean Air Plan shall be implemented: <ul style="list-style-type: none"> Promote use of clean fuel-efficient vehicles through preferential (designated and proximate to entry) parking and/or installation of charging stations beyond the level required by the City's Green Building code, from 8 to 20 percent. Promote zero-emission vehicles by requesting that any car share program operator include electric vehicles within its car share program to reduce the need to have a vehicle or second vehicle as a part of the TDM program that would be required of all new developments. 	Project sponsor	Prior to approval of a building permit, or approval of design of district parking garage, whichever is first Ongoing during operation of car share programs	Department of Building Inspection for approval of district parking garage	Considered complete at the completion of district parking garage construction Ongoing during operations of car share programs
Mitigation Measure M-AQ-2f: (Dependent on approval of Proposed Project OR Project Variant) Proposed Project: Mitigation Measure M-AQ-2f: Offset Construction and Operational Emissions Prior to issuance of the final certificate of occupancy for the final building associated with Phase 1, the project sponsor, with the oversight of the Environmental Review Officer (ERO), shall either: <ol style="list-style-type: none"> Directly fund or implement a specific offset project within San Francisco to achieve equivalent to a one-time reduction of 13 tons per year of ozone precursors. This offset is intended to offset the combined emissions from construction and operations remaining above significance levels after implementing the other mitigation measures discussed. To qualify under this mitigation measure, the specific emissions offset project must result in emission reductions within the San Francisco Bay Area Air Basin that would not otherwise be achieved through compliance with existing regulatory requirements. A preferred offset project would be one implemented locally within the City and County of San Francisco. Prior to implementing the offset project, it must be approved by the ERO. The project sponsor shall notify the ERO within six (6) months of completion of the offset project for verification; or 	Project Sponsor	Upon completion of construction, and prior to issuance of certificate of occupancy; (within six months of completion of the offset project for verification)	ERO	Complete upon acceptance of fee by BAAQMD

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
<p>(2) Pay mitigation offset fees to the Bay Area Air Quality Management District Bay Area Clean Air Foundation. The mitigation offset fee, currently estimated at approximately \$30,000 per weighted ton, plus an administrative fee of no more than 5 percent of the total offset, shall fund one or more emissions reduction projects within the San Francisco Bay Area Air Basin. The fee will be determined by the planning department, the project sponsor, and the air district, and be based on the type of projects available at the time of the payment. This fee is intended to fund emissions reduction projects to achieve reductions of 13 tons of ozone precursors per year, which is the amount required to reduce emissions below significance levels after implementation of other identified mitigation measures as currently calculated.</p> <p>The offset fee shall be made prior to issuance of the final certificate of occupancy for the final building associated with Phase 1 of the project (or an equivalent of approximately 360,000 square feet of residential, 176,000 square feet of office, 16,000 square feet of retail, 15,000 square feet of PDR, 240,000 square feet of hotel, and 25,000 square feet of assembly) when the combination of construction and operational emissions is predicted to first exceed 54 pounds per day. This offset payment shall total the predicted 13 tons per year of ozone precursors above the 10 ton per year threshold after implementation of Mitigation Measures M-AQ-2a through M-AQ-2e and M-TR-5.</p> <p>The total emission offset amount was calculated by summing the maximum daily construction and operational emissions of ROG and NOX (pounds/day), multiplying by 260 work days per year for construction and 365 days per year for operation, and converting to tons. The amount represents the total estimated operational and construction-related ROG and NOx emissions offsets required.</p> <p>(3) Additional mitigation offset fee. The need for an additional mitigation offset payment shall be determined as part of the performance standard assessment of Mitigation Measure M-TR-5. If at that time, it is determined that implementation of Mitigation Measure M-TR-5 has successfully achieved its targeted trip reduction at project buildout, or the project sponsor demonstrates that the project's emissions upon the earlier of: (a) full build-out or (b) termination of the Development Agreement are less than the 10-ton-per-year thresholds for ROG and NOx, then no further installment shall be required. However, if the performance standard assessment determines that the trip reduction goal has not been achieved, and the project sponsor is unable to demonstrate that the project's emissions upon the earlier of: (a) full build-out or (b) termination of the Development Agreement are less than the 10-ton-per-year thresholds for ROG and NOx, then an additional offset payment shall be made in an amount reflecting the difference in emissions, in tons per year of ROG and NOx, represented by the shortfall in trip reduction.</p>				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
<p>Documentation of mitigation offset payments, as applicable, shall be provided to the planning department.</p> <p>When paying a mitigation offset fee, the project sponsor shall enter into a memorandum of understanding (MOU) with the Bay Area Air Quality Management District Clean Air Foundation. The MOU shall include details regarding the funds to be paid, the administrative fee, and the timing of the emissions reductions project. Acceptance of this fee by the air district shall serve as acknowledgment and a commitment to (1) implement an emissions reduction project(s) within a time frame to be determined, based on the type of project(s) selected, after receipt of the mitigation fee to achieve the emissions reduction objectives specified above and (2) provide documentation to the planning department and the project sponsor describing the project(s) funded by the mitigation fee, including the amount of emissions of ROG and NOx reduced (tons per year) within the San Francisco Bay Area Air Basin from the emissions reduction project(s). To qualify under this mitigation measure, the specific emissions reduction project must result in emission reductions within the basin that are real, surplus, quantifiable, and enforceable and would not otherwise be achieved through compliance with existing regulatory requirements or any other legal requirement. The requirement to pay such mitigation offset fee shall terminate if the project sponsor is able to demonstrate that the project's emissions upon the earlier of: (a) full build-out or (b) termination of the Development Agreement are less than the 10-ton-per-year thresholds for ROG and NOx.</p>				
<p>Project Variant:</p> <p>Mitigation Measure M-AQ-2f (Variant): Offset Construction and Operational Emissions</p> <p>Prior to issuance of the final certificate of occupancy for the final building associated with Phase 1, the project sponsor, with the oversight of the Environmental Review Officer (ERO), shall either:</p> <p>(1) Directly fund or implement a specific offset project within San Francisco to achieve equivalent to a one-time reduction of 14 tons per year of ozone precursors. This offset is intended to offset the combined emissions from construction and operations remaining above significance levels after implementing the other mitigation measures discussed. To qualify under this mitigation measure, the specific emissions offset project must result in emission reductions within the San Francisco Bay Area Air Basin that would not otherwise be achieved through compliance with existing regulatory requirements. A preferred offset project would be one implemented locally within the City and County of San Francisco. Prior to implementing the offset project, it must be approved by the ERO. The project sponsor shall notify the ERO within six (6) months of completion of the offset project for verification; or</p>	Project Sponsor	Upon completion of construction, and prior to issuance of certificate of occupancy; (within six months of completion of the offset project for verification)	ERO	Complete upon acceptance of fee by BAAQMD

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
<p>(2) Pay mitigation offset fees to the Bay Area Air Quality Management District Bay Area Clean Air Foundation. The mitigation offset fee, currently estimated at approximately \$30,000 per weighted ton, plus an administrative fee of no more than 5 percent of the total offset, shall fund one or more emissions reduction projects within the San Francisco Bay Area Air Basin. The fee will be determined by the planning department, the project sponsor, and the air district, and be based on the type of projects available at the time of the payment. This fee is intended to fund emissions reduction projects to achieve reductions of 14 tons of ozone precursors per year, which is the amount required to reduce emissions below significance levels after implementation of other identified mitigation measures as currently calculated.</p> <p>The offset fee shall be made prior to issuance of the final certificate of occupancy for the final building associated with Phase 1 of the project (or an equivalent of approximately 360,000 square feet of residential, 176,000 square feet of office, 16,000 square feet of retail, 15,000 square feet of PDR, 240,000 square feet of hotel, and 25,000 square feet of assembly) when the combination of construction and operational emissions is predicted to first exceed 54 pounds per day. This offset payment shall total the predicted 14 tons per year of ozone precursors above the 10 ton per year threshold after implementation of Mitigation Measures M-AQ-2a through M-AQ-2e and M-TR-5.</p> <p>The total emission offset amount was calculated by summing the maximum daily construction and operational emissions of ROG and NOX (pounds/day), multiplying by 260 work days per year for construction and 365 days per year for operation, and converting to tons. The amount represents the total estimated operational and construction-related ROG and NOx emissions offsets required.</p> <p>(3) Additional mitigation offset fee. The need for an additional mitigation offset payment shall be determined as part of the performance standard assessment of Mitigation Measure M-TR-5. If at that time, it is determined that implementation of Mitigation Measure M-TR-5 has successfully achieved its targeted trip reduction at project buildout, or the project sponsor demonstrates that the project's emissions upon the earlier of: (a) full build-out or (b) termination of the Development Agreement are less than the 10-ton-per-year thresholds for ROG and NOx, then no further installment shall be required. However, if the performance standard assessment determines that the trip reduction goal has not been achieved, and the project sponsor is unable to demonstrate that the project's emissions upon the earlier of: (a) full build-out or (b) termination of the Development Agreement are less than the 10-ton-per-year thresholds for ROG and NOx, then an additional offset payment shall be made in an amount reflecting the difference in emissions, in tons per year of ROG and NOx, represented by the shortfall in trip reduction.</p> <p>Documentation of mitigation offset payments, as applicable, shall be provided to the planning department.</p>				

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.G Air Quality (cont.)				
<p>When paying a mitigation offset fee, the project sponsor shall enter into a memorandum of understanding (MOU) with the Bay Area Air Quality Management District Clean Air Foundation. The MOU shall include details regarding the funds to be paid, the administrative fee, and the timing of the emissions reductions project. Acceptance of this fee by the air district shall serve as acknowledgment and a commitment to (1) implement an emissions reduction project(s) within a time frame to be determined, based on the type of project(s) selected, after receipt of the mitigation fee to achieve the emissions reduction objectives specified above and (2) provide documentation to the planning department and the project sponsor describing the project(s) funded by the mitigation fee, including the amount of emissions of ROG and NOx reduced (tons per year) within the San Francisco Bay Area Air Basin from the emissions reduction project(s). To qualify under this mitigation measure, the specific emissions reduction project must result in emission reductions within the basin that are real, surplus, quantifiable, and enforceable and would not otherwise be achieved through compliance with existing regulatory requirements or any other legal requirement. The requirement to pay such mitigation offset fee shall terminate if the project sponsor is able to demonstrate that the project's emissions upon the earlier of: (a) full build-out or (b) termination of the Development Agreement are less than the 10-ton-per-year thresholds for ROG and NOx.</p>				
<p>Mitigation Measure AQ-4: Siting of Uses that Emit Toxic Air Contaminants</p> <p>For new development including R&D/life science uses and PDR use or other uses that would be expected to generate toxic air contaminants (TACs) as part of everyday operations, prior to issuance of the certificate of occupancy, the project sponsor shall obtain written verification from the Bay Area Air Quality Management District either that the facility has been issued a permit from the air district, if required by law, or that permit requirements do not apply to the facility. However, since air district could potentially issue multiple separate permits to operate that could cumulatively exceed an increased cancer risk of 10 in one million, the project sponsor shall also submit written verification to the San Francisco Planning Department that increased cancer risk associated with all such uses does not cumulatively exceed 10 in one million at any onsite receptor. This measure shall be applicable, at a minimum, to the following uses and any other potential uses that may emit TACs: gas dispensing facilities; auto body shops; metal plating shops; photographic processing shops; appliance repair shops; mechanical assembly cleaning; printing shops; medical clinics; laboratories, and biotechnology research facilities.</p>	Project sponsor	Prior to issuance of the certificate of occupancy for new development would be expected to generate TACs, (such as R&D uses and PDR uses)	BAAQMD and San Francisco Planning Department	Considered complete at the completion of project construction
<p>Mitigation Measure AQ-5: Include Spare the Air Telecommuting Information in Transportation Welcome Packets</p> <p>The project sponsor shall include dissemination of information on Spare The Air Days within the San Francisco Bay Area Air Basin as part of transportation welcome packets and ongoing transportation marketing campaigns. This information shall encourage employers and employees, as allowed by their workplaces, to telecommute on Spare The Air Days.</p>	Project sponsor	Prior to and during occupancy of commercial uses	ERO	Ongoing

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.H Wind and Shadow				
<p>Mitigation Measure M-WS-2: Identification and Mitigation of Interim Hazardous Wind Impacts</p> <p>Prior to the approval of building plans for construction of any proposed building, or a building within a group of buildings to be constructed simultaneously, at a height of 85 feet or greater, the project sponsor (including any subsequent developer) shall submit to the San Francisco Planning Department for review and approval a wind impact analysis of the proposed building(s). The wind impact analysis shall be conducted by a qualified wind consultant. The wind impact analysis shall consist of a qualitative analysis of whether the building(s) under review could result in winds throughout the wind test area (as identified in the EIR) exceeding the 26-mph wind hazard criterion for more hours or at more locations than identified for full project buildout in the EIR. That is, the evaluation shall determine whether partial buildout conditions would worsen wind hazard conditions for the project as a whole. The analysis shall compare the exposure, massing, and orientation of the proposed building(s) to the same building(s) in the representative massing models for the proposed project and shall include any then-existing buildings and those under construction. The wind consultant shall review the proposed building(s) design taking into account feasible wind reduction features including, but not necessarily limited to, inclusion of podium setbacks, terraces, architectural canopies or screens, vertical or horizontal fins, chamfered corners, and other articulations to the building façade. If such building design measures are found not to be effective, landscaping (trees and shrubs), street furniture, and ground-level fences or screens may be considered. Comparable temporary wind reduction features (i.e., those that would be erected on a vacant site and removed when the site is developed) may be considered. The project sponsor shall incorporate into the design of the building(s) any wind reduction features recommended by the qualified wind consultant.</p> <p>If the wind consultant is unable to determine that the building(s) under consideration would not result in a net increase in hazardous wind hours or locations under partial buildout conditions compared to full buildout conditions, the building(s) under review shall undergo wind tunnel testing. The wind tunnel testing shall evaluate the building(s) to determine whether an adverse impact would occur. An adverse wind impact is defined as an aggregate net increase of 1 hour during which, and/or a net increase of 2 locations at which, the wind hazard criterion is exceeded, compared to full buildout conditions identified in the EIR and based on the existing conditions at the time of the subsequent wind tunnel test. As used herein, the existing conditions at the time of the subsequent testing shall include any completed or under construction buildings on the project site. As with the qualitative review above, the evaluation shall determine whether partial buildout conditions would worsen wind hazard conditions for the project as a whole. Accordingly, wind tunnel testing, if required, would include the same test area and test points as were evaluated in the EIR.</p> <p>If the building(s) would result in an adverse impact, as defined herein, additional wind tunnel testing of mitigation strategies would be undertaken until no adverse effect is identified, and the resulting mitigation strategies shall be incorporated into the design of the proposed building(s) and building site(s). All feasible means as determined by the Environmental Review Officer (such as reorienting certain buildings, sculpting buildings to include podiums and terraces or other wind reduction treatments noted above or identified by the qualified wind consultant, or installing landscaping) to eliminate hazardous winds, if predicted, shall be implemented.</p>	Project sponsor, or building developer, and qualified wind consultant	Prior to the approval of building plans for construction of any proposed building, or a building within a group of buildings to be constructed simultaneously, at a height of 85 feet or greater. San Francisco Planning Department and ERO to review and approve scope of work prior to any wind impact analysis or wind tunnel testing	San Francisco Planning Department and ERO	Considered complete at the completion of project construction

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.I Biological Resources				
<p>Mitigation Measure M-BI-1: Nesting Bird Protection Measures</p> <p>The project sponsor shall require that all construction contractors implement the following measures for each construction phase to ensure protection of nesting birds and their nests during construction:</p> <ol style="list-style-type: none"> 1. To the extent feasible, conduct initial project activities outside of the nesting season (January 15–August 15). These activities include, but are not limited to: vegetation removal, tree trimming or removal, ground disturbance, building demolition, site grading, and other construction activities that may impact nesting birds or the success of their nests (e.g., controlled rock fragmentation, blasting, or pile driving). 2. For construction activities that occur during the bird nesting season, a qualified wildlife biologist³ shall conduct pre-construction nesting surveys within 14 days prior to the start of construction or demolition at areas that have not been previously disturbed by project activities or after any construction breaks of 14 days or more. Surveys shall be performed for suitable habitat within 100 feet of the project site in order to locate any active passerine (perching bird) nests and within 100 feet of the project site to locate any active raptor (birds of prey) nests, waterbird nesting pairs, or colonies. 3. If active nests protected by federal or state law⁴ are located during the preconstruction bird nesting surveys, a qualified biologist shall evaluate if the schedule of construction activities could affect the active nests and if so, the following measures would apply: <ol style="list-style-type: none"> a. If construction is not likely to affect the active nest, construction may proceed without restriction; however, a qualified biologist shall regularly monitor the nest at a frequency determined appropriate for the surrounding construction activity to confirm there is no adverse effect. The qualified biologist would determine spot-check monitoring frequency on a nest-by-nest basis considering the particular construction activity, duration, proximity to the nest, and physical barriers that may screen activity from the nest. The qualified biologist may revise his/her determination at any time during the nesting season in coordination with the Environmental Review Officer (ERO). b. If it is determined that construction may affect the active nest, the qualified biologist shall establish a no-disturbance buffer around the nest(s) and all project work shall halt within the buffer until a qualified biologist determines the nest is no longer in use. <p>Given the developed condition of the site, initial buffer distances are 100 to 250 feet for passerines and 100 to 500 feet for raptors; however, the qualified biologist may adjust the buffers based on the nature of proposed activities or site specific conditions.</p> 	Project sponsor, construction contractors, and qualified biologist	Not more than 14 days prior to vegetation removal and grading activities that occur between January 15 and August 15	ERO	Complete upon completion of preconstruction nesting bird surveys or completion of vegetation removal and grading activities outside of the bird breeding season

³ Typical experience requirements for a “qualified biologist” include a minimum of four years of academic training and professional experience in biological sciences and related resource management activities, and a minimum of two years of experience conducting surveys for each species that may be present within the project area.

⁴ These would include species protected by FESA, MBTA, CESA, and California Fish and Game Code and does not apply to rock pigeon, house sparrow, or European starling. USFWS and CDFW are the federal and state agencies, respectively, with regulatory authority over protected birds and are the agencies who would be engaged with if nesting occurs onsite and protective buffer distances and/or construction activities within such a buffer would need to be modified while a nest is still active.

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
EIR Section 4.I Biological Resources (cont.)				
<p>c. Modifying nest buffer distances, allowing certain construction activities within the buffer, and/or modifying construction methods in proximity to active nests shall be done at the discretion of the qualified biologist and in coordination with the ERO, who would notify CDFW.</p> <p>d. Any work that must occur within established no-disturbance buffers around active nests shall be monitored by a qualified biologist. If the qualified biologist observes adverse effects in response to project work within the buffer that could compromise the active nest, work within the no-disturbance buffer(s) shall halt until the nest occupants have fledged.</p> <p>e. With some exceptions, birds that begin nesting within the project area amid construction activities are assumed to be habituated to construction-related or similar noise and disturbance levels. Exclusion zones around such nests may be reduced or eliminated in these cases as determined by the qualified biologist in coordination with the ERO, who would notify CDFW. Work may proceed around these active nests as long as the nests and their occupants are not directly impacted.</p>				
<p>Mitigation Measure M-BI-3: Avoidance and Minimization Measures for Bats</p> <p>A qualified biologist⁵ who is experienced with bat surveying techniques (including auditory sampling methods), behavior, roosting habitat, and identification of local bat species shall be consulted prior to demolition or building rehabilitation activities to conduct a pre-construction habitat assessment of the project site (focusing on buildings to be demolished or rehabilitated under the project) to characterize potential bat habitat and identify potentially active roost sites. No further action is required should the pre-construction habitat assessment not identify bat habitat or signs of potentially active bat roosts within the project site (e.g., guano, urine staining, dead bats, etc.).</p> <p>The following measures shall be implemented should potential roosting habitat or potentially active bat roosts be identified during the habitat assessment in buildings to be demolished or rehabilitated under the proposed project:</p> <ol style="list-style-type: none"> 1. In areas identified as potential roosting habitat during the habitat assessment, initial building demolition or rehabilitation shall occur when bats are active, approximately between the periods of March 1 to April 15 and August 15 to October 15, to the extent feasible. These dates avoid the bat maternity roosting season and period of winter <i>torpor</i>.⁶ 2. Depending on temporal guidance as defined below, the qualified biologist shall conduct pre-construction surveys of potential bat roost sites identified during the initial habitat assessment no more than 14 days prior to building demolition or rehabilitation. 	Project sponsor, contractors, and qualified biologist	Not more than 14 days prior to building demolition or rehabilitation	ERO	Complete upon completion of preconstruction roosting bat surveys or completion of building demolition or rehabilitation

⁵ Typical experience requirements for a qualified biologist include a minimum of four years of academic training and professional experience in biological sciences and related resource management activities, and a minimum of two years of experience conducting surveys for each species that may be present within the project area.

⁶ Torpor refers to a state of decreased physiological activity with reduced body temperature and metabolic rate.

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.I Biological Resources (cont.)				
<p>3. If active bat roosts or evidence of roosting is identified during pre-construction surveys, the qualified biologist shall determine, if possible, the type of roost and species. A no-disturbance buffer shall be established around roost sites until the qualified biologist determines they are no longer active. The size of the no-disturbance buffer would be determined by the qualified biologist and would depend on the species present, roost type, existing screening around the roost site (such as dense vegetation or a building), as well as the type of construction activity that would occur around the roost site.</p> <p>4. If special-status bat species or maternity or hibernation roosts are detected during these surveys, appropriate species- and roost-specific avoidance and protection measures shall be developed by the qualified biologist in coordination with the California Department of Fish and Wildlife. Such measures may include postponing the removal of buildings or structures, establishing exclusionary work buffers while the roost is active (e.g., 100-foot no-disturbance buffer), or other avoidance measures.</p> <p>5. The qualified biologist shall be present during building demolition or rehabilitation if potential bat roosting habitat or active bat roosts are present. Buildings with active roosts shall be disturbed only under clear weather conditions when precipitation is not forecast for three days and when daytime temperatures are at least 50 degrees Fahrenheit.</p> <p>6. The demolition or rehabilitation of buildings containing or suspected to contain bat roosting habitat or active bat roosts shall be done under the supervision of the qualified biologist. When appropriate, buildings shall be partially dismantled to significantly change the roost conditions, causing bats to abandon and not return to the roost, likely in the evening and after bats have emerged from the roost to forage. Under no circumstances shall active maternity roosts be disturbed until the roost disbands at the completion of the maternity roosting season or otherwise becomes inactive, as determined by the qualified biologist.</p>				
<p>Mitigation Measure M-BI-4: Fish and Marine Mammal Protection during Pile Driving</p> <p>Prior to the start of any in-water construction that would require pile driving, the project sponsor shall prepare a National Marine Fisheries Service-approved sound attenuation monitoring plan to protect fish and marine mammals, and the approved plan shall be implemented during construction. This plan shall provide detail on the sound attenuation system, detail methods used to monitor and verify sound levels during pile driving activities (if required based on projected in-water noise levels), and describe best management practices to reduce impact pile-driving in the aquatic environment to an intensity level less than 183 dB (sound exposure level, SEL) impulse noise level for fish at a distance of 33 feet, and 160 dB (root mean square pressure level, RMS) impulse noise level or 120 dB (RMS) continuous noise level for marine mammals at a distance of 1,640 feet. The plan shall incorporate, but not be limited to, the following best management practices:</p> <ul style="list-style-type: none"> All in-water construction shall be conducted within the established environmental work window between June 1 and November 30, designed to avoid potential impacts to fish species. 	Project sponsor and construction contractors, and qualified acoustical engineer with experience in fish and marine mammal noise protection	Prior to the start of any in-water construction that would require pile driving, during the work window between June 1 and November 30	Planning Department and National Marine Fisheries Service	Complete upon completion of in-water construction that requires pile driving

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.I Biological Resources (cont.)				
<ul style="list-style-type: none"> To the extent feasible vibratory pile drivers shall be used for the installation of all support piles. Vibratory pile driving shall be conducted following the U.S. Army Corps of Engineers "Proposed Procedures for Permitting Projects that will Not Adversely Affect Selected Listed Species in California." U. S. Fish and Wildlife Service and National Marine Fisheries Service completed section 7 consultation on this document, which establishes general procedures for minimizing impacts to natural resources associated with projects in or adjacent to jurisdictional waters. A soft start technique to impact hammer pile driving shall be implemented, at the start of each work day or after a break in impact hammer driving of 30 minutes or more, to give fish and marine mammals an opportunity to vacate the area. If during the use of an impact hammer, established National Marine Fisheries Service pile driving thresholds are exceeded, a bubble curtain or other sound attenuation method as described in the National Marine Fisheries Service-approved sound attenuation monitoring plan shall be utilized to reduce sound levels below the criteria described above. If National Marine Fisheries Service sound level criteria are still exceeded with the use of attenuation methods, a National Marine Fisheries Service-approved biological monitor shall be available to conduct surveys before and during pile driving to inspect the work zone and adjacent waters for marine mammals. The monitor shall be present as specified by the National Marine Fisheries Service during impact pile driving and ensure that: <ul style="list-style-type: none"> The safety zones established in the sound monitoring plan for the protection of marine mammals are maintained. Work activities are halted when a marine mammal enters a safety zone and resumed only after the animal has been gone from the area for a minimum of 15 minutes. <p>This noise level limit shall be coordinated with vibration limits required under Mitigation Measures M-NO-4a, Construction Vibration Monitoring, M-NO-4b, Vibration Control Measures During Controlled Blasting and Pile Driving, and M-NO-4c, Vibration Control Measures During Use of Vibratory Equipment, to ensure that the lowest of the specified vibration limits is ultimately implemented.</p>				
<p>Mitigation Measure M-BI-7: Compensation for Fill of Jurisdictional Waters</p> <p>The project sponsor shall provide compensatory mitigation for placement of fill associated with maintenance or installation of new structures in the San Francisco Bay as further determined by the regulatory agencies with authority over the bay during the permitting process.</p> <p>Compensation may include onsite or offsite shoreline improvements or intertidal/subtidal habitat enhancements along San Francisco's waterfront through removal of chemically treated wood material (e.g., pilings, decking, etc.) by pulling, cutting, or breaking off piles at least 1 foot below mudline or removal of other unengineered debris (e.g., concrete-filled drums or large pieces of concrete).</p>	Project sponsor	Prior to project construction and during the permitting process	ERO and regulatory agencies with authority over the bay during the permitting process	Considered complete when bay related fill permits are issued and compensatory mitigation accepted by regulatory agencies

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/ Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
Initial Study E.3 Cultural Resources				
<p>Mitigation Measure M-CR-1: Archeological Testing</p> <p>Based on a reasonable presumption that archeological resources may be present within the project site in locations determined to have moderate or high archeological sensitivity, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of an archeological consultant from the San Francisco rotational Department Qualified Archeological Consultants List maintained by the San Francisco Planning Department archeologist. The project sponsor shall contact the department archeologist to obtain the names and contact information for the next three archeological consultants on the list. The archeological consultant shall undertake an archeological testing program as specified herein. In addition, the consultant shall be available to conduct an archeological monitoring and/or data recovery program if required pursuant to this measure. The archeological consultant's work shall be conducted in accordance with this measure at the direction of the City's appointed project Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the review officer, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archeological resource as defined in CEQA Guidelines section 15064.5 (a) and (c).</p>	Project sponsor and Planning Department archeologist or a qualified archeological consultant from the Planning Department pool (archeological consultant)	Archeological consultant shall be retained prior to issuance of site permit from the Department of Building Inspection	Project sponsor to retain a qualified archeological consultant who shall report to the ERO. Qualified archeological consultant will scope archeological testing program with ERO and Planning Department staff archeologist	Considered complete when archeological consultant has approved scope from the ERO for the archeological testing program
<p>Consultation with Descendant Communities: On discovery of an <i>archeological site</i>⁷ associated with descendant Native Americans, the Overseas Chinese, or other potentially interested descendant group an <i>appropriate representative</i>⁸ of the descendant group and the review officer shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archeological field investigations of the site and to offer recommendations to the review officer regarding appropriate archeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archeological site. A copy of the Final Archeological Resources Report shall be provided to the representative of the descendant group.</p>	Project sponsor and/or archeological consultant	Throughout the duration of ground-disturbing activities	Project sponsor and/or archeological consultant to submit record of consultation as part of Final Archeological Resources Report, if applicable	Considered complete upon submittal to ERO of Final Archeological Resources Report, if applicable

⁷ The term archeological site is intended here to minimally include any archeological deposit, feature, burial, or evidence of burial.

⁸ An appropriate representative of the descendant group is here defined to mean, in the case of Native Americans, any individual listed in the current Native American Contact List for the City and County of San Francisco maintained by the California Native American Heritage Commission and in the case of the Overseas Chinese, the Chinese Historical Society of America. An appropriate representative of other descendant groups should be determined in consultation with the Department archeologist.

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/ Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
Initial Study E.3 Cultural Resources (cont.)				
<p>Archeological Testing Program. The archeological consultant shall prepare and submit to the review officer for review and approval an archeological testing plan. The archeological testing program shall be conducted in accordance with the approved archeological testing plan. The archeological testing plan shall identify the property types of the expected archeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archeological testing program will be to determine to the extent possible the presence or absence of archeological resources and to identify and to evaluate whether any archeological resource encountered on the site constitutes an historical resource under CEQA.</p>	Project sponsor/ archeological consultant at the direction of the ERO.	Prior to any soils-disturbing activities on the project site.	Consultant Archeologist shall prepare and submit draft ATP to the ERO. ATP to be submitted and reviewed by the ERO prior to any soils disturbing activities on the project site.	<p>Date ATP submitted to the ERO: _____</p> <p>Date ATP approved by the ERO: _____</p> <p>Date of initial soils disturbing activities: _____</p>
<p>At the completion of the archeological testing program, the archeological consultant shall submit a written report of the findings to the review officer. If based on the archeological testing program the archeological consultant finds that significant archeological resources may be present, the review officer in consultation with the archeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archeological testing, archeological monitoring, and/or an archeological data recovery program. No archeological data recovery shall be undertaken without the prior approval of the review officer or the planning department archeologist. If the review officer determines that a significant archeological resource is present and that the resource could be adversely affected by the proposed project, at the discretion of the project sponsor either:</p> <p>A. The proposed project shall be re-designed so as to avoid any adverse effect on the significant archeological resource; or</p> <p>B. A data recovery program shall be implemented, unless the review officer determines that the archeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.</p>	Project sponsor/ archeological consultant at the direction of the ERO.	After completion of the Archeological Testing Program.	Archeological consultant shall submit report of the findings of the ATP to the ERO.	<p>Date archeological findings report submitted to the ERO: _____</p> <p>ERO determination of significant archeological resource present? Y N</p> <p>Would resource be adversely affected? Y N</p> <p>Additional mitigation to be undertaken by project sponsor? Y N</p>
<p>Archeological Monitoring Program. If the review officer in consultation with the archeological consultant determines that an archeological monitoring program shall be implemented the archeological monitoring program shall minimally include the following provisions:</p> <ul style="list-style-type: none"> The archeological consultant, project sponsor, and review officer shall meet and consult on the scope of the archeological monitoring plan reasonably prior to any project-related soils disturbing activities commencing. The review officer in consultation with the archeological consultant shall determine what project activities shall be archeologically monitored. In most cases, any soils- disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archeological monitoring because of the risk these activities pose to potential archeological resources and to their depositional context; 	Project sponsor/ archeological consultant/ archeological monitor/ contractor(s), at the direction of the ERO.	ERO and archeological consultant shall meet prior to commencement of soils-disturbing activity. If the ERO determines that an Archeological Monitoring Program is necessary, monitor throughout all soils-disturbing activities.	Project sponsor/ archeological consultant/ archeological monitor/ contractor(s) shall implement the AMP, if required by the ERO.	<p>AMP required? Y N</p> <p>Date: _____</p> <p>Date AMP submitted to the ERO: _____</p> <p>Date AMP approved by the ERO: _____</p>

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/ Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
Initial Study E.3 Cultural Resources (cont.)				
<ul style="list-style-type: none"> The archeological consultant shall advise all project contractors to be on the alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the event of apparent discovery of an archeological resource; The archeological monitor(s) shall be present on the project site according to a schedule agreed upon by the project sponsor, archeological consultant, and the Environmental Review Officer (ERO) until the review officer has, in consultation with project archeological consultant, determined that project construction activities could have no effects on significant archeological deposits; The archeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis; If an intact archeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archeological monitor shall be empowered to temporarily redirect demolition/excavation/pile driving/construction activities and equipment until the deposit is evaluated. If in the case of pile driving or deep foundation activities (foundation, shoring, etc.), the archeological monitor has cause to believe that the pile driving or deep foundation activities may affect an archeological resource, the pile driving or deep foundation activities shall be terminated until an appropriate evaluation of the resource has been made in consultation with the review officer. The archeological consultant shall immediately notify the review officer of the encountered archeological deposit. The archeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archeological deposit, and present the findings of this assessment to the ERO. <p>Whether or not significant archeological resources are encountered, the archeological consultant shall submit a written report of the findings of the monitoring program to the ERO.</p>				<p>Date AMP implementation complete: _____</p> <p>Date written report regarding findings of the AMP received: _____</p>
<p>Archeological Data Recovery Program. The archeological data recovery program shall be conducted in accord with an archeological data recovery plan. The archeological consultant, project sponsor, and ERO shall meet and consult on the scope of the archeological data recovery plan prior to preparation of a draft plan. The archeological consultant shall submit a draft plan to the ERO. The archeological data recovery plan shall identify how the proposed data recovery program will preserve the significant information the archeological resource is expected to contain. That is, the archeological data recovery plan will identify what scientific/historical research questions are applicable to the expected resource, what data classes the resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archeological resources if nondestructive methods are practical.</p>	Archeological consultant, as directed by the ERO	If there is a determination that an ADRP program is required, conduct ADRP throughout all soils-disturbing activities.	Project sponsor/ archeological consultant/ archeological monitor/ contractor(s) shall prepare an ADRP if required by the ERO.	<p>ADRP required? Y N</p> <p>Date: _____</p> <p>Date of scoping meeting for ARDP: _____</p> <p>Date Draft ARDP submitted to the ERO: _____</p>

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
Initial Study E.3 Cultural Resources (cont.)				
<p>The scope of the archeological data recovery plan shall include the following elements:</p> <ul style="list-style-type: none"> • <i>Field Methods and Procedures.</i> Descriptions of proposed field strategies, procedures, and operations. • <i>Cataloguing and Laboratory Analysis.</i> Description of selected cataloguing system and artifact analysis procedures. • <i>Discard and Deaccession Policy.</i> Description of and rationale for field and post-field discard and deaccession policies. • <i>Interpretive Program.</i> Consideration of an onsite/offsite public interpretive program during the course of the archeological data recovery program. • <i>Security Measures.</i> Recommended security measures to protect the archeological resource from vandalism, looting, and non-intentionally damaging activities. • <i>Final Report.</i> Description of proposed report format and distribution of results. • <i>Curation.</i> Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities. 				<p>Date ARDP approved by the ERO:</p> <p>_____</p> <p>Date ARDP implementation complete:</p> <p>_____</p>
<p>Human Remains, Associated or Unassociated Funerary Objects. The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable state and federal laws, including immediate notification of the Office of the Chief Medical Examiner of the City and County of San Francisco and in the event of the medical examiner's determination that the human remains are Native American remains, notification of the California State Native American Heritage Commission who shall appoint a Most Likely Descendant (Public Resource Code section 5097.98). The ERO shall also be immediately notified upon discovery of human remains. The archeological consultant, project sponsor, ERO, and a most likely descendant shall have up to but not beyond six days after the discovery to make all reasonable efforts to develop an agreement for the treatment of human remains and associated or unassociated funerary objects with appropriate dignity (CEQA Guidelines section 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, curation, possession, and final disposition of the human remains and associated or unassociated funerary objects. Nothing in existing state regulations or in this mitigation measure compels the project sponsor and the ERO to accept recommendations of a most likely descendant. The archeological consultant shall retain possession of any Native American human remains and associated or unassociated burial objects until completion of any scientific analyses of the human remains or objects as specified in the treatment agreement if such as agreement has been made or, otherwise, as determined by the archeological consultant and the ERO. If no agreement is reached, state regulations shall be followed including the reburial of the human remains and associated burial objects with appropriate dignity on the property in a location not subject to further subsurface disturbance (Public Resource Code section 5097.98).</p>	Project sponsor, contractor, Planning Department's archeologist or archaeological consultant, and ERO	Throughout the duration of ground-disturbing activities	Project sponsor to notify ERO, Coroner, and, if applicable, NAHC of any discovery of human remains	Considered complete upon completion of ground-disturbing activities

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/ Reporting Responsibility	Monitoring Actions/ Schedule and Verification of Compliance
Initial Study E.3 Cultural Resources (cont.)				
<p>Final Archeological Resources Report. The archeological consultant shall submit a Draft Final Archeological Resources Report to the ERO that evaluates the historical significance of any discovered archeological resource and describes the archeological and historical research methods employed in the archeological testing/recovery program(s) undertaken. Information that may put at risk any archeological resource shall be provided in a separate removable insert within the final report.</p> <p>Once approved by the ERO, copies of the Final Archeological Resources Report shall be distributed as follows: California Historical Resource Information System Northwest Information Center shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the report to the Northwest Information Center. The San Francisco Planning Department Environmental Planning Division shall receive one bound, one unbound and one unlocked, searchable PDF copy on CD of the report along with copies of any formal site recordation forms (California Department of Parks and Recreation 523 form) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.</p>	Archeological consultant	Prior to the issuance of the last certificate of occupancy for the proposed project	ERO	Considered complete upon submittal to ERO and other repositories identified in mitigation measure of Final Archeological Resources Report
<p>Mitigation Measure M-CR-3: Tribal Cultural Resources Interpretive Program</p> <p>If the ERO determines that a significant archeological resource is present, and if in consultation with the affiliated Native American tribal representatives, the review officer determines that the resource constitutes a tribal cultural resource and that the resource could be adversely affected by the proposed project, the proposed project shall be redesigned so as to avoid any adverse effect on the significant tribal cultural resource, if feasible. If the ERO, in consultation with the affiliated Native American tribal representatives, determines that preservation-in-place of the tribal cultural resources is not a sufficient or feasible option, the project sponsor shall implement an interpretive program of the tribal cultural resource in consultation with affiliated tribal representatives. An interpretive plan produced in consultation with the ERO and affiliated tribal representatives, at a minimum, and approved by the ERO would be required to implement the interpretive program. The plan shall identify, as appropriate, proposed locations for installations or displays, the proposed content and materials of those displays or installation, the producers or artists of the displays or installation, and a long-term maintenance program. The interpretive program may include artist installations, preferably by local Native American artists, oral histories with local Native Americans, artifacts displays and interpretation, and educational panels or other informational displays.</p>	Project sponsor in consultation with tribal representative(s), as directed by the ERO	If directed by the ERO to implement an interpretive program, approval of interpretive plan prior to the issuance of the certificate of occupancy for the proposed building affecting the relevant Tribal Cultural Resource	ERO	Considered complete upon implementation of any required interpretive program

TABLE A (CONTINUED)
MITIGATION MEASURES ADOPTED AS CONDITIONS OF APPROVAL FOR THE PROPOSED PROJECT AND PROJECT VARIANT

Mitigation Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
Initial Study E.13 Geology and Soils				
<p>Mitigation Measure M-GE-6: Paleontological Resources Monitoring and Mitigation Program</p> <p>Prior to issuance of a building permit for construction activities that would disturb the deep fill area, where Pleistocene-aged sediments, which may include Colma Formation, bay mud, bay clay, and older beach deposits (based on the site-specific geotechnical investigation or other available information) may be present, the project sponsor shall retain the services of a qualified paleontological consultant having expertise in California paleontology to design and implement a Paleontological Resources Monitoring and Mitigation Program. The program shall specify the timing and specific locations where construction monitoring would be required; inadvertent discovery procedures; sampling and data recovery procedures; procedures for the preparation, identification, analysis, and curation of fossil specimens and data recovered; preconstruction coordination procedures; and procedures for reporting the results of the monitoring program. The program shall be consistent with the Society for Vertebrate Paleontology Standard Guidelines for the mitigation of construction-related adverse impacts to paleontological resources and the requirements of the designated repository for any fossils collected.</p> <p>During construction, earth-moving activities that have the potential to disturb previously undisturbed native sediment or sedimentary rocks shall be monitored by a qualified paleontological consultant having expertise in California paleontology. Monitoring need not be conducted when construction activities would encounter artificial fill, Young Bay Mud, or non-sedimentary rocks of the Franciscan Complex.</p> <p>If a paleontological resource is discovered, construction activities in an appropriate buffer around the discovery site shall be suspended for a maximum of 4 weeks. At the direction of the Environmental Review Officer (ERO), the suspension of construction can be extended beyond four (4) weeks if needed to implement appropriate measures in accordance with the program, but only if such a suspension is the only feasible means to prevent an adverse impact on the paleontological resource.</p> <p>The paleontological consultant's work shall be conducted at the direction of the City's environmental review officer. Plans and reports prepared by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO.</p>	Project sponsor and a qualified paleontological consultant	Prior to issuance of a demolition or building permit	ERO	Considered complete upon completion of project construction

TABLE B
IMPROVEMENT MEASURES ADOPTED AS CONDITIONS OF APPROVAL

Improvement Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.E Transportation and Circulation				
<p>Improvement Measure I-TR-A: Construction Management Plan and Public Updates</p> <ul style="list-style-type: none"> Construction Management Plan—The project sponsor will develop and, upon review and approval by the San Francisco Municipal Transportation Agency (SFMTA) and San Francisco Public Works, implement a Construction Management Plan, addressing transportation-related circulation, access, staging and hours of delivery. The Construction Management Plan would disseminate appropriate information to contractors and affected agencies with respect to coordinating construction activities to minimize overall disruption and ensure that overall circulation in the project area is maintained to the extent possible, with particular focus on ensuring transit, pedestrian, and bicycle connectivity. The Construction Management Plan would supplement and expand, rather than modify or supersede, the regulations, or provisions set forth by the SFMTA, Public Works, or other City departments and agencies, and the California Department of Transportation. Management practices could include: best practices for accommodating pedestrians and bicyclists, identifying routes for construction trucks to utilize, actively managing construction truck traffic, and minimizing delivery and haul truck trips during the morning (7 a.m. to 9 a.m.) and evening (4 p.m. to 6 p.m.) peak periods (or other times, as determined by the SFMTA). <p>If construction of the proposed project is determined to overlap with nearby adjacent project(s) using the same truck access routes in the project vicinity, the project sponsor or its contractor(s) will consult with various City departments, as deemed necessary by the SFMTA, Public Works, and the Planning Department, to develop a Coordinated Construction Truck Routing Plan to minimize the severity of any disruption of access to land uses and transportation facilities. The plan will identify optimal truck routes between the regional facilities and the project sites, taking into consideration truck routes of other development and infrastructure projects and any construction activities affecting the roadway network.</p> Carpool, Bicycle, Walk, and Transit Access for Construction Workers—To minimize parking demand and vehicle trips associated with construction workers, the construction contractor will include as part of the Construction Management Plan methods to encourage carpooling, bicycle, walk and transit access to the project site by construction workers. These methods could include providing secure bicycle parking spaces, participating in free-to-employee and employer ride matching program from www.511.org, participating in the emergency ride home program through the City of San Francisco (www.sferh.org), and providing transit information to construction workers. Project Construction Updates for Nearby Businesses and Residents—To minimize construction impacts on access to nearby residences and businesses, the project sponsor will provide nearby residences and adjacent businesses with regularly-updated information regarding project construction, including construction activities, peak construction vehicle activities, travel lane closures, and parking lane and sidewalk closures (e.g., via the project's website). A regular email notice will be distributed by the project sponsor that would provide current construction information of interest to neighbors, as well as contact information for specific construction inquiries or concerns. 	Project sponsor, construction contractor, SFMTA, SF Public Works, as directed by the ERO	Prior to the issuance of a site permit, demolition permit, or any other permit from the Department of Building Inspection	SFMTA, SF Public Works, Planning Department	Considered complete upon completion of project construction

TABLE B (CONTINUED)
IMPROVEMENT MEASURES ADOPTED AS CONDITIONS OF APPROVAL

Improvement Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.E Transportation and Circulation (cont.)				
<p>Improvement Measure I-TR-B: Monitoring and Abatement of Queues</p> <p>As an improvement measure to reduce the potential for queuing of vehicles accessing the project garages, it will be the responsibility of the project sponsor to ensure that recurring vehicle queues or vehicle conflicts do not occur adjacent to garage entries. A vehicle queue is defined as one or more vehicles blocking any portion of adjacent sidewalks, bicycle lanes, or travel lanes for a consecutive period of three minutes or longer on a daily and/or weekly basis.</p> <p>If recurring queuing occurs, the owner/operator of the facility will employ abatement methods as needed to abate the queue. Appropriate abatement methods will vary depending on the characteristics and causes of the recurring queue, as well as the characteristics of the parking facility, the street(s) to which the facility connects, and the associated land uses (if applicable).</p> <p>Suggested abatement methods include, but are not limited to the following: redesign of facility to improve vehicle circulation and/or onsite queue capacity; employment of parking attendants; installation of "GARAGE FULL" signs with active management by parking attendants; use of valet parking or other space-efficient parking techniques; use of other garages on the project site; use of parking occupancy sensors and signage directing drivers to available spaces; travel demand management strategies; and/or parking demand management strategies such as parking time limits, paid parking, time-of-day parking surcharge, or validated parking.</p> <p>If the planning director, or his or her designee, determines that a recurring queue or conflict may be present, the planning department will notify the project sponsor in writing. Upon request, the owner/operator will hire a qualified transportation consultant to evaluate the conditions at the site for no less than seven days. The consultant will prepare a monitoring report to be submitted to the planning department for review. If the planning department determines that a recurring queue or conflict does exist, the project sponsor will have 90 days from the date of the written determination to abate the recurring queue or conflict.</p>	Project sponsor, qualified transportation consultant, as directed by the ERO	Ongoing during project operation; if/when a vehicle queue is identified as reoccurring	ERO or other Planning Department staff	Monitoring of the public right-of-way would be ongoing by the owner/operator of off-street parking operations; considered complete upon abatement of the recurring queue or conflict
EIR Section 4.F Noise and Vibration				
<p>Improvement Measure I-NO-A, Nighttime Construction Noise Control Measures</p> <p>The following shall occur to reduce potential conflicts between nighttime construction activities on the project site and residents of the Pier 70 project:</p> <ul style="list-style-type: none"> Nighttime construction noise shall be limited to 10 dBA above ambient levels at 25 feet from the edge of the Power Station project boundary. Temporary noise barriers installed in the line-of-sight between the location of construction and any occupied residential uses. Construction contractor(s) shall be required to make best efforts to complete the loudest construction activities before 8 p.m. and after 7 a.m. 	Project sponsor and construction contractor	During the construction	Planning Department, Department of Building Inspection (as requested and/or on complaint basis)	Considered complete at the completion of project construction

TABLE B (CONTINUED)
IMPROVEMENT MEASURES ADOPTED AS CONDITIONS OF APPROVAL

Improvement Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.F Noise and Vibration (cont.)				
<ul style="list-style-type: none"> Further, notices shall be provided to be mailed or, if possible, emailed to residents of the Pier 70 project at least 10 days prior to the date any nighttime construction activities are scheduled to occur and again within three days of commencing such work. Such notice shall include: <ol style="list-style-type: none"> a description of the work to be performed; two 24-7 emergency contact names and cell phone numbers; the exact dates and times when the night work will be performed; the name(s) of the contractor(s); and the measures that the contractor will perform to reduce or mitigate night noise. In addition to the foregoing, the Developer shall work with building managers of occupied residential buildings in the Pier 70 project to post a notification with the aforementioned information in the lobby and other public meeting areas in the building. 				
Improvement Measure I-NO-B: Avoidance of Residential Streets Trucks should be required to use routes and queuing and loading areas that avoid existing and planned residential uses to the maximum extent feasible, including existing residential development on Third Street (north of 23rd Street), existing residential development on Illinois Street (north of 20th Street), and planned Pier 70 residential development (north of 22nd Street).	Project sponsor and construction contractor	During the construction	Planning Department, Department of Building Inspection	Considered complete at the completion of project construction
Improvement Measure I-NO-C: Design of Future Noise-Generating Uses near Residential Uses: The following improvement measures will be implemented to reduce the potential for disturbance of Pier 70 residents from other traffic-related, noise-generating activities located near the northern PPS site boundary: <ol style="list-style-type: none"> <i>Design of Building Loading Docks and Trash Enclosures.</i> To minimize the potential for sleep disturbance at any potential adjacent residential uses, exterior facilities such as loading areas / docks and trash enclosures associated with any non-residential uses along Craig Lane, shall be located on sides of buildings facing away from existing or planned Residential or Child Care uses, if feasible. If infeasible, these types of facilities associated with non-residential uses along Craig Lane shall be enclosed. If residential uses exist or are planned on Craig Lane, on-street loading activities on Craig Lane shall occur between the hours of 7:00 a.m. and 8:00 p.m. on weekdays, and 9:00 a.m. to 8:00 p.m. on Saturdays, Sundays, and federal holidays. Off-street loading outside of these hours shall only be permitted only if such loading occurs entirely within enclosed buildings. <i>Design of Above-Ground Parking Structure.</i> Any parking structure shall be designed to shield existing or planned residential uses from noise and light associated with parking cars. <i>Restrict Hours of Operation of Loading Activities on Craig Lane.</i> To reduce potential conflicts between loading activities for commercial uses and potential residential uses, the project 	Project sponsor and acoustical design consultant	Prior to approval of a building permit for development along the northern site boundary (adjacent to Pier 70) (a. and b.) Ongoing (c.)	Planning Department, Department of Building Inspection, and SFMTA	Considered complete at the completion of project construction (a. and b.), and for (c), upon completion of the Covenants, Conditions, and Restrictions applicable to the project site document

TABLE B (CONTINUED)
IMPROVEMENT MEASURES ADOPTED AS CONDITIONS OF APPROVAL

Improvement Measure	Responsibility for Implementation	Mitigation Schedule	Monitoring/Reporting Responsibility	Monitoring Actions/Schedule and Verification of Compliance
EIR Section 4.F Noise and Vibration (cont.)				
sponsor will seek to restrict loading activities on Craig Lane to occur only between the hours of 7 a.m. and 8 p.m. In the event Craig Lane is a private street, such restriction may be included in the Covenants, Conditions, and Restrictions applicable to the project site. If San Francisco Public Works accepts Craig Lane, the project sponsor will seek to have SFMTA impose these restrictions.				
EIR Section 4.H Wind and Shadow				
Improvement Measure I-WS-1: Wind Reduction Features for Block 1 As part of the schematic design of building(s) on Block 1, the project sponsor and the Block 1 architect(s) should consult with a qualified wind consultant regarding design treatments to minimize pedestrian-level winds created by development on Block 1, with a focus on the southwest corner of the block. Design treatments could include, but need not be limited to, inclusion of podium setbacks, terraces, architectural canopies or screens, vertical or horizontal fins, chamfered corners, and other articulations to the building façade. If such building design measures are found not to be effective, landscaping (trees and shrubs), street furniture, and ground-level fences or screens may be considered. If recommended by the qualified wind consultant, the project sponsor should subject the building(s) proposed for this block to wind tunnel testing prior to the completion of schematic design. The goal of this measure is to improve pedestrian wind conditions resulting from the development of Block 1. The project sponsor should incorporate into the design of the Block 1 building(s) any wind reduction features recommended by the qualified wind consultant.	Project sponsor, architect and qualified wind consultant	Prior to Design Approval for Block 1	Planning Department, Department of Building Inspection, or ERO	Considered complete upon issuance of Block 1 Design Approval