File No. 160702 Committee Item No. 1
Board Item No. 2

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Land Use and Transportation **Date** August 1, 2016

Board of Supervisors Meeting **Date** 9/6/16

Cmte	Board	
☐	☐	Motion
☐	☐	Resolution
☒	☒	Ordinance
☒	☒	Legislative Digest
☐	☐	Budget and Legislative Analyst Report
☐	☐	Youth Commission Report
☐	☐	Introduction Form
☒	☒	Department/Agency Cover Letter and/or Report
☐	☐	Memorandum of Understanding (MOU)
☐	☐	Grant Information Form
☐	☐	Grant Budget
☐	☐	Subcontract Budget
☐	☐	Contract/Agreement
☐	☐	Form 126 - Ethics Commission
☐	☐	Award Letter
☐	☐	Application
☐	☐	Form 700
☐	☐	Vacancy Notice
☐	☐	Information Sheet
☐	☐	Public Correspondence

OTHER (Use back side if additional space is needed)

☒	☒	Planning Motion 18792 + 18794
☐	☒	COMMITTEE REPORT MEMO - 08/02/16
☐	☐	
☐	☐	
☐	☐	
☐	☐	
☐	☐	
☐	☐	
☐	☐	
☐	☐	

Completed by: Alisa Somera **Date** July 29, 2016
Completed by: JMM **Date** 08/02/16

BOARD of SUPERVISORS

City Hall
Dr. Carlton B. Goodlett Place, Room 244
San Francisco 94102-4689
Tel. No. 554-5184
Fax No. 554-5163
TDD/TTY No. 554-5227

MEMORANDUM

LAND USE AND TRANSPORTATION COMMITTEE

SAN FRANCISCO BOARD OF SUPERVISORS

TO: Supervisor Malia Cohen, Chair
Land Use and Transportation Committee

FROM: Alisa Somera, Committee Clerk

DATE: August 2, 2016

SUBJECT: **COMMITTEE REPORT, BOARD MEETING**
Tuesday, August 2, 2016

The following file should be presented as a **COMMITTEE REPORT** at the Board meeting, Tuesday, August 2, 2016. This item was acted upon at the Committee Meeting on Monday, August 1, 2016, at 1:30 p.m., by the votes indicated.

Item No. 54 **File No. 160702**

Ordinance amending Ordinance No. 1061 entitled "Regulating the Width of Sidewalks" to change the official sidewalk width at 1 Henry Adams Street along Alameda, Rhode Island, Division, and Henry Adams Streets on Assessor's Parcel Block No. 3911, Lot No. 001; adopting the Planning Commission's environmental findings under the California Environmental Quality Act; and making findings of consistency with the General Plan, and the eight priority policies of Planning Code, Section 101.1.

RECOMMENDED AS A COMMITTEE REPORT
Vote: Supervisor Malia Cohen - Aye
Supervisor Scott Wiener - Aye
Supervisor Aaron Peskin - Aye

c: Board of Supervisors
Angela Calvillo, Clerk of the Board
Jon Givner, Deputy City Attorney

FILE NO. 160702 ORDINANCE).

[Amending Ordinance No. 1061 - Sidewalk Width Change - Portions of Henry Adams, Alameda, Rhode Island, and Division Streets]

Ordinance amending Ordinance No. 1061 entitled "Regulating the Width of Sidewalks" to change the official sidewalk width at 1 Henry Adams Street along Alameda, Rhode Island, Division, and Henry Adams Streets on Assessor's Parcel Block No. 3911, Lot No. 001; adopting the Planning Commission's environmental findings under the California Environmental Quality Act; and making findings of consistency with the General Plan, and the eight priority policies of Planning Code, Section 101.1.

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

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

Section 1. Findings.

(a) The Planning Department, in its letter dated June 4, 2015, determined that the actions contemplated in this ordinance are consistent with the General Plan and in conformance with the eight priority policies of Planning Code Section 101.1. A copy of said letter is on file with the Clerk of the Board of Supervisors in File No. 160702 and is incorporated herein by reference. The Board of Supervisors adopts as its own the findings in said letter.

(b) On January 31, 2013, at a duly noticed public hearing, the Planning Commission, in Motion No. 18792, certified the 801 Brannan and 1 Henry Adams Streets Project Final Environmental Impact Report (Planning Department Case No. 2006.618E) pursuant to the

California Environmental Quality Act ("CEQA", California Public Resources Code sections 21000 et seq.). On that same date, the Planning Commission, in Motion No. 18794, approved the 1 Henry Adams project (the "Project"), which included the actions contemplated in this ordinance, and adopted environmental findings as required under CEQA. Copies of said Motions are on file with the Clerk of the Board in File No. 160702 and are incorporated herein by reference. The Board finds that the actions contemplated in this ordinance are within the scope of the abovementioned Final Environmental Impact Report for the Project. The Board further finds that no substantial changes are proposed to the Project or the circumstances under which the Project is undertaken that would cause new significant environmental effects or any increase in the severity of previously identified significant effects. The Board further finds there is no new information of substantial importance showing that the Project would have any significant effects not discussed in the Project Final Environmental Impact Report, that significant effects would be substantially more severe, or that new or different mitigation measures or alternatives would substantially reduce one or more significant effects of the Project. Consequently, the Board hereby adopts the Planning Commission environmental findings as its own for purposes of this ordinance.

(c) The Public Works Director prepared Public Works Order No. 184923, dated May 25, 2016, including sidewalk width change drawing Q-20-820, regarding the actions in this ordinance. The proposed sidewalk width change is meant to create additional open space for the Project, improve the quality of the pedestrian experience, and add to pedestrian safety when crossing the streets. A copy of said Order is on file with the Clerk of the Board of Supervisors in File No. 160702 and is incorporated herein by reference.

Section 2. In accordance with the Department of Public Works Order No. 184923, Board of Supervisors Ordinance No.1061, entitled "Regulating the Width of Sidewalks," a

copy of which is in the Clerk of the Board of Supervisors Book of General Ordinances, in effect May 11, 1910, is hereby amended by adding thereto a new section to read as follows:

Section 1606. Changing the official sidewalk width of: (a) the proposed bulb-out on the northwesterly corner of the block shall increase the sidewalk width by 6.10 feet on Henry Adams Street and by 8 feet on Division Street; (b) the proposed bulb-in on the northeasterly side of the block will decrease the sidewalk width by 5 feet and has a length of approximately 53 feet; (c) the proposed bulb-out on the southeasterly corner of the block will increase the sidewalk width by 6 feet along Alameda Street and said bulb-out will have a length of approximately 38 feet along Alameda Street; (d) the proposed bulb-out on the southwesterly corner of the block will increase the sidewalk width by 6 feet along Alameda Street and by 5.92 feet along Henry Adams Street and said bulb-out will have a length of approximately 35 feet along Alameda Street; and (e) the proposed sidewalk reduction on Henry Adams Street shall decrease the sidewalk width by 3 feet, from a width of 15 feet to 12 feet and said reduction shall be located between the proposed northwesterly and southwesterly bulb-outs. All of the changes are as shown on Department of Public Works drawing Q-20-820, a copy of which is in the Clerk of the Board of Supervisors File No. 160702.

Section 3: The applicant, as is necessary as a result of this ordinance, shall make arrangements with public utility companies and City Departments for the relocation and/or modification of any affected public facilities. Any necessary relocation, modification, or both of such facilities shall be at no cost to the City.

Section 4. Effective Date. This ordinance shall become effective 30 days after enactment. Enactment occurs when the Mayor signs the ordinance, the Mayor returns the ordinance unsigned or does not sign the ordinance within ten days of receiving it, or the Board of Supervisors overrides the Mayor's veto of the ordinance.

APPROVED AS TO FORM:
DENNIS J. HERRERA, City Attorney

By: _____
John D. Malamut
Deputy City Attorney

n:\legana\as2015\1600336\01096646.docx

FILE NO. 160702

LEGISLATIVE DIGEST

[Amending Ordinance No. 1061 - Sidewalk Width Change - Portions of Henry Adams, Alameda, Rhode Island, and Division Streets]

Ordinance amending Ordinance No. 1061 entitled "Regulating the Width of Sidewalks" to change the official sidewalk width at 1 Henry Adams Street along Alameda, Rhode Island, Division, and Henry Adams Streets on Assessor's Parcel Block No. 3911, Lot No. 001; adopting the Planning Commission's environmental findings under the California Environmental Quality Act; and making findings of consistency with the General Plan, and the eight priority policies of Planning Code, Section 101.1.

Existing Law

Board of Supervisors' Ordinance No. 1061 established the official sidewalk widths throughout San Francisco. Ordinance No. 1061 is uncodified, but can be located in the Clerk of the Board of Supervisors Book of General Ordinances, in effect May 11, 1910, which is on file with the Clerk of the Board of Supervisors.

Amendments to Current Law

This legislation would amend Ordinance No. 1061 to change the official sidewalk width at Assessor's Block 3911, Lot 001, which includes portions of Henry Adams, Alameda, Rhode Island, and Division Streets. The Ordinance would adopt environmental findings under the California Environmental Quality Act and make findings of conformity with the General Plan and eight priority policies of Planning Code Section 101.1. The legislation would require the applicant, as is necessary as a result of the legislation, to make arrangements with public utility companies and City Departments for the relocation and/or modification of any affected public facilities at no cost to the City.

n:\legana\as2015\1600336\01096659.docx

SAN FRANCISCO
PLANNING DEPARTMENT

MEMO

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Date:	June 4, 2015
To:	Department of Public Works, Javier Rivera
From:	Jon Swae, Planning Department
Re:	Streamlined Approval Process for Certain Official Sidewalk Width Changes - Bulb-outs and Sidewalk Widening Less than One Linear Block
Case No.	**Case No. 2015-005423GPR** **DPW Official Sidewalk Change –Alameda, Rhode Island and Division Streets for sidewalk widening and bulb-outs**

The Department of Public Works (DPW) has established a streamlined process for approval of certain official sidewalk width changes that are supported by the City's General Plan, Better Streets Plan, and approved neighborhood streetscape plans. The proposed project has been forwarded to the Planning Department for review and comment as part of this streamlined process.

The proposal is associated with the development at 1 Henry Adams Street and includes sidewalk widening and bulb-outs on Alameda, Rhode Island and Division Streets. This referral is not for approval of sidewalk and parking changes proposed along Henry Adams Street frontage which are still currently in negotiation with the San Francisco Municipal Transportation Agency (SFMTA).

The Planning Department finds that the proposed sidewalk width changes are supported by the Better Streets Plan which was found to be consistent with the General Plan and the Priority Policies of Planning Code Section 101.1 (b) in Planning Commission Resolution No. 18212 and Board of Supervisors Ordinance 310-10; and incorporates those findings herein by reference. Please refer to the Design Guidelines of the Better Streets Plan, located at http://www.sfbetterstreets.org/design-guidelines, for direction on design, furniture placement, and materials selection within the proposed sidewalk change.

Project cleared under 801 Brannan and One Henry Adams Streets Project EIR, certified 1/24/13, Case No. 2000.618E.

SAN FRANCISCO
PLANNING DEPARTMENT

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Planning Commission Motion No. 18792

HEARING DATE: January 31, 2013

Date:	January 10, 2013
Case No.:	**2000.618E**
Project Address:	**801 Brannan and One Henry Adams Streets Project**
Zoning:	UMU (Urban Mixed Use District) 68-X Height and Bulk District
Blocks/Lots:	3783/001 and 3911/001
Project Sponsor:	Archstone 807 Broadway, Suite 210 Oakland, CA 94607
Staff Contact:	Debra Dwyer – (415) 575-9031 Debra.Dwyer@sfgov.org

ADOPTING FINDINGS RELATED TO THE CERTIFICATION OF A FINAL ENVIRONMENTAL IMPACT REPORT FOR A PROPOSED MIXED-USE RESIDENTIAL – COMMERCIAL PROJECT AT 801 BRANNAN STREET (ASSESSOR'S BLOCK 3783, LOT 001) AND ONE HENRY ADAMS STREET (ASSESSOR'S BLOCK 3783, LOT 001).

MOVED, that the San Francisco Planning Commission (hereinafter "Commission") hereby CERTIFIES the Final Environmental Impact Report identified as Case No. 2000.618E, 801 Brannan and One Henry Adams Streets Project (hereinafter "Project"), based upon the following findings:

1. The City and County of San Francisco, acting through the Planning Department (hereinafter "Department") fulfilled all procedural requirements of the California Environmental Quality Act (Cal. Pub. Res. Code Section 21000 *et seq.*, hereinafter "CEQA"), the State CEQA Guidelines (Cal. Admin. Code Title 14, Section 15000 *et seq.*, (hereinafter "CEQA Guidelines") and Chapter 31 of the San Francisco Administrative Code (hereinafter "Chapter 31").

   A. The Department determined that an Environmental Impact Report (hereinafter "EIR") was required and provided public notice of that determination by publication in a newspaper of general circulation on November 15, 2003.

   B. On June 22, 2011, the Department published the Draft Environmental Impact Report (hereinafter "DEIR") 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.

   C. Notices of availability of the DEIR and of the date and time of the public hearing were posted at the two project sites by the project sponsor on June 22, 2011.

D. On June 22, 2011, 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 latter both directly and through the State Clearinghouse.

E. Notice of Completion was filed with the State Secretary of Resources via the State Clearinghouse on June 22, 2011.

2. The Commission held a duly advertised public hearing on said DEIR on July 28, 2011 at which opportunity for public comment was given, and public comment was received on the DEIR. The period for acceptance of written comments ended on August 8, 2011.

3. The Department prepared responses to comments on environmental issues received at the public hearing and in writing during the 47-day public review period for the DEIR, prepared revisions to the text of the DEIR in response to comments received or based on additional information that became available during the public review period, and corrected errors in the DEIR. This material was presented in a Draft Responses to Comments document, published on January 10, 2013, distributed to the Commission and all parties who commented on the DEIR, and made available to others upon request at the Department.

4. A Final Environmental Impact Report (hereinafter "FEIR") has been prepared by the Department, consisting of the DEIR, any consultations and comments received during the review process, any additional information that became available, and the Responses to Comments document all as required by law.

5. Project EIR files have been made available for review by the Commission and the public. These files are available for public review at the Department at 1650 Mission Street, Suite 400, and are part of the record before the Commission.

6. On January 24, 2013, the Commission reviewed and considered the FEIR and hereby does find that the contents of said report and the procedures through which the FEIR was prepared, publicized, and reviewed comply with the provisions of CEQA, the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code.

7. The project sponsor has indicated that the presently preferred project is Variant 3 to the proposed project, described in the FEIR.

8. The Planning Commission hereby does find that the FEIR concerning File No. 2000.618E, 801 Brannan and One Henry Adams Streets Project, reflects the independent judgment and analysis of the City and County of San Francisco, is adequate, accurate and objective, and that the Responses to Comments document contains no significant revisions to the DEIR, and hereby does CERTIFY THE COMPLETION of said FEIR in compliance with CEQA and the CEQA Guidelines.

9. The Commission, in certifying the completion of said FEIR, hereby does find that the project described in the EIR as Variant 3:

A. Will have a significant project-specific effect on the environment by resulting in the following unavoidable significant project level effects with respect to transportation and air quality:

Impact TR-1 (TR-6 for Variant 1, TR -11 for Variant 2, TR-55 for Variant 3): Implementation of the proposed project, or any of its variants, would result in a significant traffic impact at the signalized intersection of Division/Brannan/Potrero/Tenth.

Impact TR-2 (TR-7 for Variant 1, TR-12 for Variant 2, TR-56 for Variant 3): Implementation of the proposed project, or any of its variants, would result in a significant traffic impact at the signalized intersection of Eighth/Brannan.

Impact AQ-4 (Operational Criteria Air Pollutant Emissions). Operation of the proposed project, or any of its three variants, would violate air quality standards with respect to, or generate a cumulatively considerable increase in, criteria air pollutants.

Impact AQ-7 (Construction Health Risk – TACs, including PM2.5 and DPM). Construction of the proposed project, or any of its three variants, would expose sensitive receptors to substantial levels of PM2.5 and other TACs, including DPM, resulting in increased health risk.

Impact AQ-8 (Operational Health Risks – TACs, including PM2.5). Operation of the proposed project, or any of its three variants, would expose sensitive receptors to substantial levels of air pollutants from roadway mobile sources and stationary sources, including PM2.5 and other TACs associated with cancer, and non-cancer health risks, which would exceed the BAAQMD project-level cancer risk threshold of significance of 10 in one million; and

B. Will have a significant cumulative effect on the environment in that it would result in the following unavoidable significant cumulative effects with respect to land use, transportation and air quality:

Impact C-LU-4: The proposed project, or any of its three variants, would demolish existing PDR space and its non-PDR land uses would preclude future PDR use of the site.

Impact C-TR-34 (C-TR-41 for Variant 1, C-TR-48 for Variant 2, and C-TR-66 for Variant 3): Implementation of the proposed project, or any of its three variants, in combination with other foreseeable projects would result in a significant cumulative traffic impact at the intersection of Division/Brannan /Potrero/Tenth under 2025 Cumulative conditions.

Impact C-TR-35 (C-TR-42 for Variant 1, C-TR-49 for Variant 2, and C-TR-67 for Variant 3): Implementation of the proposed project, or any of its three variants, in combination with other foreseeable projects would result in a significant cumulative traffic impact at the intersection of Eighth/Brannan under 2025 Cumulative conditions.

Impact C-TR-36 (C-TR-43 for Variant 1, C-TR-50 for Variant 2, and C-TR-68 for Variant 3): Implementation of the proposed project, or any of its three variants, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the

intersection of Seventh/Townsend under 2025 Cumulative conditions.

Impact C-TR-37 (C-TR-44 for Variant 1, C-TR-51 for Variant 2, and C-TR-69 for Variant 3): Implementation of the proposed project, or any of its three variants, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the intersection of Sixteenth/Kansas/Henry Adams under 2025 Cumulative conditions.

Impact C-TR-38: (C-TR-45 for Variant 1, C-TR-52 for Variant 2, and C-TR-70 for Variant 3): Implementation of the proposed project, or any of its three variants, in combination with other foreseeable projects would result in a significant cumulative traffic impact at the intersection of Division/Rhode Island under 2025 Cumulative conditions.

Impact C-AQ-5 (Cumulative Operational Criteria Air Pollutant Emissions). Operation of the proposed project, or any of its three variants, would violate air quality standards, resulting in a cumulative impact with respect to criteria air pollutants.

Impact C-AQ-9 (Cumulative Health Risk – TACs, including $PM_{2.5}$). Operation of the proposed project, or any of its three variants, would expose sensitive receptors to substantial levels of air pollutants from roadway mobile sources and stationary sources, including $PM_{2.5}$ and other TACs associated with cancer, and non-cancer health risks, which would exceed the BAAQMD cumulative cancer risk threshold of significance of 100 in one million.

10. The Planning Commission reviewed and considered the information contained in the FEIR prior to approving the Project.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting of January 31, 2013.

Jonas P. Ionin
Acting Commission Secretary

AYES: Fong, Wu, Antonini, Borden, Moore, and Sugaya

NOES: None

RECUSED: Hillis

ADOPTED: January 31, 2013

SAN FRANCISCO
PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- ■ Affordable Housing (Sec. 415)
- ☐ Jobs Housing Linkage Program (Sec. 413)
- ☐ Downtown Park Fee (Sec. 412)
- ■ First Source Hiring (Admin. Code)
- ☐ Child Care Requirement (Sec. 414)
- ■ Other (EN Impact Fee – Sec. 423)

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

Reception:
415.558.6378

Fax:
415.558.6409

Planning
Information:
415.558.6377

Planning Commission Motion No. 18794

HEARING DATE: JANUARY 24, 2013

Date:	January 10, 2013
Case No.:	**2012.0701X**
Project Address:	**1 Henry Adams Street**
Zoning:	UMU (Urban Mixed Use) Zoning District 68-X Height and Bulk District
Block/Lots:	3911 / 001
Project Sponsor:	Archstone 807 Broadway, Suite 210 Oakland, CA 94607
Staff Contact:	Ben Fu – (415) 558-6613 ben.fu@sfgov.org

ADOPTING FINDINGS RELATING TO LARGE PROJECT AUTHORIZATION PURSUANT TO PLANNING CODE SECTION 329 TO ALLOW THE CONSTRUCTION OF TWO NEW SIX-STORY, 68-FOOT BUILDINGS CONSISTING OF UP TO 239 DWELLING UNITS, TO ALLOW EXCEPTIONS INCLUDING (1) REAR YARD PURSUANT TO PLANNING CODE SECTION 134, (2) STREET FRONTAGE REQUIREMENTS PURSUANT TO PLANNING CODE SECTION 145.1, (3) OFF-STREET LOADING PURSUANT TO PLANNING CODE SECTION 152.1, (4) HORIZONTAL MASS REDUCTION PURSUANT TO PLANNING CODE SECTION 270.1, AND TO ADOPT FINDINGS AND MITIGATION MONITORING AND REPORTING PROGRAM UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT. THE SUBJECT PROPERTY IS LOCATED WITHIN THE UMU (URBAN MIXED USE) ZONING DISTRICT AND A 68-X HEIGHT AND BULK DESIGNATION.

PREAMBLE

On May 31, 2012, Archstone (Project Sponsor) filed an application with the Planning Department (hereinafter "Department") for Large Project Authorization under Planning Code Section 329 to allow construction of two new six-story, 68-foot tall buildings consisting of up to 239 dwelling units, approximately 11,770 square feet of ground floor retail, and parking for up to 164 spaces, and exceptions including rear yard, street frontage, off-street freight loading, and horizontal mass reduction within the UMU (Urban Mixed Use) Zoning District and within a 68-X Height and Bulk Designation.

On January 24, 2013, the Planning Commission reviewed and considered the Final Environmental Impact Report (FEIR) in Planning Department File No. 2000.618E consisting of the Draft EIR and the Comments and Responses document, and found that the contents of said report and the procedures through which the FEIR was prepared, publicized and reviewed complied with the provisions of the California Environmental Quality Act (CEQA), the CEQA Guidelines and Chapter 31 of the San Francisco Administrative Code and found further that the FEIR reflects the independent judgment and analysis of the City and County of San Francisco, is adequate, accurate and objective, and that the Comments and Responses document contains no significant revisions to the Draft EIR, and certified the completion of said FEIR in compliance with CEQA and the CEQA Guidelines.

The Commission has reviewed and considered the information contained in the FEIR, all written and oral information provided by the Planning Department, the public, relevant public agencies, and other experts and the administrative files for the Project and the EIR. The Project and EIR files have been made available for review by the Planning Commission and the public, and those files are part of the record before this Commission.

Planning Department staff prepared proposed findings, as required by CEQA, (CEQA Findings) and a proposed Mitigation, Monitoring and Reporting Program (MMRP), which material was made available to the public and the Commission for the Commission's review, consideration and action.

This Commission has reviewed and considered the FEIR and hereby adopts the CEQA Findings, including the statement of overriding considerations, attached hereto as Exhibit B and incorporated herein as part of this Motion by this reference thereto, and adopts the MMRP attached to this Motion as Exhibit C and incorporated herein as part of this Motion by this reference thereto.

On January 24, 2013, the Commission adopted findings pursuant to CEQA as set forth in Motion No. 18794, which findings are incorporated herein by this reference thereto as if fully set forth in this Motion.

The Planning Department, Jonas P. Ionin, is the custodian of records, located in the File for Case No. 2012.0701X at 1650 Mission Street, Fourth Floor, San Francisco, California.

On January 24, 2013, the Planning Commission (hereinafter "Commission") conducted a duly noticed public hearing at a regularly scheduled meeting on Large Project Authorization Application No. 2012.0701X.

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

MOVED, that the Commission hereby authorizes the Large Project Authorization requested in Application No. 2012.0701X, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and constitute findings of this Commission.

2. **Site Description and Present Use.** The 1 Henry Adams Street site is bounded by 358-foot long Rhode Island Street to the north and Henry Adams Street to the south, and 200-foot frontage at Alameda Street to the east and Division Street to the west, for a total lot size of approximately 71,600 square feet. The 1 Henry Adams Street project site contains three existing buildings: 3 and 5 Henry Adams Street, a one-story metal shed structure constructed in 1970, 55 Division Street, a two-story reinforced concrete building constructed in 1944, and 40 Rhode Island Street, a one-story, reinforced concrete building constructed in 1937. The project site is located in an UMU (Urban Mixed Use) Zoning District and within a 68-X Height and Bulk District.

   The proposed project is identified as Variant Three in the FEIR and is associated with the development at 801 Brannan Street. The 801 Brannan project proposes demolition of existing structures and the construction of a new six-story, 68-foot tall building with up to 432 dwelling units, approximately 19,650 square feet of ground floor retail, and parking for up to 422 spaces, and Planning Code exceptions for rear yard, off-street freight loading, and horizontal mass reduction. 1 Henry Adams Street is combining its affordability requirement with the proposal at 801 Brannan Street and has elected to satisfy the requirement for the Project through a combination of land dedication and on-site alternatives. Both the land dedication and on-site affordable units will be provided at the 801 Brannan site.

3. **Surrounding Properties and Neighborhood.** The 1 Henry Adams Street project site occupies the entire block bounded by Division, Alameda, Rhode Island, and Henry Adams Streets. The blocks south and west of the project site have been identified as a potential historic district significant as an important collection of heavy-timber and steel-frame brick warehouse and factory buildings constructed between 1893 and 1929. In the vicinity of the project site, contributors to this potential district include 2 Henry Adams Street, a four-story, brick building constructed in 1915, and 101 Henry Adams Street, a four-story, brick building constructed in 1906; these buildings are on the opposite sides of Henry Adams Street and Alameda Street, respectively, from the subject project site. Other properties in the vicinity contain one- to five-story industrial/commercial buildings and design-related uses or surface parking lots. Majority of the surrounding blocks south of Division Street are zoned PDR-1-D. Majority of blocks north of Division Street are zoned UMU.

4. **Project Description.** The project proposes the construction of two new six-story, 68-foot building consisting of up to 239 dwelling units, approximately 11,770 square feet of ground floor retail, and parking for up to 164 spaces, and Planning Code exceptions including (1) rear yard from Planning Code Section 134, (2) open space from Planning Code Section 135, (3) dwelling unit exposure from Planning Code Section 140, (4) off-street loading from Planning Code Section 152.1, (5) horizontal mass reduction from Planning Code Section 270.1.

The proposed project is identified as Variance Three in the FEIR and is associated with the development at 801 Brannan Street. The project proposes demolition of existing structures and the construction of a new six-story, 68-foot building construction of a new six-story, 68-foot building consisting of up to 432 dwelling units, approximately 19,650 square feet of ground floor retail, and parking for up to 422 spaces, and Planning Code exceptions for rear yard, off-street freight loading, and horizontal mass reduction.

5. **Public Comment.** The Department has received general inquiries on the proposed project from members of the public expressing concerns on the timing of construction and the accommodation of tenants in the existing buildings.

6. **Planning Code Compliance:** The Commission finds that the Project is consistent with the relevant provisions of the Planning Code in the following manner:

   A. **Zoning District.** The project site is located within Urban Mixed Use (UMU) District in the South of Market neighborhood. The UMU District is intended to promote a vibrant mix of uses while maintaining the characteristics of this formerly industrially-zoned area. It is also intended to serve as a buffer between residential districts and PDR districts in the Eastern Neighborhoods. Within the UMU, allowed uses include production, distribution, and repair uses such as light manufacturing, home and business services, arts activities, warehouse, and wholesaling. Additional permitted uses include retail, educational facilities, and nighttime entertainment. Housing is also permitted, but is subject to higher affordability requirements. Family-sized dwelling units are encouraged. The project proposes retail and residential uses that include 40 percent two-bedroom unit, or family-sized units in the UMU Zoning District.

   B. **Use.** Planning Code Section 843 identifies residential use and various nonresidential uses as principally permitted uses in the UMU Zoning District. In general, the principally permitted uses are industrial and business service, assembly and social service, retail, recreation and arts, and residential.

      The proposed residential and retail uses are compatible and consistent with the zoning designation. The exceptions sought after are necessary to allow maximum number of units and to provide a desirable design.

   C. **Rear Yard.** Planning Code Section 134 requires a minimum rear yard equal to 25 percent of the total lot depth beginning at the lowest story containing a dwelling unit.

      The Project does not comply with the rear yard requirement and is seeking an exception as part of the Large Project Authorization (See discussion below).

   D. **Residential Open Space.** Planning Code Section 135 requires that usable open space be located on the same lot as the dwelling units it serves. At least 80 square feet of usable open space per dwelling unit, or 54 square feet per dwelling unit of publicly accessible open space, is required. Up to 50 percent of the publicly accessible open space may be provided off-site.

The Project has a residential open space requirement of up to 19,120 square feet of usable open space if private, or 12,906 square feet of publically accessible open space.

The Project includes two podium courtyards and a roof garden that total of approximately 11,600 square feet. The Project also includes public accessible open space for approximately 10,200 square feet. The combination of the open spaces and mews total approximately 21,800 square feet, satisfying the minimum open space requirements.

E. **Commercial Open Space.** Planning Code Section 135.3 requires usable open space for uses other than dwelling units. For retail use, one square foot per 250 square feet of occupied floor area of usable open space is required. In Eastern Neighborhoods Mixed Use Districts, this open space requirement may be satisfied through payment of a fee of $76 for each square foot of usable square footage not provided pursuant to this Code section.

The Project is required to provide at least 53 square feet of commercial open space. The proposed open space satisfies the square footage and dimensional requirements.

F. **Streetscape and Pedestrian Improvements.** Planning Code Section 138.1 requires improvement of the public right-of-way associated with development projects. The owner or developer of a new building in this District must install street trees. Each street tree must be a minimum of 24-inch box for every 20 feet of frontage of the property along each street or public alley with any remaining fraction of 10 feet or more of frontage requiring an additional tree. Planning Code Section 138.1 also requires streetscape and pedestrian elements in conformance with the Better Streets Plan when a project is on a lot that is greater than ½-acre in total area and the project includes new construction.

The project has a tree requirement of 18 at both the Rhode Island and Henry Adams Street frontages, and 10 at both Division and Alameda Streets. The project proposes 18 street trees at both the Rhode Island Street and the Henry Adams Street frontages, nine trees at the Division Street frontage, and ten trees at the Alameda Street frontage. The project sponsor will pay an in-lieu fee for one tree at the Division Street frontage pursuant to Planning Code Section 428 prior to the issuance of a certificate of occupancy for the project.

G. **Bird-Safe Standards.** Planning Code Section 139 outlines bird-safe standards for new construction to reduce bird mortality from circumstances that are known to pose a high risk to birds and are considered to be "bird hazards." Feature-related hazards may create increased risk to birds and need to be mitigated. The project site is not located within an urban bird refuge.

The Project meets the requirements of Planning Code Section 139, and does not contain any feature-related hazards, such as free-standing glass walls, wind barriers, or balconies that have unbroken glazed segments 24 square feet or larger in size.

H. **Dwelling Unit Exposure.** Planning Code Section 140 requires dwelling units to have at least one window facing a street, alley, or a Code-complying rear yard. All 239 proposed dwelling units ~~will~~ meet the requirement.

I. **Street Frontages.** Planning Code Section 145.1 requires the following for street frontages in Eastern Neighborhood Mixed Use Districts: (1) not more than 1/3 the width of the building facing the street may be devoted to ingress/egress to parking; (2) off-street parking at street grade must be set back at least 25 feet; (3) "active" use shall be provided within the first 25 feet of building depth at the ground floor; (4) ground floor non-residential uses in UMU zoning districts shall have a floor-to-floor height of 17-feet; (5) frontages with active uses shall be fenestrated with transparent windows; and, (6) decorative railings or grillwork placed in front of or behind ground floor windows, shall be at least 75 percent open to perpendicular views.

The project meets the requirements of Section 145.1 as follows: (1) providing two 14-foot wide garage openings, which total less than 1/3 the width of the approximately 216-foot wide building; and (2) providing transparent windows at the ground floor active use. The project requests exceptions for (1) all off-street parking spaces are set back less than 25 feet at Rhode Island and Alameda Streets; (2) incorporating active uses on all street frontages, including commercial, dwellings with stoops and flex units within the first 16 feet of the building depth at ground floor; (3) providing a floor-to-floor ground floor height of 16 to 17 feet for the non-residential frontages.

J. **Residential Off-Street Parking.** Planning Section 151.1 allows for provision of up to three parking spaces for each four dwelling units. Additionally, up to one parking space is permitted for each dwelling unit that is two or more bedrooms and at least 1,000 square feet of occupied floor area, subject to the requirements of Sections 151.1. No additional parking is permitted above these amounts.

Based on the proposed dwelling unit mix, the maximum parking ratio permitted is .76 space per dwelling unit, or a total of 182 spaces, which reflects two-bedroom-plus units that meet the square footage requirement. The project proposes a parking ratio of approximately .69 spaces per dwelling unit, or 164 spaces. The project complies with maximum parking requirement mandated by the Planning Code.

K. **Off-Street Loading.** Planning Code Section 152.1 requires two off-street freight loading spaces for a residential use in UMU Districts when the gross floor area is between 200,001 and 500,000 square feet, and one space for a commercial use between 10,001 and 30,000 square feet. The project has a three-space requirement.

The project proposes four loading spaces at curbside, with two on Rhode Island Street and one each on Alameda and Division Streets. Therefore, an exception has been requested as part of the Large Project Authorization (See discussion below).

L. **Bicycle parking.** Planning Code Section 155.4 requires commercial and industrial projects where the gross square footage of the floor area exceeds 25,000 square feet but is no greater than 50,000 feet, 3 bicycle spaces are required. Planning Code Section 155.5 requires projects

over 50 dwelling units to provide 25 Class 1 spaces plus one Class 1 space for every 4 dwelling units over 50.

The project proposes an approximately 11,770 square feet of retail and industrial spaces, less than the square footage trigger of 25,000 square feet. Therefore, no bicycle parking is provided for commercial uses as it is not required. The proposed 239 dwelling units require 72 bicycle parking spaces. The project complies with this requirement by providing up to 240 bicycle parking spaces.

M. **Car Share.** Planning Code Section 166 requires two spaces plus 1 for every 200 dwelling units over 200.

The project meets the minimum requirement by providing two care share spaces.

N. **Unbundled Parking.** Planning Code Section 167 requires that all off-street parking spaces accessory to residential uses in new structures of 10 dwelling units or more be leased or sold separately from the rental or purchase fees for dwelling units for the life of the dwelling units.

The off-street parking spaces provided for the dwelling units will be unbundled and sold and/or leased separately from the dwelling units. Therefore, the Project meets this requirement.

O. **Shadow.** Planning Code Section 147 requires reduction of substantial shadow impacts on public plazas and other publicly accessible spaces other than those protected under Planning Code Section 295. Section 295 restricts new shadow, cast by structures exceeding a height of 40 feet, upon property under the jurisdiction of the Recreation and Park Commission.

The Shadow Analysis conducted for the Project indicates that the Project will not cast shadow upon Public, Publicly Accessible or Publicly Financed or Subsidized Open Space.

P. **Dwelling unit mix.** Planning Code Section 207.6 requires at least 40 percent of the total number of proposed dwelling units to contain two or more bedrooms. Any fraction resulting from this calculation shall be rounded to the nearest whole number of dwelling units.

The Project will provide 41 percent of the dwelling units as 2-bedroom units or larger (100 units).

Q. **Height Limit.** Planning Code Section 260 requires that the height of buildings not exceed the limits specified in the Zoning Map and defines rules for the measurement of height. The Project Site is within a 68-foot Height District.

The Project complies. The height of the roof is no higher than 68 feet.

R. **Horizontal Mass Reduction.** Planning Code Section 270.1 requires any project with a frontage of more than 200 feet to incorporate one or more mass reduction breaks in the building that reduce the horizontal scale of the building into discrete sections not more than 200 feet in length. The minimum dimensions required for such a break are 30 feet of width and 60 feet of depth above 25 feet.

The Project does not comply with the horizontal reduction requirement and is seeking an exception as part of the Large Project Authorization (See discussion below).

S. **Inclusionary Affordable Housing Program.** Planning Code Section 419 sets forth the requirements and procedures for the Inclusionary Affordable Housing Program. Under Planning Code Section 419.3, these requirements would apply to projects that consist of five or more units, where the first application was applied for on or after July 18, 2006. Under Planning Code Section 419.6, the Land Dedication Alternative may be elected as an alternative to the inclusionary housing component. As further described in Planning Code Section 419.5(a)(2), an Applicant may dedicate a portion of the total development area of the principal site to the City and County of San Francisco for the purpose of constructing units affordable to qualifying households. To meet this requirement, the developer must convey title to land in fee simple absolute to the Mayor's Office of Housing (MOH). The dedicated site must result in a total amount of inclusionary units not less than 40 units; however, MOH may conditionally approve and accept dedicated sites which result in no less than 25 units at their discretion. Per Planning Code Section 419.2, all sites within the UMU Zoning District electing to utilize the land dedication alternative would be subject to the "Tier A" requirements. 1 Henry Adams Street is combing its requirement with the proposal at 801 Brannan Street.

The Project Sponsor has elected to pursue a combination of the land dedication and on-site alternatives to meet the inclusionary affordable housing program requirements. The Project Sponsor has demonstrated that it is eligible for the On-Site and Land Dedication Affordable Housing Alternative under Planning Code Section 419.5, and has submitted a 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 419,' to satisfy the requirements of the Inclusionary Affordable Housing Program by providing the affordable housing through on-site and land dedication instead of through payment of the Affordable Housing Fee. In the event the land dedication process is not completed, the developer will have to satisfy the requirements under Planning Code Section 419 through on-site, off-site, in-lieu fee or a combination thereof. In order for the Project Sponsor to be eligible for the On-Site Affordable Housing Alternative, the Project Sponsor must submit an 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 419,' to the Planning Department stating that any affordable units designated as on-site units shall be sold as ownership units and will remain as ownership units for the life of the project or submit to the Department a contract demonstrating that the project's on- or off-site units are not subject to the Costa Hawkins Rental Housing Act, California Civil Code Section 1954.50 because, under Section 1954.52(b), the Project Sponsor has entered into an agreement with a public entity in consideration for a direct financial contribution or any other form of assistance specified in California Government Code Sections 65915 et seq. All such contracts entered into with the City and County of San Francisco must be reviewed and approved by the Mayor's Office Housing and the City Attorney's Office. The Project Sponsor has indicated intent in writing to enter into an agreement with the City to qualify for a waiver from the Costa-Hawkins Rental Housing Act based upon the proposed density bonus and concessions provided by the City and approved herein. The Project Sponsor submitted such Affidavit on December 17, 2012. In the event the land dedication process is not completed, and the developer elects to satisfy the requirements under Planning Code Section 419 through on-site, the following conditions will apply to on-site below market rate affordable housing units: The Project contains 6 flexible-occupancy, 32 studios, 103 one-bedroom, 90 two-bedroom, and 10 three-bedroom

units; therefore, the required affordable unit mix is 5 studios, 17 one-bedroom, 15 two-bedroom, and 1 three-bedroom units. If the Project becomes ineligible to meet its Inclusionary Affordable Housing Program obligation through the On-site Affordable Housing Alternative, it must pay the Affordable Housing Fee with interest, if applicable. The Project must execute the agreement documenting the exception to Costa Hawkins prior to Planning Commission approval or must revert to payment of the Affordable Housing Fee.

T. **Eastern Neighborhoods Public Benefit Fund.** The project shall comply with the provisions of Planning Code Section 423, including payment of the Eastern Neighborhoods Impact Fee, or execution of an In-Kind Agreement with the Planning Department prior to issuance of the first site or building permit.

7. **General Compliance with the Large Project Authorization in Eastern Neighborhoods Mixed Use District Objectives.** Planning Code Section 329(c) lists nine aspects of design review in which a project must comply; the Planning Commission finds that the project is compliant with these nine aspects as follows:

A. Overall building massing and scale;
The Project conforms to the applicable height and bulk requirements. The community in the vicinity of the Project is constantly evolving with development in the region and the recent Eastern Neighborhoods Area Plans, and contains a range of building masses. The project, with residential and retail, will be consistent with the existing and evolving character of the area. The Project massing will improve the character of the neighborhood and general pedestrian accessibility by providing a midblock mews that allows pedestrian access from Rhode Island Street to Henry Adams Street, breaking up the 358-foot continuous block layout that is not conducive to pedestrian walkability. The project also provides interior courtyards which serve to divide the mass of the buildings into more distinct elements.

B. Architectural treatments, facade design and building materials;
The architecture of this Project responds to the site's transitional location by combining elements of industrial and residential. The Project's facades all present fenestration patterns and scale similar to the expressed frame of residential and industrial uses common in the area. The exterior is designed with modern materials including metal panel cladding, cement plaster, metal/wood/brick storefronts and windows. The metal punched window openings with cement plaster recesses on the aluminum framed building provide a stimulating and visually interesting buffer between the I-80 and 101 Freeway split and Potrero Hill to the south. Variations in fenestration and treatment of the building facades allow the architecture to read as distinct pieces of a whole.

C. The design of lower floors, including building setback areas, commercial space, townhouses, entries, utilities, and the design and siting of rear yards, parking and loading access;

The ground floor of the building is active with retail oriented and viable spaces along all four frontages, which interact and lead to the active residential spaces with transparent storefront along the mews. Exposed residential entries are on every façade as expressed by the architecture of the building via stoops, recessed entries and landscaped metal screens. The Project's retail spaces are located at Division

and Henry Adams Streets. "Flexible-Occupancy" units are also proposed at Rhode Island and Alameda Streets, and at the publicly accessible mews. A publicly accessible mews provides public seating, shade, trees, green space, and serve as a pedestrian connection between Rhode Island and Henry Adams Streets. The retail facades are carved out at the ground floor, inviting pedestrians, and providing an opportunity for outdoor seating. Retail spaces have an average between 16- and 18-foot floor-to-floor heights at the ground floor. Curb cuts are minimized to two parking access points along Rhode Island Street for entire project. Street trees along all street frontages are proposed per the Planning Code, with the exception of building entries and at the vehicular access points.

D. The provision of required open space, both on- and off-site. In the case of off-site publicly accessible open space, the design, location, access, size, and equivalence in quality with that otherwise required on-site;

The Project provides adequate open space, all on-site. The open spaces are provided in the form of courtyards and accessible mews, and private roof deck and podium courtyards. The total open spaces provided exceed the total square footage required.

E. The provision of mid-block alleys and pathways on frontages as required by the criteria set forth in Section 270, and the design of mid-block alleys and pathways as required by and pursuant to the criteria set forth in Section 270.2, as follows;

1. Generally be located as close to the middle portion of the subject block face as possible, perpendicular to the subject frontage and connect to existing adjacent streets and alleys;

   The proposed mid-block pathway is perpendicular to and provides access to Rhode Island and Henry Adams Streets. The proposed mews also provides a visual connection through the property and to both streets. The location of the mews is as close to the middle portion of the subject block as possible, to allow interior exposure for dwelling units to light and air and to provide more than double the required width.

2. Provide pedestrian access;

   The proposed mid-block pathways will provide direct pedestrian access from Rhode Island to Henry Adams, and will provide direct access to ground floor Flexible-Occupancy units and the residential lobby. The flex units can be residential or principally permitted non-residential uses such as retail, arts activities, trade shops, or catering services.

3. Provide no, limited or full vehicular access, as specific conditions warrant;

   The proposed mid-block pathway will provide no vehicular access.

4. Have a minimum width of 20 feet from building face to building face, exclusive of those obstructions allowed pursuant to Section 136, and a minimum clearance height from grade of 15 feet at all points;

The proposed mid-block pathway has a width of 39 feet at the ground level and expands to 72 feet toward the center of the property. The pathway is completely open, with no obstructions pursuant to Section 136 or otherwise. The proposed private balconies do not extend into the pathway.

5. Have a minimum clear walking width of 10 feet free of any obstructions in the case of a pedestrian-only right-of-way, and dual sidewalks each of not less than 6 feet in width with not less than 4 feet minimum clear walking width in the case of an alley with vehicular access;

   The proposed mid-block pathway will act as a park and will include a cleared walking width in excess of 10 feet.

6. In the Eastern Neighborhoods Mixed Use Districts, be at least 60% open to the sky, including those encroachments permitted in front setbacks by Section 136 of this Code;

   The proposed mid-block pathway will be 100 percent open to the sky.

7. Provide such ingress and egress as will make the area easily accessible to the general public;

   The proposed mid-block pathways will have a minimum frontage of 39 feet along both Rhode Island and Henry Adams Streets.

8. Be protected from uncomfortable wind, as called for elsewhere in this Code;

   The proposed mid-block pathway will not be significantly impacted by uncomfortable wind.

9. Be ungated and publicly accessible 24 hours per day, as defined elsewhere in this Section;

   The proposed mid-block pathway will not be gated and will be publicly accessible 24 hours per day.

10. Be provided with appropriate paving, furniture, and other amenities that encourage pedestrian use, and be landscaped to greatest extent feasible;

    A line of trees will buffer the pathways. The pathway offers connection from Rhode Island Street to Henry Adams Streets.

11. Be provided with ample pedestrian lighting to ensure pedestrian comfort and safety;

    The proposed mid-block pathway will have ample lighting to ensure comfort and safety for the users.

12. Be free of any changes in grade or steps not required by the underlying natural topography and average grade;

The proposed mid-block pathway will be designed to accommodate the existing grade change.

13. Be fronted by active ground floor uses, as defined in Section 145.1, to the extent feasible;

The proposed mid-block pathways will be fronted by ground floor Flexible-Occupancy units and commercial uses and a residential lobby.

14. New buildings abutting mid-block alleys provided pursuant to this Section 270.2 shall feature upper story setbacks according to the provisions of Section 261.1.

The proposed mid-block pathway is over 39 feet wide at grade and expands to approximately 72 feet towards the center of the property. The Project effectively provides a 10-foot setback.

F. Streetscape and other public improvements, including tree planting, street furniture, and lighting;

The Project proposes the installation of street trees along all frontages and open spaces, sidewalk improvements, and publicly accessible mews connecting Rhode Island and Henry Adams Streets.

G. Circulation, including streets, alleys and mid-block pedestrian pathways;

The Project provides appropriate ingress/egress to the proposed alley. The project is not anticipated to create traffic problems. Ingress/egress is proposed on only one street frontage, to minimize possible circulation conflicts and congestion. Additionally, the proposed mid-block pedestrian pathway will improve circulation on a 358-foot block.

H. Bulk limits;

The Project site is located in an X Bulk District, which provides no bulk restrictions.

I. Other changes necessary to bring a project into conformance with any relevant design guidelines, Area Plan or Element of the General Plan.

The Project generally meets the Objectives and Policies of the General Plan.

8. **Exceptions.** Proposed Planning Code Section 329 allows exceptions for Large Projects in the Eastern Neighborhoods Mixed Use Districts.

A. Planning Code Section 134 requires a minimum rear yard equal to 25 percent of the total lot depth beginning at the lowest story containing a dwelling unit. The subject property is a rectangular lot with four frontages and a publicly accessible mews. Planning Code Section 329(d) allows an exception for the rear yard requirement pursuant to requirements of Planning Code Section 134(f).

1. Residential uses are included in the new or expanding development and a comparable amount of readily accessible usable open space is provided elsewhere on the lot;

The Project is occupied by residential uses, ground floor retail, flex units, and a comparable amount of readily accessible open space. Per the Planning Code, the required rear yard should equal 25 percent of the lot area, which is approximately 17,680 square feet for this property. The proposed mid-block pathways, inner courtyard and public open spaces combine to provide approximately 21,800 square feet.

2. The proposed new or expanding structure will not significantly impede the access to light and air from adjacent properties:

   The Project will occupy an independent rectangular lot bounded by Rhode Island, Alameda, Henry Adams, and Division Streets, with plenty of open space in the form of a public mews, roof deck, and courtyards. The mews has a minimum width of 39 feet that increases to 72 feet toward the center of the property. The Project will result in no significant impediment to light and air from adjacent properties.

3. The proposed new or expanding structure will not adversely affect the interior block open space formed by the rear yards of adjacent properties:

   The project is located on its own block with no adjacent buildings. Therefore, the project itself defines the open space for the block. No adjacent projects exist on this block.

B. Planning Code Section 145.1 requires active uses on the ground floor. The project requests exceptions for (1) all off-street parking spaces are set back less than 25 feet at Rhode Island and Alameda Streets; (2) incorporating active uses on all street frontages, including commercial, dwellings with stoops and flex units within the first 16 feet of the building depth at ground floor; (3) providing a floor-to-floor ground floor height of 16 to 17 feet for the non-residential frontages.

   This deviation is needed to ensure adequate vehicular maneuverability in the ground floor parking area. This exception will not be visible from the street, and the overall intent of the Section 145.1 will still be met as active uses mostly frame the ground floor. Due to the existing two-foot grade differential at sidewalks, having a flush grade is not possible if the commercial space were to remain level.

C. Planning Code Section 152.1 requires two off-street freight loading spaces for a residential use in UMU Districts when the gross floor area is between 200,001 and 500,000 square feet, and one space for a commercial use between 10,001 and 30,000 square feet. The project has a three-space requirement. The project proposes four loading spaces at curbside, with two on Rhode Island Street and one each on Alameda and Division Streets.

   Providing interior loading areas would significantly alter the building configuration and coverage, resulting in larger or more curb cuts and reduce active ground floor uses. The on-street loading zones are in close proximity to building entrances and will likely be more utilized and provide easier access.

D. Planning Code Section 270.1 requires any project with a frontage of more than 200 feet to incorporate one or more mass reduction breaks in the building that reduce the horizontal

scale of the building into discrete sections not more than 200 feet in length. The minimum dimensions required for such a break are 30 feet of width and 60 feet of depth above 25 feet. Although a 76-foot wide break is provided at the Rhode Island Street frontage, the proposed 38-foot depth does not meet the minimum depth of 60 feet. Although the courtyard at Henry Adams Street meets both the width and depth requirements, it begins at 28 feet above grade rather than the required 25 feet.

In granting an exception for horizontal mass reductions, the Planning Commission shall consider the following criteria per Planning Code Section 270.1(d).

1. No more than 50 percent of the required mass is reduced unless special circumstances are evident;

   Although it does not have the minimum depth, the proposed reduction is 1.6 times larger in square footage (2,888) than the requirement (1,800). The mass reduction provided at the Rhode Island Street façade for the South Building sufficiently divides the building mass. The special circumstance for the Project is that the vast majority of developments large enough to trigger this requirement will include double-loaded corridors to access its dwelling units, as it is the most efficient means of doing so. A mass reduction break that is 60 feet deep makes this extremely difficult, and would effectively reduce the Project into multiple smaller buildings. This in turn could result in fewer units, thus significantly impacting the creation and affordability of new units in the City. Additionally, providing a wider mass reduction, at grade and above, on a large frontage is an effective alternative to separating the building mass. The proposed 10,200-square-foot mews provides a break through the property and connects Rhode Island Street with Henry Adams Streets.

2. The depth of any mass reduction breaks provided is not less than 15 feet from the front facade, unless special circumstances are evident;

   One of the proposed building breaks is 76 feet wide and 38 feet deep, while the other is 76 feet wide and 80 feet deep. Both well exceeds the 15-foot dimension. The sizes of proposed mass reductions are larger than the requirement.

3. The proposed building envelope can be demonstrated to achieve a distinctly superior effect of reducing the apparent horizontal dimension of the building; and

   As discussed above, although the proposed larger mass reduction does not meet the depth requirement, it does exceed the overall square footage and is an effective alternative to separate the building mass.

4. The proposed building achieves unique and superior architectural design.

   The building achieves unique and superior architectural design by including a publicly accessible mews of approximately 10,200 square feet and two podium courtyards totaling approximately 8,000 square feet. Additionally, the building proposes modular articulations and notches, as opposed to the code-required single break. Further, the building contains varied building materials,

colors, and recesses at the façade to create a unique and vibrant architectural rhythm through juxtaposition of these materials. The unique design of the Project is emphasized through the horizontal breakdown, the depth and hierarchy of the design elements, the overlying organization of the frames, and the recessed punched windows. Finally, the mews functions as an interior park angled at the southwest direction for maximum sun exposure.

9. **General Plan Compliance.** The Project is, on balance, consistent with the following Objectives and Policies of the General Plan:

HOUSING

Objectives and Policies

OBJECTIVE 1
IDENTIFY AND MAKE AVAILABLE FOR DEVELOPMENT ADEQUATE SITES TO MEET THE CITY'S HOUSING NEEDS, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING.

Policy 1.1
Plan for the full range of housing needs in the City and County of San Francisco, especially affordable housing.

Policy 1.8
Promote mixed use development, and include housing, particularly permanently affordable housing, in new commercial, institutional or other single use development projects.

The Project is a high density mixed-use development in an underutilized, transitioning industrial area. The Project site is a large opportunity site that is currently underdeveloped. The area around the Project site was recently rezoned to UMU as part of a long range planning goal to create a cohesive, high density residential and mixed-use neighborhood. The project will provide affordable housing as mandated by the Planning Code.

OBJECTIVE 11
SUPPORT AND RESPECT THE DIVERSE AND DISTINCT CHARACTER OF SAN FRANCISCO'S NEIGHBORHOODS.

Policy 11.1
Promote the construction and rehabilitation of well-designed housing that emphasizes beauty, flexibility, and innovative design, and respects existing neighborhood character.

Policy 11.2
Ensure implementation of accepted design standards in project approvals.

Policy 11.3
Ensure growth is accommodated without substantially and adversely impacting existing residential neighborhood character.

Policy 11.4
Continue to utilize zoning districts which conform to a generalized residential land use and density plan and the General Plan.

Policy 11.5
Ensure densities in established residential areas promote compatibility with prevailing neighborhood character.

Policy 11.6
Foster a sense of community through architectural design, using features that promote community interaction.

Policy 11.8
Consider a neighborhood's character when integrating new uses, and minimize disruption caused by expansion of institutions into residential areas.

The architecture of this Project responds to the site's location and provides a design that blends industrial elements and the contemporary architecture styles of the residential. The Project's facades all present fenestration patterns and scale similar to the expressed frame of residential and industrial uses common in the area. The exterior is designed with modern materials including metal panel cladding, cement plaster, metal/wood/brick storefronts and windows. The metal punched window openings with cement plaster recesses on the aluminum framed building provide a stimulating and visually interesting buffer between the I-80 and 101 Freeway split and Potrero Hill to the south. Variations in fenestration and treatment of the building facades allow the architecture to read as distinct pieces of a whole. Ground floor commercial spaces and the interior mews allow for areas for community interaction.

OBJECTIVE 12
BALANCE HOUSING GROWTH WITH ADEQUATE INFRASTRUCTURE THAT SERVES THE CITY'S GROWING POPULATION.

Policy 12.2
Consider the proximity of quality of life elements, such as open space, child care, and neighborhood services, when developing new housing units.

The Project provides adequate open space, all on-site. The open spaces are provided in the form of a private court, a publicly accessible courtyard and mews. The open space areas are tentatively designed to include a play area, built-in seating and ample landscaping. The mews will function as a mid-block park.

RECREATION AND OPEN SPACE ELEMENT

Objectives and Policies

OBJECTIVE 4:
PROVIDE OPPORTUNITIES FOR RECREATION AND THE ENJOYMENT OF OPEN SPACE IN EVERY SAN FRANCISCO NEIGHBORHOOD.

Policy 4.5:
Require private usable outdoor open space in new residential development.

Policy 4.6:
Assure the provision of adequate public open space to serve new residential development.

The Project will create private and public outdoor open space areas in a new residential mixed-use development through private balconies, podium courtyard, and ground floor open spaces. It will not cast shadows over any open spaces under the jurisdiction of the Recreation and Park Department. Additionally, a new pedestrian pathway will be created to connect Rhode Island Street with Henry Adams Street.

TRANSPORTATION ELEMENT

Objectives and Policies

OBJECTIVE 24:
IMPROVE THE AMBIENCE OF THE PEDESTRIAN ENVIRONMENT.

Policy 24.2:
Maintain and expand the planting of street trees and the infrastructure to support them.

Policy 24.3:
Install pedestrian-serving street furniture where appropriate.

Policy 24.4:
Preserve pedestrian-oriented building frontages.

The Project will install street trees at approximately 20 foot intervals along all four frontages. Frontages are designed with active spaces oriented at the pedestrian level. The proposed mid-block mews provides pedestrian connection through the site.

OBJECTIVE 28:
PROVIDE SECURE AND CONVENIENT PARKING FACILITIES FOR BICYCLES.

Policy 28.1:
Provide secure bicycle parking in new governmental, commercial, and residential developments.

Policy 28.3:
Provide parking facilities which are safe, secure, and convenient.

The Project includes 150 bicycle parking spaces in secure, convenient locations on the ground floor.

OBJECTIVE 34:

RELATE THE AMOUNT OF PARKING IN RESIDENTIAL AREAS AND NEIGHBORHOOD COMMERCIAL DISTRICTS TO THE CAPACITY OF THE CITY'S STREET SYSTEM AND LAND USE PATTERNS.

Policy 34.1:
Regulate off-street parking in new housing so as to guarantee needed spaces without requiring excesses and to encourage low auto ownership in neighborhoods that are well served by transit and are convenient to neighborhood shopping.

Policy 34.3:
Permit minimal or reduced off-street parking supply for new buildings in residential and commercial areas adjacent to transit centers and along transit preferential streets.

Policy 34.5:
Minimize the construction of new curb cuts in areas where on-street parking is in short supply and locate them in a manner such that they retain or minimally diminish the number of existing on-street parking spaces.

The Project has a parking to dwelling unit ratio of .69 spaces per unit. The parking spaces are accessed by two ingress/egress points at Rhode Island Street. Parking complies with efforts to reduce off-street parking in Eastern Neighborhoods.

URBAN DESIGN ELEMENT

Objectives and Policies

OBJECTIVE 1:
EMPHASIS OF THE CHARACTERISTIC PATTERN WHICH GIVES TO THE CITY AND ITS NEIGHBORHOODS AN IMAGE, A SENSE OF PURPOSE, AND A MEANS OF ORIENTATION.

Policy 1.7:
Recognize the natural boundaries of districts, and promote connections between districts.

OBJECTIVE 2:
CONSERVATION OF RESOURCES WHICH PROVIDE A SENSE OF NATURE, CONTINUITY WITH THE PAST, AND FREEDOM FROM OVERCROWDING.

Policy 2.6:
Respect the character of older development nearby in the design of new buildings.

The Project is located within the South of Market/Showplace area that is transitioning from industrial uses to a mid- to high-density residential mixed-use neighborhood. As such, the proposed building provides more intricate street façades that respond to the existing industrial built environment, while respecting the residential influences of the buildings.

OBJECTIVE 4:
IMPROVEMENT OF THE NEIGHBORHOOD ENVIRONMENT TO INCREASE PERSONAL SAFETY, COMFORT, PRIDE AND OPPORTUNITY.

Policy 4.5:
Design walkways and parking facilities to minimize danger to pedestrians.

Policy 4.13:
Improve pedestrian areas by providing human scale and interest.

While the rectangular lot has four street frontages, it only provides two vehicular access points for the entire project, limiting conflicts with pedestrians and bicyclists. Numerous street trees will be planted on each façade, ample public and private open spaces, ground floor active uses, and ground floor flexible occupancy units directly accessing the street. The pedestrian experience along the Project site will be improved.

SHOWPLACE SQUARE/POTRERO AREA PLAN

Objectives and Policies

OBJECTIVE 1.2
IN AREAS OF SHOWPLACE/POTRERO WHERE HOUSING AND MIXED USE IS ENCOURAGED, MAXIMIZE DEVELOPMENT POTENTIAL IN KEEPING WITH NEIGHBORHOOD CHARACTER

The project maximizes its development potential while remaining in keeping with the neighborhood character.

OBJECTIVE 1.7
RETAIN THE ROLE OF SHOWPLACE SQUARE AS AN IMPORTANT LOCATION FOR PRODUCTION, DISTRIBUTION, AND REPAIR (PDR) ACTIVITIES, FOCUSING IN PARTICULAR ON DESIGN RELATED ACTIVITIES.

Policy 1.7.3
Require development of flexible buildings with generous floor-to-ceiling heights, large floor plates, and other features that will allow the structure to support various businesses.

The Project includes nonresidential spaces on the ground floor with large ground floor ceiling heights and adequate area for a range of uses, including PDR.

OBJECTIVE 2.1
ENSURE THAT A SIGNIFICANT PERCENTAGE OF NEW HOUSING CREATED IN THE SHOWPLACE / POTRERO IS AFFORDABLE TO PEOPLE WITH A WIDE RANGE OF INCOMES

Policy 2.1.1
Require developers in some formally industrial areas to contribute towards the City's very low, low, moderate and middle income needs as identified in the Housing Element of the General Plan.

The project includes on-site lower income affordable units and a portion of the land to qualify for the land dedication alternative, and the remainder of the units are contemplated to be held as rental housing, which is generally more affordable to moderate and middle income households than ownership housing.

OBJECTIVE 2.3
REQUIRE THAT A SIGNIFICANT NUMBER OF UNITS IN NEW DEVELOPMENTS HAVE TWO OR MORE BEDROOMS EXCEPT SENIOR HOUSING AND SRO DEVELOPMENTS UNLESS ALL BELOW MARKET RATE UNITS ARE TWO OR MORE BEDROOM UNITS

Policy 2.3.3
Require that a significant number of units in new developments have two or more bedrooms, except Senior Housing and SRO developments.

The project contains approximately 41% two-bedroom units.

OBJECTIVE 2.4
LOWER THE COST OF THE PRODUCTION OF HOUSING

Policy 2.4.1
Require developers to separate the cost of parking from the cost of housing in both for sale and rental developments.

Policy 2.4.2
Revise residential parking requirements so that structured or off-street parking is permitted up to specified maximum amounts in certain districts, but is not required.

The project has unbundled parking at a ratio of approximately 0.69 space per unit.

OBJECTIVE 3.2
PROMOTE AN URBAN FORM AND ARCHITECTURAL CHARACTER THAT SUPPORTS WALKING AND SUSTAINS A DIVERSE, ACTIVE AND SAFE PUBLIC REALM.

Policy 3.2.1
Require high quality design of street-facing building exteriors.

Policy 3.2.2
Make ground floor retail and PDR uses as tall, roomy and permeable as possible.

Policy 3.2.3
Minimize the visual impact of parking.

Policy 3.2.4
Strengthen the relationship between a building and its fronting sidewalk.

Policy 3.2.5
Building form should celebrate corner locations.

Policy 3.2.7
Strengthen the pedestrian network by extending alleyways to adjacent streets or alleyways wherever possible, or by providing new publicly accessible mid-block rights of way.

The Project's facades are of high quality materials. The ground floor will be tall enough to create attractive storefronts for pedestrians and viable space for a variety of uses, including PDR. The parking, although at grade, are only accessible by two garage doors and are only visible at the rear where the proposed alley is located. The buildings also include appropriate modulation of the facades to break them into distinct sections.

OBJECTIVE 5.2
ENSURE THAT NEW DEVELOPMENT INCLUDES HIGH QUALITY PRIVATE OPEN SPACE

Policy 5.2.1
Require new residential and mixed-use residential development to provide on-site private open space designed to meet the needs of residents.

Policy 5.2.2
Establish requirements for commercial development to provide on-site open space.

Policy 5.2.3
Encourage private open space to be provided as common spaces for residents and workers of the building wherever possible.

Policy 5.2.4
Encourage publicly accessible open space as part of new residential and commercial development.

The project includes high quality private and common open space in balconies, decks, courtyards, and two mews, as well as publicly accessible open space.

10. **Planning Code Section 101.1(b)** establishes eight priority-planning policies and requires review of permits for consistency with said policies. On balance, the project does comply with said policies in that:

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

There are no existing neighborhood-serving retail uses on the site. The Project will provide approximately 11,700 square feet of ground floor space adequate for various retail uses, including neighborhood serving retail, which will create opportunities for local resident employment and ownership opportunities.

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

No housing exists on the project site. The project will provide up to 239 new dwelling units, significantly increasing the neighborhood housing stock. The design of the Project is compatible with the surrounding neighborhood. For these reasons, the proposed project would protect and preserve the cultural, economic and historic significance of the neighborhood.

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

The Project will not displace any affordable housing because there is currently no housing on the site. The Project will comply with the City's Inclusionary Housing Program, therefore increasing the stock of affordable housing units in the City.

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

The project site is within walking distance of a number of MUNI stops which connect to various points in the City. The majority of future residents are expected to use alternative methods of transportation other than private automobiles, and the small number of vehicle trips generated by this project would not impede MUNI transit service or overburden streets.

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

The Project does not include any commercial office development. The proposal will provide potential neighborhood-serving uses and opportunities for employment.

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

The project will be designed and will be constructed to conform to the structural and seismic safety requirements of the Building Code. This proposal will not impact the property's ability to withstand an earthquake.

G. That landmarks and historic buildings be preserved.

A landmark or historic building does not occupy the Project site.

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

The Project will not affect the City's parks or open space or their access to sunlight and vistas. A shadow study was completed and concluded that the Project will not cast shadows on any property under the jurisdiction of, or designated for acquisition by, the Recreation and Park Commission.

11. **First Source Hiring.** The Project is subject to the requirements of the First Source Hiring Program as they apply to permits for residential development (Section 83.4(m) of the Administrative Code), and the Project Sponsor shall comply with the requirements of this Program as to all construction work and on-going employment required for the Project. Prior to the issuance of any building permit to construct or a First Addendum to the Site Permit, the Project Sponsor shall have a First Source Hiring Construction and Employment Program approved by the First Source Hiring Administrator, and evidenced in writing. In the event that both the Director of Planning and the First Source Hiring Administrator agree, the approval of the Employment Program may be delayed as needed.

The Project Sponsor submitted a First Source Hiring Affidavit and prior to issuance of a building permit, will executed a First Source Hiring Memorandum of Understanding and a First Source Hiring Agreement with the City's First Source Hiring Administration.

12. **CEQA Findings.** Findings under the California Environmental Quality Act (CEQA) and statement of overriding considerations are incorporated by reference and as Exhibit B.

13. **Mitigation.** Pursuant to CEQA, the Commission has considered the mitigation measures as described in the FEIR and will include these measures and the mitigation monitoring program (MMRP) as conditions of Project approval and incorporated by reference and as Exhibit C.

14. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.

15. The Commission hereby finds that approval of the Large Project authorization would promote the health, safety and welfare of the City.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby **APPROVES Large Project Authorization Application No. 2012.0701X** under Planning Code Section 329 to allow the proposed construction of two new six-story, 68-foot tall buildings consisting of up to 239 dwelling units, approximately 11,700 square feet of ground floor retail, and parking for up to 164 spaces, and exceptions including rear yard, street frontage, off-street freight loading and horizontal mass reduction, within the UMU (Urban Mixed Use) Zoning District and within a 68-X Height and Bulk Designation. The project is subject to the following conditions attached hereto as "EXHIBIT A" in general conformance with plans on file, dated June 18, 2011, and stamped "EXHIBIT D", which is incorporated herein by reference as though fully set forth.

The Planning Commission hereby adopts the MMRP attached hereto as Exhibit C and incorporated herein as part of this Resolution/Motion by this reference thereto. All required mitigation measures identified in the IS/MND and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Large Project Authorization to the Board of Appeals within fifteen (15) days after the date of this Motion No. 18794. The effective date of this Motion shall be the date of this Motion if not appealed (After the 15-day period has expired) OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. For further information, please contact the Board of Appeals at (415) 575-6880, 1650 Mission Street, Room 304, San Francisco, CA 94102.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on January 24, 2013.

Jonas P. Ionin
Acting Commission Secretary

AYES: Commissioners Sugaya, Fong, Antonini, Moore, Borden, and Wu

NAYES: None

RECUSED: Commissioner Hillis

ADOPTED: January 31, 2013

EXHIBIT A

AUTHORIZATION

This authorization is to allow a Large Project Authorization and exceptions including (1) rear yard pursuant to Planning Code Section 134, (2) street frontage pursuant to Planning Code Section 145.1, (3) off-street freight loading pursuant to Planning Code Section 152, and (4) horizontal mass reduction pursuant to Planning Code Section 270.1, for the proposed construction of two new six-story, 68-foot buildings consisting of up to 239 dwelling units, approximately 11,700 square feet of ground floor retail, and parking for up to 164 spaces; in general conformance with plans, dated December 17, 2012, and stamped "EXHIBIT D" included in the docket for Case No. 2012.0701X and subject to conditions of approval reviewed and approved by the Commission on January 24, 2013, under Motion No. 18794. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on January 24, 2013, under Motion No. 18794.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. 18794 shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Large Project Authorization and any subsequent amendments or modifications.

SEVERABILITY

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

CHANGES AND MODIFICATIONS

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

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

1. **Validity and Expiration.** The authorization and right vested by virtue of this action is valid for three years from the effective date of the Motion. A building permit from the Department of Building Inspection to construct the project and/or commence the approved use must be issued as this Large Project Authorization is only an approval of the proposed project and conveys no independent right to construct the project or to commence the approved use. The Planning Commission may, in a public hearing, consider the revocation of the approvals granted if a site or building permit has not been obtained within three (3) years of the date of the Motion approving the Project. Once a site or building permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. The Commission may also consider revoking the approvals if a permit for the Project has been issued but is allowed to expire and more than three (3) years have passed since the Motion was approved. *For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org.*

2. **Extension.** This authorization may be extended at the discretion of the Zoning Administrator only where failure to issue a permit by the Department of Building Inspection to perform said tenant improvements is caused by a delay by a local, State or Federal agency or by any appeal of the issuance of such permit(s). *For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org*

DESIGN

3. **Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design and the design and development of the streetscape and pedestrian elements in conformance with the Better Streets Plan. Final materials, glazing, color, texture, landscaping, and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6613, www.sf-planning.org*

4. **Flexible-Occupancy Units.** The ground floor dwelling units in the North Building are designated as Flexible-Occupancy Units and are subject to the following conditions:

    a. The units are considered dwelling units and are subject to the affordability controls of Planning Code Section 415. The total gross floor area of each unit is subject to the residential rate of Eastern Neighborhood Impact Fee per Planning Code Section 427.3.

    b. The ground floor of these units may be occupied by the following non-residential uses:

        i. All retail sales and services permitted as of right in the UMU Zoning District (Sec. 843.45);

        ii. All arts activities permitted as of right in the UMU Zoning District (Sec. 843.55);

iii. Trade shops (Sec. 843.80); and

iv. Catering services (Sec. 843.81).

v. Other uses not specified herein that are permitted as of right in the UMU Zoning District and deemed appropriate by the Zoning Administrator.

c. Changes of non-residential uses are subject to the notification requirements of Planning Code Section 312.

d. Permitted non-residential uses may occupy the ground floor only. Any conversion of residential space on the 2nd floor shall be tantamount to the removal of a dwelling unit and be subject to the controls of Planning Code Section 317.

e. Non-residential uses permitted on the ground floor are subject to all applicable requirements of the Building and Fire Codes.

5. **The Mid-block Pedestrian Pathway.** Planning Code Section 270.2, the project shall meet all design criteria of Subsection (e). It shall also meet the following criteria:

a. **Maintenance.** The mid-block pedestrian pathway shall be maintained at no public expense. The owner of the property on which the alley is located shall maintain it by keeping the area clean and free of litter and by keeping it in an acceptable state of repair. Conditions intended to assure continued maintenance of the right-of-way for the actual lifetime of the building giving rise to the open space requirement may be imposed in accordance with the provisions of Section 329 for Eastern Neighborhoods Mixed Use Districts.

b. **Informational Plaque.** Prior to issuance of a permit of occupancy, a plaque shall be placed in a publicly conspicuous location for pedestrian viewing. The plaque shall state the right of the public to pass through the alley and stating the name and address of the owner or owner's agent responsible for maintenance. The plaque shall be of no less than 24 inches by 36 inches in size.

c. Property owners providing a pathway or alley under this section will hold harmless the City and County of San Francisco, its officers, agents and employees, from any damage or injury caused by the design, construction or maintenance of the right-of-way, and are solely liable for any damage or loss occasioned by any act or neglect in respect to the design, construction or maintenance of the right-of-way.

6. **Garbage, composting and recycling storage.** Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the building permit plans. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings. *For information about compliance, contact the Case Planner, Planning Department at 415-558-6613, www.sf-planning.org*

7. **Transformer Vault.** The location of individual project PG&E Transformer Vault installations has significant impacts to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning

Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:

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

Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests. *For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, http://sfdpw.org*

AFFORDABLE HOUSING

8. **Land Dedication Alternative.** The Project Sponsor has chosen to satisfy the affordability requirement for the Project through a combination of land dedication and on-site pursuant to Planning Code Section 419.5. A portion of 801 Brannan Street is dedicated to the Mayor's Office of Housing (MOH) for the purpose of developing affordable housing units. The land dedication would satisfy the entire affordability requirement for 1 Henry Adams, which would have been 38 units. The land dedication also partially satisfies the affordability requirement for 801 Brannan Street, which would have been 69 units.

The Project Sponsor has been in discussions with the Mayor's Office of Housing (MOH) and the Planning Department. On January 9, 2013, MOH provided a letter to the Planning Department that confirmed that the site that the Project Sponsor has selected, a portion of 801 Brannan [Block 3783 / Lot 001], is acceptable under Planning Code Section 419.5(2), subject to the following conditions precedent:

- Developer must demolish the existing improvements on the Dedication Site in a manner equivalent to the extent of the demolition on the Brannan Principal Site, including the removal of the railroad platforms and other concealed conditions.

- After demolition Developer must cap the site to prevent the off-site migration of contaminated soils and shall, at its sole expense, maintain the Dedication Site in good order, condition and repair, reasonable wear and tear excepted, and otherwise operate the Dedication Site in the same manner as if Developer were retaining the Dedication Site, until the date fee title to the Dedication Site is transferred to the City.

- Developer to deposit in escrow $706,250 required for the full remediation of ubiquitous contaminants at the Dedication Site as established in that certain letter from Stellar Environmental Solutions, Inc., dated August 1, 2012, and attached as Exhibit A to this letter. Funds will be released from escrow to cover any and all costs for the excavation and offsite disposal of approximately 4,306 tons of Class 1 lead-contaminated soil at the Dedication Site.

- Developer to subdivide the property to create the Dedication Site as a separate legal parcel, to be evidenced by a completed ALTA Survey to be approved by the City.

- Where the Environmental Impact Report (EIR) requires mitigations and improvement measures affecting the Brannan Principal Site in its entirety or the Henry Adams Principal Site, Developer to complete the measures for the Dedication Site as well as the Principal Sites. Mitigations and improvements to include C-TR-38 (signalization for problem intersection of Division/Rhode Island), M-HZ-1 (EN-K-1) (hazardous building materials such as fluorescent lights and PCBs to be surveyed and abated), I-TR-5 (striping on 7th at Brannan), I-TR-22a (pedestrian crosswalk striping), I-TR-22b (corner bulbout at NW corner of Alameda/Rhode Island), Hazards 3(a) (Site Mitigation Plan for soil to the Department of Public Health, either as part of such Plan for the Brannan Principal Site or as a separate plan for the Dedication Site), and 3(b) (potential Underground Storage Tanks at Brannan Street). This condition may be addressed by the Planning Commission's Conditions of Approval, to require the mitigation work to occur over the course of the development of the Brannan Principal Site.

- Developer to perform necessary utility infrastructure planning and design for a total of 158 units (the proposed 150 affordable units plus 5%) to be developed at the Dedication Site, in conjunction with total infrastructure calculations for wet and dry utilities services for the Principal Site. Developer to include MOH in efforts to coordinate joint trench design and in outreach to utility service providers.

- Developer to deliver marketable and insurable fee simple title to the Dedication Site, the Improvements and the Appurtenances, by duly executed and acknowledged grant deed, free of the liens of any and all deeds of trust, mortgages, assignments of rents, financing statements, creditors' claims, rights of tenants or other occupants, and all other exceptions, liens and encumbrances, other than those exceptions approved by MOH. At a minimum, Developer must either remove or mitigate to MOH's satisfaction the following exceptions on the title report dated August 21, 2012:

  Exception 5 – encroachment of Lot 7 improvements
  Exception 9 – obligations related to the Lot 8 easement
  Exception 10 –responsibility for maintaining vehicular access area
  Exception 15 –Agreement Imposing Restrictions

Satisfaction of the requirements under Planning Code Section 419 for the project through the land dedication alternative and the transfer of the site are subject to the approval of the Board of Supervisors.

In order to qualify for the land dedication alternative, all of the conditions precedent must be satisfied, and the fee title transferred to the City. In the event the land dedication process is not completed, the developer will have to satisfy the requirements under Planning Code Section 419 through on-site, off-site, or in-lieu fee.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

9. **On-Site Alternative.** The Project contains a total of 671 units (432 units at 801 Brannan Street and 239 units at 1 Henry Adams Street); therefore, 55 affordable units are required. The Project Sponsor will fulfill this requirement by providing the 55 affordable units on-site at 801 Brannan Street and 37,800 square feet of area for land dedication. If the number of market-rate units change, or in the event the land dedication process is not completed, the developer will have to satisfy the requirements under Planning Code Section 419 through on-site, off-site, or in-lieu fee, and the number of required affordable units shall be modified accordingly with written approval from Planning Department staff in consultation with the Mayor's Office of Housing ("MOH").
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, http://sf-moh.org/index.aspx?page=321

10. **Unit Mix.** In the event the land dedication process is not completed, the developer will have to satisfy the requirements under Planning Code Section 419 through on-site, off-site, or in-lieu fee. The following conditions will apply to on-site below market rate affordable housing units: The Project contains 6 flexible-occupancy, 32 studios, 103 one-bedroom, 90 two-bedroom, and 10 three-bedroom units; therefore, the required affordable unit mix is 5 studios, 17 one-bedroom, 15 two-bedroom, and 1 three-bedroom units. If the market-rate unit mix changes, the affordable unit mix will be modified accordingly with written approval from Planning Department staff in consultation with MOH.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, http://sf-moh.org/index.aspx?page=321

11. **Unit Location.** The affordable units shall be designated on a reduced set of plans recorded as a Notice of Special Restrictions on the property prior to the issuance of the first construction permit.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, http://sf-moh.org/index.aspx?page=321.

12. **Phasing.** If any building permit is issued for partial phasing of the Project, the Project Sponsor shall have designated not less than 12 percent (12%) of the each phase's total number of dwelling units as on-site affordable units.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, http://sf-moh.org/index.aspx?page=321.

13. **Duration.** Under Planning Code Section 419.8, all units constructed pursuant to Section 419.6, must remain affordable to qualifying households for the life of the project.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, http://sf-moh.org/index.aspx?page=321.

14. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 419 et seq. of the Planning Code and City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 419. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can be obtained at the MOH at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing's websites, including on the internet at:
http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451.
As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale.
For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, http://sf-moh.org/index.aspx?page=321

    a. The affordable unit(s) shall be designated on the building plans prior to the issuance of the first construction permit by the Department of Building Inspection ("DBI"). The affordable unit(s) shall (1) reflect the unit size mix in number of bedrooms of the market rate units, (2) be constructed, completed, ready for occupancy and marketed no later than the market rate units, and (3) be evenly distributed throughout the building; and (4) be of comparable overall quality, construction and exterior appearance as the market rate units in the principal project. The interior features in affordable units should be generally the same as those of the market units in the principal project, but need not be the same make, model or type of such item as long they are of good and new quality and are consistent with then-current standards for new housing. Other specific standards for on-site units are outlined in the Procedures Manual.

    b. If the units in the building are offered for sale, the affordable unit(s) shall be sold to first time home buyer households, as defined in the Procedures Manual, whose gross annual income, adjusted for household size, does not exceed an average of one hundred (100) percent of the median income for the City and County of San Francisco as defined in the Inclusionary Affordable Housing Program, an amount that translates to ninety (90) percent of Area Median Income under the income table called "Maximum Income by Household Size" derived from the Unadjusted Area Median Income for HUD Metro Fair Market Rent Area that contains San Francisco. The initial sales price of such units shall be calculated according to the Procedures Manual. Limitations on (i) reselling; (ii) renting; (iii) recouping capital

improvements; (iv) refinancing; and (v) procedures for inheritance apply and are set forth in the Inclusionary Affordable Housing Program and the Procedures Manual.

c. The Project Sponsor is responsible for following the marketing, reporting, and monitoring requirements and procedures as set forth in the Procedures Manual. MOH shall be responsible for overseeing and monitoring the marketing of affordable units. The Project Sponsor must contact MOH at least six months prior to the beginning of marketing for any unit in the building.

d. Required parking spaces shall be made available to initial buyers or renters of affordable units according to the Procedures Manual.

e. Prior to the issuance of the first construction permit by DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that contains these conditions of approval and a reduced set of plans that identify the affordable units satisfying the requirements of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOH or its successor.

f. The Project Sponsor has demonstrated that it is eligible for the On-site Affordable Housing Alternative under Planning Code Section 415.6 instead of payment of the Affordable Housing Fee, and has submitted the Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415 to the Planning Department stating the intention to enter into an agreement with the City to qualify for a waiver from the Costa-Hawkins Rental Housing Act based upon the proposed density bonus and concessions provided by the City provided herein. The Project must execute the Costa Hawkins agreement prior to Planning Commission approval or must revert to payment of the Affordable Housing Fee.

g. If the Project Sponsor fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the development project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Section 415 et seq. shall constitute cause for the City to record a lien against the development project and to pursue any and all available remedies at law.

h. If the Project becomes ineligible at any time for the On-site Affordable Housing Alternative, the Project Sponsor or its successor shall pay the Affordable Housing Fee prior to issuance of the first construction permit or may seek a fee deferral as permitted under Ordinances 0107-10 and 0108-10. If the Project becomes ineligible after issuance of its first construction permit, the Project Sponsor shall notify the Department and MOH and pay interest on the Affordable Housing Fee at a rate equal to the Development Fee Deferral Surcharge Rate in Section 107A.13.3.2 of the San Francisco Building Code and penalties, if applicable.

PARKING AND TRAFFIC

15. **Parking for Affordable Units.** All off-street parking spaces shall be made available to Project residents only as a separate "add-on" option for purchase or rent and shall not be bundled with any Project dwelling unit for the life of the dwelling units. The required parking spaces may be made available to residents within a quarter mile of the project. All affordable dwelling units pursuant to Planning Code Section 415 shall have equal access to use of the parking as the market rate units, with parking spaces priced commensurate with the affordability of the dwelling unit. Each unit within the Project shall have the first right of refusal to rent or purchase a parking space until the number of residential parking spaces are no longer available. No conditions may be placed on the purchase or rental of dwelling units, nor may homeowner's rules be established, which prevent or preclude the separation of parking spaces from dwelling units.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

16. **Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation impacts during construction of the Project.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

EASTERN NEIGHBORHOODS INFRASTRUCTURE IMPACT FEE

17. **Impact Fees.** The Eastern Neighborhoods Public Benefits Fund is implemented in part through district-specific Eastern Neighborhoods Impact Fee which applies to the Project Area. Fees shall be charged on net additions of gross square feet which result in a net new residential unit, contribute to a 20 percent increase of non-residential space in an existing structure, or create non-residential space in a new structure. Fees shall be assessed on residential use, and on non-residential use within each use category of Cultural/Institution/Education; Management, Information & Professional Service; Medical & Health Service; Retail/Entertainment; and Visitor Services; with no substitutions across uses. Fees shall be assessed on mixed use projects according to the gross square feet of each use in the project. The project is within the Impact Fee Tier 1 for residential, which requires $8 per gross square-foot of residential space, and Tier 2 for non-residential, which requires $10 per gross square-foot of non-residential space.

    Prior to the issuance by the Department of Building Inspection (DBI) of the first site or building permit, the sponsor of any project subject to the Eastern Neighborhoods Impact Fee shall pay to the Treasurer according to the schedule in Table 423.3. Planning Code Section 423.3 also provides alternatives satisfying this requirement.

PROVISIONS

18. **First Source Hiring.** The Project shall adhere to the requirements of the First Source Hiring Construction and Employment Program approved by the First Source Hiring Administrator,

pursuant to Section 83.4(m) of the Administrative Code. The Project Sponsor shall comply with the requirements of this Program regarding construction work and on-going employment required for the Project. *For information about compliance, contact the First Source Hiring Manager at 415-401-4960, www.onestopSF.org*

MONITORING

19. **Enforcement.** Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction. *For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org*

20. **Revocation due to Violation of Conditions.** Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

21. **Sidewalk Maintenance.** The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards. *For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, http://sfdpw.org/*

22. **Community Liaison.** Prior to issuance of a building permit to construct the project and implement the approved use, the Project Sponsor shall appoint a community liaison officer to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.
For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

23. **Mitigation Measures**

Mitigation measures described in the MMRP attached as Exhibit C are necessary to avoid potential significant effects of the proposed project and have been agreed to by the project sponsor. Their implementation is a condition of project approval. In addition, implementation of mitigation measures on the Dedication Site, as detailed in Condition 8 above, is required should the land transfer occur. Some of these measures will be implemented after the land transfer occurs.

G:\DOCUMENTS\X\Henry Adams_1_20120701X\Draft Motion.doc

ATTACHMENT A

ONE HENRY ADAMS STREET 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 proposed 1 Henry Adams Street Project and related approval actions ("Project"), the San Francisco Planning Commission ("Planning Commission" or "Commission") makes and adopts the following findings of fact and statement of overriding considerations and adopts the following recommendations regarding mitigation measures, improvement measures I-TR-Parking A and I-TR-Parking B, and alternatives based on substantial evidence in the whole record of this proceeding and under the California Environmental Quality Act, California Public Resources Code Sections 21000 et seq. ("CEQA"), particularly Sections 21081 and 21081.5, the Guidelines for implementation of CEQA, California Code of Regulations, Title 14, Sections 15000 et seq. ("CEQA Guidelines"), particularly Sections 15091 through 15093, and Chapter 31 of the San Francisco Administration Code.

I. Introduction

This document is organized as follows:

Section I provides a description of the proposed Project, the environmental review process for the 801 Brannan and One Henry Adams Streets Project Environmental Impact Report (the "EIR"), the Planning Commission 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;

Section IV identifies significant impacts that cannot be avoided or reduced to less-than significant levels;

Section V discusses why recirculation of the EIR is not required;

Section VI evaluates the economic, legal, social, technological, and other considerations that support the rejection of the alternatives analyzed in the EIR; and

Section VII presents a statement of overriding considerations setting forth specific reasons in support of the Planning Commission's actions in light of the environmental consequences of the project.

Section VIII includes a statement incorporating the Final EIR by reference.

Attached to these findings as Exhibit 1 is the Mitigation Monitoring and Reporting Program ("MMRP") for the mitigation and improvement measures that have been proposed for adoption. The Mitigation Monitoring and Reporting Program is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. It provides a table setting forth each mitigation measure listed in the Final EIR ("FEIR") that is required to reduce or avoid a significant adverse impact. Exhibit 1 also specifies the agency responsible for implementation of each measure and establishes monitoring actions and a monitoring schedule.

These findings are based upon substantial evidence in the entire record before the Planning Commission. The references set forth in these findings to certain pages or sections of the EIR 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.

A. Project Description

The rectangular One Henry Adams Street Project site ("Project Site") is approximately 72,000 square feet (1.65 acres) in size and occupies the entire block bounded by Division, Rhode Island, Alameda, and Henry Adams Streets on Assessor's Block 3911, Lot 1. The Project Site is within the Showplace Square/Potrero Hill Area Plan ("Area Plan"), the Urban Mixed Use (UMU) zoning district and a 68-X Height and Bulk district. The Project Site is currently occupied by three buildings. The two-story building at 55 Division Street and One Henry Adams Street was constructed in the 1950s and has approximately 8,549 square feet of showroom space and 1,615 square feet of office space. The 40 Rhode Island Street building is a vacant 13,000-square-foot, one-story building constructed in the late nineteenth century and altered between 1900 and 1920; it formerly housed a variety of industrial uses. The long, rectangular 20-foot-high, 6,000-square-foot, one-story showroom building at 3 & 5 Henry Adams Street was constructed in the 1970s. In addition, there are approximately 127 surface parking spaces in three different locations on the Project Site.

The Project entails demolition of all existing structures on the Project Site, and the construction of two separate six-story, 68-foot-tall buildings totaling approximately 290,412 gross square feet (sq. ft.) and including 239 dwelling units (comprised of 32 studios, 103 one-bedroom units, 90 two-bedroom units, 10 three-bedroom units and four flex-lofts in 205,584 sq. ft. of residential space), about 13,106 sq. ft. of retail/commercial space, and about 25,912 sq. ft. of parking space. The Project includes approximately 240 bicycle spaces and 164 vehicle parking spaces (including two car share spaces) in a multi-park platform-shifting system within an at-grade

parking garage. Access to the at-grade parking garage would be via two 12-foot-wide driveways along Rhode Island Street.

The Project also includes approximately 25,700 sq. ft. of open space. This open space would include approximately 14,600 sq. ft. of publicly accessible open space located within a landscaped mid-block passage between the two buildings and the Henry Adams setback (an approximately 12 foot wide publicly accessible walkway along Henry Adams Street). The remaining open space, totaling approximately 11,000 sq. ft., would be located within two landscaped podium level courtyards and a landscaped rooftop terrace.

To fulfill the Project's Inclusionary Affordable Housing requirement, the easternmost portion of the nearby 801 Brannan Street site (Assessor's Block 3783, Lot 1), would be dedicated to the City for the future development of up to 150 affordable housing units by the Mayor's Office of Housing (MOH).

The Project is one component of two analyzed in the EIR for Variant 3 (the Proposed Project), with the other component including the 801 Brannan Street Project located at the rectangular 801 Brannan Street Project site on Assessor's Block 3783, Lot 1.

B. Environmental Review

The Planning Department determined that an Environmental Impact Report was required for the Project. The Planning Department published the Draft EIR (State Clearinghouse No. 2003112070) and provided public notice of the availability of the Draft EIR for public review and comment on June 22, 2011.

On June 22, 2011, a Notice of Completion and copies of the Draft EIR were distributed to the State Clearinghouse. Notices of availability for the Draft EIR of the date and time of the public hearings were posted on the Planning Department's website on June 22, 2011.

The Planning Commission held a duly noticed public hearing on the Draft EIR on July 28, 2011. At this hearing, opportunity for public comment was given, and public comment was received on the Draft EIR. The Planning Department accepted public comments on the Draft EIR from June 23, 2011, to August 8, 2011.

The Planning Department published the Responses to Comments on the Draft EIR on January 8, 2013. This document includes responses to environmental comments on the Draft EIR made at the public hearing on July 28, 2011, as well as written comments submitted on the Draft EIR during the public review period from June 23, 2011, to August 8, 2011. The Responses to Comments document also contains text changes to the Draft EIR to update the project description and correct or clarify information presented in the Draft EIR, including changes to the Draft EIR text made in response to comments.

C. Planning Commission Actions

The Planning Commission is being requested to take the following actions to approve, recommend to the Board of Supervisors, and implement the Project:

- Certification the Final EIR.
- Adoption of CEQA findings and the MMRP.
- Approval of a Large Project Authorization for a large site development, with exceptions for Rear Yard (Section 134), Street Frontage (Section 145.1), Off-Street Loading (152.1), Mid-block Passages (Section 261.1(d)(3)), Mass Reduction (Section 270.1), Accessible Parking (Section 155(i)), and Accessory Use Provisions (Sections 204.4(b) and 803.3(b)(1)(C)).
- A determination of consistency with the *General Plan* and Priority Policies for the proposed land dedication.

D. Location of Records

The record upon which all findings and determinations related to the Project are based includes the following:

- The EIR, and all documents referenced in or relied upon by the EIR.
- All information (including written evidence and testimony) provided by City staff to the Planning Commission relating to the EIR, the proposed approvals and entitlements, the Project, and the alternatives set forth in the EIR.
- All information (including written evidence and testimony) presented to the Planning Commission by the environmental consultant and subconsultants who prepared the EIR, or incorporated into reports presented to the Planning Commission.
- All information (including written evidence and testimony) presented to the City from other public agencies relating to the Project or the EIR.
- All applications, letters, testimony and presentations presented to the City by Archstone, the project sponsor for the Project, and its consultants in connection with the Project.
- All information (including written evidence and testimony) presented at any public hearing or workshop related to the Project and the EIR.
- For documentary and information purposes, all locally-adopted land use plans and ordinances, including, without limitation, general plans, specific plans and ordinances, together with environmental review documents, findings, mitigation monitoring programs and other documentation relevant to planned growth in the area.

- The MMRP.
- All other documents comprising the record pursuant to Public Resources Code Section 2116.76(e).

The public hearing transcript, a copy of all letters regarding the Final EIR received during the public review period from June 23, 2011, to August 8, 2011, the administrative record, and background documentation for the Final EIR are located at the Planning Department, 1650 Mission Street, Suite 400, San Francisco. Jonas P. Ionin, Acting Commission Secretary, is the custodian of these documents and materials.

These findings are based upon substantial evidence in the entire record before the Planning Commission.

II. Impacts Found Not To Be Significant, Thus Requiring No Mitigation

Finding: Based on substantial evidence in the whole record of this proceeding, the Planning Commission finds that the implementation of the Project would not result in any significant environmental impacts in the following areas: Aesthetics; Greenhouse Gas Emissions; Wind and Shadow; Recreation; Utilities and Service Systems; Public Services; Biological Resources; Geology and Soils; Hydrology and Water Quality; Mineral and Energy Resources; Agricultural and Forest Resources; and Growth Inducement. Each of these topics is analyzed and discussed in detail in the EIR including, but not limited to, in EIR Chapters: V.B, V.G, V.H.9, V.H.10, V.H.11, V.H.12, V.H.13, V.H.14, V.H.15, V.H.17, V.H.18 and VI.A.

III. Findings of Potentially Significant Impacts That Can Be Avoided Or Reduced To A Less Than Significant Level

Finding: 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.

The findings in this Section III and in Section IV concern impacts identified in the EIR and mitigation measures set forth in the EIR. These findings discuss mitigation measures as proposed in the EIR and recommended for adoption by this Commission, the Board of Supervisors, and other City entities that can be implemented by the City agencies or departments. The mitigation measures proposed for adoption in this section are identical to the mitigation measures identified in the attached MMRP. Because the Project would include bulbouts on the northwest corner of the intersection of Alameda/Rhode Island, on the northeast corner of the intersection of Alameda/Henry Adams and on the southeast corner of the intersection of Division/Henry Adams, Improvement Measure I-TR-22b, p. 192 of the Draft EIR, which would install a corner bulbout on the northwest corner of the Alameda/Rhode Island intersection, was deemed by the Planning Department to no longer apply to the Project and is

thus not discussed in this section or included in the MMRP. The Draft EIR and Response to Comments document provides additional evidence as to how these measures would avoid or reduce the identified impacts as described herein. Such analysis, as stated in Section VIII, is incorporated herein by reference.

As explained previously, **Exhibit 1**, attached, contains the Mitigation Monitoring and Reporting Program ("MMRP") required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. It provides a table setting forth each mitigation measure listed in the FEIR that is required to reduce or avoid a significant adverse impact. **Exhibit 1** also specifies the party responsible for implementation of each measure, establishes monitoring actions and a monitoring schedule.

The Planning Commission finds, based on the record before it, that the mitigation measures proposed for adoption in the MMRP are feasible, and that they can and should be carried out by the Project Sponsor and the identified agencies at the designated time. This Planning Commission urges other agencies to adopt and implement applicable mitigation measures set forth in the MMRP that are within the jurisdiction and responsibility of such entities. The Planning Commission acknowledges that if such measures are not adopted and implemented, the Project may result in additional significant unavoidable impacts. For this reason, and as discussed in Section VI, the Planning Commission is adopting a Statement of Overriding Considerations as set forth in Section VII.

All mitigation measures identified in the FEIR that are applicable to the Project and would reduce or avoid significant adverse environmental impacts of the Project are proposed for adoption and are set forth in **Exhibit 1**, in the MMRP. The Planning Commission agrees to and adopts all mitigation measures set forth in the MMRP.

A. Cultural and Paleontological Resources

1. Impact – Impacts on Archeological Deposits (CP-2)

a) Potentially Significant Impact

The EIR finds that excavation for the Project could result in extensive physical effects on any archeological deposits that may be present beneath the surface of the Project Site.

b) Mitigation Measures M-CP-2b and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure M-CP-2b, p. 141 - 142, Accidental Discovery at the One Henry Adams Site, as follows:

M-CP-2b: Accidental Discovery at the One Henry Adams Site. The following mitigation measure is required to avoid any potential adverse effect from the proposed

project on accidentally discovered buried or submerged historical resources as defined in *CEQA Guidelines* Section 15064.5(a)(c) at the One Henry Adams site. The project sponsor shall distribute the Planning Department archeological resource "ALERT" sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken each contractor is responsible for ensuring that the "ALERT" sheet is circulated to all field personnel including, machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide the Environmental Review Officer (ERO) with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utilities firm) to the ERO confirming that all field personnel have received copies of the Alert Sheet.

Should any indication of an archeological resource be encountered during any soils-disturbing activity of the project at the One Henry Adams site, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until the ERO has determined what additional measures should be undertaken.

If the ERO determines that an archeological resource may be present within the One Henry Adams site, the project sponsor shall retain the services of an archeological consultant from the pool of qualified archeological consultants maintained by the Planning Department archeologist.

The archeological consultant shall advise the ERO as to whether the discovery is an archeological resource, retains sufficient integrity, and is of potential scientific/historical/cultural significance. If an archeological resource is present, the archeological consultant shall identify and evaluate the archeological resource. The archeological consultant shall make a recommendation as to what action, if any, is warranted. Based on this information, the ERO may require, if warranted, specific additional measures to be implemented by the project sponsor.

Measures might include: preservation in situ of the archeological resource; an archeological monitoring program; or an archeological testing program. If an archeological monitoring program or archeological testing program is required, it shall be consistent with the Environmental Planning division guidelines for such programs. The ERO may also require that the project sponsor immediately implement a site security program if the archeological resource is at risk from vandalism, looting, or other damaging actions.

The project archeological consultant shall submit a Final Archeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered

archeological resource and describing the archeological and historical research methods employed in the archeological monitoring/data 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.

Copies of the Draft FARR shall be sent to the ERO for review and approval. Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, the ERO may require a different final report content, format, and distribution than that presented above.

2. Impact – Impact on Human Remains (CP-3)

a) Potentially Significant Impact

The EIR finds that excavation during construction for the Project could disturb or remove human remains.

b) Mitigation Measure M-CP-2b and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure M-CP-2b, Accidental Discovery at the One Henry Adams Site, discussed above.

3. Impact – Impacts on Off-Site Historical Resources (CP-5)

b) Potentially Significant Impact

The EIR finds that the design and new construction resulting from the Project may result in an adverse impact to off-site historical resources in the vicinity of the Project Site.

b) Mitigation Measure M-CP-5 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure M-CP-5, Off-Site Resources – New Building Design, pp. 144-145, as follows:

M-CP-5: Off-Site Resources – New Building Design. A detailed building envelope design shall be submitted for further review by Department preservation staff prior to issuance of any building permit or scheduling of any hearing regarding project entitlements. The proposed design will be reviewed for conformance with the Planning Department Industrial Design Guidelines and the *Secretary of Interior's Standards for the Treatment of Historic Properties with Guidelines for Preserving, Rehabilitating, Restoring and Reconstructing Historic Buildings* for compatibility with the character and context of surrounding historic, former industrial buildings. Without imitating the features of the historic buildings (or contemporary buildings in the area), the design should:

- use similar or complimentary materials,
- repeat and/or respect the heights of floors and rhythms and depths of bays,
- use compatible window/door types and sizes/shapes of openings,
- use compatible roof shapes,
- respect relationship of solids to voids and planar quality of massing at street-facing façades, and
- reference character-defining features of the surrounding historical resources.

Character-defining features of the surrounding historical resources include:

- heavy timber or steel-framing, exterior brick construction—typically American common bond, or reinforced concrete construction
- granite or molded brick water tables
- heights ranging from one to seven stories
- grid-like arrangement of punched window openings with either flat lintels or segmental arched headers
- a classic tripartite façade arrangement consisting of base, shaft, and capital
- flat or gable roofs
- wood double-hung or steel casement windows
- corbelled brick or concrete or terra cotta ornament - including door and window surrounds, stringcourses, quoins, window arches, friezes, and cornices.

With application of the mitigation measure, the design of proposed new construction would not result in material alteration of the adjacent historical resources in manner that would constitute a substantial adverse change to a historical resource or its immediate surroundings. Therefore, implementation of Mitigation Measure M-CP-5 would reduce potential off-site historical resource impacts to a less-than-significant level.

B. Transportation and Circulation

1. Impact – Transit Impacts (TR-60)

a) Less Than Significant Impact

The EIR finds that although the Project would not cause a substantial increase in transit demand that could not be accommodated by adjacent transit service, or cause a substantial increase in transit delays or operating costs and thus would have less than significant transit impacts, the transportation analysis recommended a measure that help better accommodate transit passengers.

b) Improvement Measure I-TR-16 and Conclusion

The Planning Commission finds that the less-than-significant transit impacts would be further reduced with implementation of Improvement Measure I-TR-16, Conversion of Muni Pole Stop to Curb Stop on Rhode Island Street, p. 186, as follows:

I-TR-16: Conversion of Muni Pole Stop to Curb Stop on Rhode Island Street. As an improvement measure to better accommodate transit passengers, SFMTA could reconfigure the existing pole stop on southbound Rhode Island Street at the approach to Alameda Street to a curbside bus stop. This stop serves the 10-Townsend and 19-Polk bus lines. SFMTA could designate approximately 80 feet of the new curb parking lane that would be created on Rhode Island Street adjacent to the project site as a bus stop.

2. Impact – Pedestrian Impacts (TR-62)

a) Less Than Significant Impact

The EIR finds that although the Project would not result in substantial overcrowding on public sidewalks, create hazardous conditions for pedestrians, or otherwise interfere with pedestrian accessibility to the Project Site or adjoining areas, the transportation analysis recommended a measure that could be included with the Project to enhance the pedestrian environment.

b) Improvement Measure I-TR-22a and Conclusion

The Planning Commission finds that the less-than-significant impacts on pedestrians would be further reduced with implementation of Improvement Measure I-TR-22a, Striping Pedestrian Crosswalks at Nearby Intersections, p. 192, as follows:

I-TR-22a: Striping Pedestrian Crosswalks at Nearby Intersections. As an improvement measure to enhance the pedestrian environment, SFMTA would stripe crosswalks at the unsignalized intersections of Division/Rhode Island, Alameda/Henry Adams, and Alameda/Rhode Island. The striping of crosswalks and subsequent repainting would be paid for by the project sponsor.

3. Impact – Loading Impacts (TR-63)

a) Less Than Significant Impact

The EIR finds that although the Project would not result in a loading demand during the peak hour of loading activities that could not be accommodated within the existing or proposed on-street loading zones, the transportation analysis recommended measures that could be included with the Project that would minimize the potential for double parking of delivery vehicles, would assist in curbside passenger loading/unloading activity, and would assist in residential move-in and move-out activities.

b) Improvement Measures I-TR-25a/I-TR-25b/I-TR-25c and Conclusion

The Planning Commission finds that the less-than-significant loading impacts would be further reduced with implementation of Improvement Measure I-TR-25a, Designate On-Street Commercial Vehicle Loading/Unloading Zones; Improvement Measure I-TR-25b, Designate Curbside Passenger Loading/Unloading Zones; and Improvement Measure I-TR-25c, Reservation of Curb Parking for Move-In and Move-Out, p. 197, as follows:

I-TR-25a: Designate On-Street Commercial Vehicle Loading/Unloading Zones. To minimize the potential for double parking of delivery vehicles, SFMTA could designate about 60 feet on Rhode Island Street and 40 to 60 feet on Alameda Street as yellow commercial vehicle loading/unloading zones. The change in curb regulations would need to be approved at a public hearing by the SFMTA.

I-TR-25b: Designate Curbside Passenger Loading/Unloading Zones. To accommodate curbside passenger loading/unloading activity, SFMTA could designate about 40 feet of the curb parking lane adjacent to the midblock passage/courtyard on Rhode Island Street to a white passenger loading/unloading zone. The change in curb regulations would need to be approved at a public hearing by the SFMTA.

I-TR-25c: Reservation of Curb Parking for Move-In and Move-Out. To ensure that residential move-in and move-out activities do not impede on adjacent travel lanes, move-in and move-out operations, as well as larger deliveries should be scheduled and coordinated through building management. Curb parking should be reserved through the local station of the San Francisco Police Department.

4. Impact – Construction Impacts (TR-65)

a) Less Than Significant Impact

The EIR finds that although the Project would not result in construction-related transportation impacts, the transportation analysis recommended a measure that would help minimize disruption of general traffic flow on adjacent streets.

b) Improvement Measures I-TR-31 and Conclusion

The Planning Commission finds that the less-than-significant construction related transportation impacts would be further reduced with implementation of Improvement Measure I-TR-31, Construction Hours, p. 203, as follows:

I-TR-31: Construction Hours. As an improvement measure to minimize disruption of the general traffic flow on adjacent streets during the a.m. and p.m. peak periods, the construction contractor could be required to limit truck movements to the hours between 9:00 a.m. and 3:30 p.m., or other times, if approved by SFMTA.

5. Impact – Parking Impacts

a) Less Than Significant Impact

The EIR finds that although San Francisco does not consider parking supply as part of the permanent physical environment and therefore, does not consider changes in parking conditions to be environmental impacts as defined by CEQA, the transportation analysis recommended measures that would reduce parking demand and accommodate short-term parking in the Project vicinity.

b) Improvement Measures I-TR-Parking A/I-TR-Parking B and Conclusion

The Planning Commission finds that the parking demand would be reduced with implementation of Improvement Measure I-TR-Parking A, p. 226, Transit Information and I-TR-Parking B, p. 226, Parking Meters, as follows:

I-TR-Parking A: Transit Information. As an improvement measure to reduce the proposed project's parking demand and parking shortfall and to encourage use of alternative modes, the project sponsor could implement the following Transportation Demand Management measures:

- Provide a Transportation Demand Management (TDM) program coordinator and provide training for the coordinator.
- Provide a transportation insert for the move-in packet that would provide information on transit service (Muni and BART lines, schedules and fares),

information on where Clipper cards/transit passes could be purchased, and information on the 511 Regional Rideshare Program.

- Offer employee and customer incentive to increase use of alternate modes to the car.
- Establish a "ride board" through which residents can offer or request rides.
- Provide ongoing transportation information (e.g., local and regional transit maps/schedules, maps of bicycle routes, internet links) for all users, including residents, employers, and employees.
- Ensure that bicycle parking is located at a central site within each building, and provide signage indicating the location of bicycle parking.
- Provide and maintain bicycles (and related amenities such as locks, baskets, lights) for use by tenants.
- Provide information and/or signage indicating paths of access to bicycle facilities. For the 1 Henry Adams site provide signage for nearby bicycle lanes on Division, Seventh, Eighth, and 16th streets, and bicycle routes on Townsend and Henry Adams streets.
- Ensure that bicycle safety strategies are developed along streets bordering the two project sites, thus avoiding conflicts with private autos, transit vehicles, and loading vehicles.

I-TR-Parking B: Parking Meters. As an improvement measure to accommodate short-term parking demand, SFMTA could seek legislation for the installation of parking meters on the west side of Rhode Island Street between Division and Alameda Streets, and on the north side of Alameda Street between Henry Adams and Rhode Island Streets.

C. Noise and Vibration

1. Impact – Construction Activities Other Than Pile Driving (Impact NO-1)

a) Potentially Significant Impact

The EIR finds that construction activities (other than pile driving) associated with implementation of the Project would cause a substantial temporary or periodic increase in ambient noise levels and expose people to or generate noise levels in excess of those specified in the *General Plan* or Noise Ordinance.

b) Mitigation Measure M-NO-1 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure M-NO-1, Construction Noise Reduction, p. 240, as follows:

M-NO-1: Construction Noise Reduction. The project sponsors shall develop a set of site-specific construction noise attenuation measures under the supervision of a qualified acoustical consultant. Prior to commencing construction, a plan for such measures shall be submitted to the Department of Building Inspection to ensure that maximum feasible noise attenuation will be achieved. These attenuation measures shall include as many of the following control strategies as feasible:

- Erect temporary plywood noise barriers around a construction site, particularly where a site adjoins noise-sensitive uses;
- Utilize noise control blankets on a building structure as the building is erected to reduce noise emission from the site;
- Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings housing sensitive uses;
- Monitor the effectiveness of noise attenuation measures by taking noise measurements; and
- Post signs on-site pertaining to permitted construction days and hours and complaint procedures.

2. Impact – Construction Noise – Pile Driving

a) Potentially Significant Impact

The EIR finds that construction noise from pile driving would cause potentially significant construction noise and vibration impacts.

b) Mitigation Measure 1 (EN-F-1) and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure 1 (EN-F-1), which would require use of pre-drilled piles wherever feasible, p. S-64, as follows:

Mitigation Measure 1 (EN-F-1): Noise (Pile Driving). The project sponsor shall ensure that piles be pre-drilled wherever feasible to reduce construction-related noise and vibration. No impact pile drivers shall be used unless absolutely necessary. Contractors would be required to use pile-driving equipment with state-of-the-art noise shielding

and muffling devices. To reduce noise and vibration impacts, sonic or vibratory sheetpile drivers, rather than impact drivers, shall be used wherever sheetpiles are needed. Individual project sponsors shall also require that contractors schedule pile-driving activity for times of the day that would minimize disturbance to neighbors.

D. Hazards and Hazardous Materials

1. Impact – Potential Exposure to Hazardous Materials (Impact HZ-1)

a) Potentially Significant Impact

The EIR finds that although the Project would not create a substantial hazard through routine transport, use, disposal, handling, or emission of hazardous materials during Project operation, inadvertent release of PCB, mercury, lead and other toxic building substances during demolition could expose construction workers, occupants, or visitors to these substances and could result in various adverse health effects if exposure were of sufficient quantity.

b) Mitigation Measures M-HZ-1 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure M-HZ-1, p. 358, Other Hazardous Building Materials, as follows:

M-HZ-1: Other Hazardous Building Materials. The project sponsor would ensure that building surveys for PCB- and mercury-containing equipment (including elevator equipment), hydraulic oils, and fluorescent lights are performed prior to the start of renovation for the proposed project. Any hazardous materials so discovered would be abated according to federal, State, and local laws and regulations. The implementation of this mitigation measure would reduce the potential impact to a less-than-significant level.

2. Impact – Contaminated Soil

a) Potentially Significant Impact

The EIR finds that the Project would result in a significant impact related to contaminated soil on-site.

b) Mitigation Measure 3(a) and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure 3(a), S-64, Hazards (Contaminated Soil), as follows:

Mitigation Measure 3(a): Hazards (Contaminated Soil).

Step 1: Preparation of Site Mitigation Plan:

The project sponsor shall prepare a Site Mitigation Plan (SMP) for both project sites. The SMP for both sites shall include a discussion of the level of contamination of soils on the project sites and mitigation measures for managing contaminated soils on the sites, including, but not limited to: 1) the alternatives for managing contaminated soils on the sites (e.g., encapsulation, partial or complete removal, treatment, recycling for reuse, or a combination); 2) the preferred alternative for managing contaminated soils on the sites and a brief justification; 3) the specific practices to be used to separate, handle, haul, and dispose of contaminated soils on the sites; 4) health and safety procedures to minimize worker and public exposure to hazardous materials during construction; and 5) measures to mitigate the long-term environmental and health and safety risks caused by the presence of contaminants in the soil. The SMP shall be submitted to the DPH for review and approval. A copy of the SMP shall be submitted to the Planning Department to become part of the case file.

Step 2: Handling, Hauling, and Disposal of Contaminated Soils:

(a) Specific Work Practices. The construction contractor shall be alert for the presence of such soils during excavation and other construction activities on the sites (detected through soil odor, color, and texture and results of on-site soil testing), and shall be prepared to separate, handle, profile (i.e., characterize), and dispose of such soils appropriately (i.e., as dictated by local, state, and federal regulations, including OSHA lead-safe work practices) when such soils are encountered on the sites.

(b) Dust Suppression. Soils exposed during excavation for site preparation and project construction activities shall be kept moist throughout the time they are exposed, both during and after work hours.

(c) Surface Water Runoff Control. Where soils are stockpiled, visqueen shall be used to create an impermeable liner, both beneath and on top of the soils, with a berm to contain any potential surface water runoff from the soil stockpiles during inclement weather.

(d) Soils Replacement. If necessary, clean fill or other suitable material(s) shall be used to bring portions of the project sites, where contaminated soils have been excavated and removed, up to construction grade.

(e) Hauling and Disposal. Contaminated soils shall be hauled off the project sites by waste hauling trucks appropriately certified with the State of California and adequately covered to prevent dispersion of the soils during transit, and shall be disposed of at a permitted hazardous waste disposal facility registered with the State of California.

Step 3: Preparation of Closure/Certification Report

After excavation and foundation construction activities are completed, the project sponsor shall prepare and submit a closure/certification report to DPH for review and approval. The closure/certification report shall include the mitigation measures in the SMP for handling and removing contaminated soils from the project sites, whether the construction contractor modified any of these mitigation measures, and how and why the construction contractor modified those mitigation measures.

3. Impact – Underground Storage Tanks

a) Potentially Significant Impact

The EIR finds that the Project may contain underground storage tanks (USTs), which could contaminate soils and groundwater during excavation, resulting in a significant hazards impact for the Project.

b) Mitigation Measure 3(b) and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level with implementation of Mitigation Measure 3(b), S-66, Hazards (Underground Storage Tanks), as follows:

Mitigation Measure 3(b): Hazards (Underground Storage Tanks). The project sponsor shall assess the possible presence of USTs at the Henry Adams Site, including the approximately four USTs at the Henry Adams Site along Rhode Island Street that are identified in existing environmental documents. The investigations at the Project Site shall use backhoe test pits if necessary to assess whether any USTs remain at the site. Any USTs so discovered shall be abated, and any contaminated soils so discovered shall be remediated, according to federal, state, and local laws and regulations, and in conformity with Mitigation Measure 3a above.

IV. Significant Impacts That Cannot Be Avoided or Reduced to a Less Than Significant Level

Finding: Based on substantial evidence in the whole record of these proceedings, the Planning Commission finds that, where feasible, changes or alterations can and should be incorporated into the Project to reduce the significant environmental impacts listed below as identified in the

FEIR. The Planning Commission determines that the following significant impacts on the environment, as reflected in the FEIR, 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 City 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.

A. Land Use

1. Impact – Cumulative PDR Land Supply Impact (Impact C-LU-4)

a) Potentially Significant Impact

The EIR finds that the Project would demolish existing PDR space and its non-PDR land uses would preclude future PDR use on the Project Site.

b) Conclusion

Because the EN FEIR did not identify feasible mitigation measures for reducing or avoiding this cumulative PDR land supply impact, Draft EIR p. 89, the Planning Commission finds that no feasible mitigation measures have been identified for the Project's cumulatively considerable contribution to the Eastern Neighborhood project's significant and unavoidable PDR land supply impact, and the Project's contribution would be significant and unavoidable.

B. Transportation and Circulation

1. Impact –Traffic Impact at Intersection of Division/Brannan/Potrero/Tenth (Impact TR-55)

a) Potentially Significant Impact

The EIR finds that implementation of the Project would result in a significant traffic impact at the signalized intersection of Division/Brannan/Potrero/Tenth.

b) Conclusion

As set forth in the Draft EIR, p. 178, traffic lane capacity at this intersection has been maximized, and providing additional travel lanes to mitigate impacts would require substantial reductions in sidewalk widths, which would be inconsistent with the transit and pedestrian environment encouraged by the City of San Francisco. Additionally, signal timing adjustments would be infeasible due to traffic, transit and pedestrian signal timing requirements. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified to reduce this impact to a less than

significant level. Therefore, the Project related traffic impact at the intersection of Division/Brannan/Potrero/Tenth would remain significant and unavoidable.

2. Impact – Traffic Impact at Intersection of Eighth/Brannan (Impact TR-56)

a) Potentially Significant Impact

The EIR finds that implementation of the Project would result in a significant traffic impact at the signalized intersection of Eighth/Brannan.

b) Conclusion

As set forth in the Draft EIR, p. 178, traffic lane capacity at this intersection has been maximized, and providing additional travel lanes to mitigate impacts would require substantial reductions in sidewalk widths, which would be inconsistent with the transit and pedestrian environment encouraged by the City of San Francisco. Additionally, signal timing adjustments would be infeasible due to traffic, transit and pedestrian signal timing requirements. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified to reduce this impact at the intersection to a less than significant level. Therefore, Project-related traffic impacts at the intersection of Eighth/Brannan would remain significant and unavoidable.

3. Impact – Cumulative Traffic Impact at Intersection of Division/Brannan/Potrero/Tenth (Impact C-TR-66)

a) Potentially Significant Impact

The EIR finds that implementation of the Project, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the intersection of Division/Brannan/Potrero/Tenth under 2025 Cumulative conditions.

b) Conclusion

As set forth in the Draft EIR, p. 207, traffic lane capacity at this intersection has been maximized, and providing additional travel lanes to mitigate impacts would require substantial reductions in sidewalk widths, which would be inconsistent with the transit and pedestrian environment encouraged by the City of San Francisco. Additionally, signal timing adjustments would be infeasible due to traffic, transit and pedestrian signal timing requirements. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified to reduce this impact at the intersection to a less than significant level. Therefore, the Project's cumulative traffic impacts at the intersection of Division/Brannan/Potrero/Tenth would be significant and unavoidable.

4. Impact – Cumulative Traffic Impact at Intersection of Eighth/Brannan (Impact C-TR-67)

a) Potentially Significant Impact

The EIR finds that implementation of the Project, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the intersection of Eighth/Brannan under 2025 Cumulative conditions.

b) Conclusion

As set forth in the Draft EIR, p. 208, traffic lane capacity at this intersection has been maximized, and providing additional travel lanes to mitigate impacts would require substantial reductions in sidewalk widths, which would be inconsistent with the transit and pedestrian environment encouraged by the City of San Francisco. Additionally, signal timing adjustments would be infeasible due to traffic, transit and pedestrian signal timing requirements. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified to reduce this impact at the intersection to a less than significant level. Therefore, the Project's cumulative traffic impacts at the intersection of Eighth/Brannan would be significant and unavoidable.

5. Impact – Cumulative Traffic Impact at Intersection of Seventh/Townsend (Impact C-TR-68)

a) Potentially Significant Impact

The EIR finds that implementation of the Project, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the intersection of Seventh/Townsend under 2025 Cumulative conditions.

b) Conclusion

As set forth in the Draft EIR, p. 208, sufficient roadway pavement is not available to provide additional travel lanes and providing additional travel lanes would require substantial reductions in sidewalk widths, which would be inconsistent with the transit and pedestrian environment encouraged by the City of San Francisco. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified to reduce this impact at the intersection to a less than significant level. Therefore, the Project's cumulative traffic impacts at the intersection of Seventh/Townsend would be significant and unavoidable.

6. Impact – Cumulative Traffic Impact at Intersection of Sixteenth/Kansas/Henry Adams (Impact C-TR-69)

a) Potentially Significant Impact

The EIR finds that implementation of the Project, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the intersection of Sixteenth/Kansas/Henry Adams under 2025 Cumulative conditions.

b) Conclusion

As set forth in the Draft EIR, p. 209, sufficient roadway pavement is not available to provide additional travel lanes and providing additional travel lanes would require substantial reductions in sidewalk widths, which would be inconsistent with the transit and pedestrian environment encouraged by the City of San Francisco. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified to reduce this impact at the intersection to a less than significant level. Therefore, the Project's cumulative traffic impacts at the intersection of Sixteenth/Kansas/Henry Adams would be significant and unavoidable.

7. Impact – Cumulative Traffic Impact at Intersection of Division/Rhode Island (Impact C-TR-70)

a) Potentially Significant Impact

The EIR finds that implementation of the Project, in combination with other foreseeable projects, would result in a significant cumulative traffic impact at the intersection of Division/Rhode Island under 2025 Cumulative conditions.

b) Mitigation Measure M-C-TR-38 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would be reduced to a less-than-significant level by implementation of Mitigation Measure M-C-TR-38, p. 210, which could require the intersection to be signalized, but that implementation of Mitigation Measure M-C-TR-38 is uncertain and, therefore, the Project's contribution to this cumulative impact remains significant and unavoidable:

M-C-TR-38: Signalization of the Intersection of Division/Rhode Island. To mitigate poor operating conditions at this intersection, the intersection could be signalized. With signalization, the intersection would operate at LOS B during the 2025 Cumulative weekday p.m. peak hour conditions. Due to the proximity of this intersection to the intersection of Eighth/ Townsend/Division/Henry Adams, improvements at Division/Rhode Island must be coordinated with any improvements implemented by Mission Bay.

If SFMTA determines that signalization is appropriate for the intersection of Division/Rhode Island, the project sponsor shall pay a fair share contribution towards the costs of design and implementation of the signal. Based on the 2025 Cumulative conditions, the proposed project-generated traffic represents 14 percent of the growth in weekday p.m. peak hour traffic volumes (119 proposed project vehicles, and an increase of 853 weekday p.m. peak hour vehicles between existing and 2025 Cumulative conditions). The amount and schedule for payment shall be set forth in a Traffic Mitigation Agreement between the project sponsor and SFMTA.

Implementation of this Mitigation Agreement and the proposed project's contribution to the fair share of the intersection improvements would reduce the project's cumulative impact at this intersection to a less-than-significant level. However, due to the uncertainty that SFMTA would recommend signalizing the Division/Rhode Island intersection, and that the details of the Mitigation Agreement are not available at this time, the proposed project's cumulative traffic impact at the intersection of Division/Rhode Island would therefore, be considered significant and unavoidable.

C. **Air Quality**

1. Impact – Operational Criteria Air Pollutant Emissions (Impact AQ-4)

a) Potentially Significant Impact

The EIR finds that operation of the Project would violate air quality standards with respect to, or generate a cumulatively considerable increase in criteria air pollutants.

b) Conclusion

As set forth in the Draft EIR, p. 275, the project's "green" building components and compliance with the City's regulations with respect to GHG emissions produced by the Project would reduce some sources of criteria air pollutants. However, given that the majority of emissions are associated with vehicle trips, such emissions would not be reduced to below the BAAQMD thresholds of significance and no additional feasible mitigation measures have been identified to further reduce such emissions. Accordingly, the Planning Commission finds that no feasible mitigation measures have been identified for operational criteria air pollutant emissions exceedances for the Project. As a result, regional criteria air pollutant emissions would be a significant and unavoidable impact under the Project.

2. Impact – Cumulative Operational Criteria Air Pollutant Emissions (Impact C-AQ-5)

a) Potentially Significant Impact

The EIR finds that operation of the Project would violate air quality standards, resulting in a cumulative impact with respect to criteria air pollutants.

b) Conclusion

As set forth in Paragraph 1(b) (Impact AQ-4) above, because the mitigating features of the Project would not reduce impacts of the Project to a less-than-significant level with certainty, the Planning Commission finds that no feasible mitigation measures have been identified for the Project's cumulative operational criteria air pollutant emissions exceedances. As a result, the Project's cumulative operational criteria air pollutant emissions impacts would be significant and unavoidable.

3. Impact – Construction Health Risk (Impact AQ-7)

a) Potentially Significant Impact

The EIR finds that construction of the Project would expose sensitive receptors to substantial levels of PM2.5 and other TACs, including DPM, resulting in increased health risk.

b) Mitigation Measure M-AQ-7 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would not be reduced to a less-than-significant impact by implementation of Mitigation Measure M-AQ-7, pp. 277 - 278, which would require the project sponsor to include a requirement for certain BAAQMD-recommended measures in Project construction contract specifications, as follows:

M-AQ-7: Construction Health Risk – TACs, Including PM2.5 and DPM. To reduce the potential health risk resulting from exposure to construction-related TAC exhaust emissions, including DPM, under the proposed project, the project sponsor shall include a requirement for the following BAAQMD-recommended measures in project construction contract specifications:

- Prohibit use of diesel generators when it is possible to plug into the electric grid.
- Use of Tier 3 equipment for all equipment where tier 3 is available and best available control technology.
- All on-road haul trucks utilized during construction would be model year 2007 or later and equipped with diesel particulate filters or newer engines.
- All construction equipment, diesel trucks, and generators shall be equipped with Best Available Control Technology for emission reductions of NOx and PM; and

- All contractors shall use equipment that meets ARB's most recent certification standard for off-road heavy-duty diesel engines.

The implementation of Mitigation Measure M-AQ-7, as well as compliance with San Francisco's Clean Construction Ordinance could potentially reduce the construction health risk impacts. However, the effectiveness of these mitigation measures in reducing health risks is unknown at this time. Since it cannot be stated with certainty that cancer risk, non-cancer, or PM2.5 concentrations would be reduced to below the BAAQMD-recommended significance thresholds, this impact is conservatively judged as significant and unavoidable for the proposed project.

4. Impact – Operational Health Risk (Impact AQ-8)

a) Potentially Significant Impact

The EIR finds that operation of the Project would expose sensitive receptors to substantial levels of air pollutants from roadway mobile sources and stationary sources, including PM2.5 and other TACs associated with cancer and non-cancer health risks, which would exceed the BAAQMD project-level cancer risk threshold of significance of 10 in one million.

b) Mitigation Measure M-AQ-8 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would not be reduced to a less-than-significant impact by implementation of Mitigation Measure M-AQ-8, p. 285, which would require the project sponsor to install a filtration system as required by DPH, as follows:

M-AQ-8: Operational Health Risk – TACS, Including PM2.5. To minimize residents' exposure to TAC-related health risks while indoors, the project sponsor has indicated that the proposed project would install the filtration system as required by DPH with a system whose air intake is located on the roof of the buildings and capable of removing 80 percent of PM2.5. The intake for the filtered air handling systems for the two residential buildings at the One Henry Adams site shall be located to minimize exposure of residents to diesel particulate, TOG and PM2.5. Minimum exposure will be accomplished by placing filters as close as possible to the northeast corner of each structure at One Henry Adams (Rhode Island Street side, towards Division Street).

At the One Henry Adams site, the intake for the filtered air handling system will be designed such that it is located as close as possible to the northeast corners of buildings (Rhode Island Street side, towards Division Street). Based on the risk calculation results reflecting these locations for air intake, the cumulative cancer risk in at this location

would range from 64/million to 77/million, which is 28-40 percent lower than the MEI risk of 106/million.

However, the mitigation measure would not improve outdoor air quality. The air filtration systems, together with strategic location of air intakes, would reduce the cancer risk for exposure while indoors substantially. When incorporating the implementation of air filtration systems at each site, indoor risks at One Henry Adams would decrease to around 12.7-15.4/million for cancer risk after mitigation. However, health risk impacts under either the proposed project, or either variant, are conservatively judged to remain significant after mitigation.

5. Impact – Cumulative Health Risk (Impact C-AQ-9)

a) Potentially Significant Impact

The EIR finds that operation of the Project would expose sensitive receptors to substantial levels of air pollutants from roadway mobile sources and stationary sources, including PM2.5 and other TACs associated with cancer, and non-cancer health risks, which would exceed the BAAQMD cumulative cancer risk threshold of significance of 100 in one million.

b) Mitigation Measure M-AQ-8 and Conclusion

The Planning Commission finds the potentially significant impacts listed above would not be reduced to a less-than-significant level by implementation of Mitigation Measure M-AQ-8 discussed above.

V. Why Recirculation is Not Required

Finding: For the reasons set forth below and elsewhere in the Administrative Record, none of the factors are present which would necessitate recirculation of the Final EIR under CEQA Guideline Section 15088.5 or the preparation of a subsequent or supplemental EIR under CEQA Guideline Section 15162. The Responses to Comments document thoroughly addressed all public comments that the Planning Department received on the Draft EIR. In response to these comments, the Planning Department added new and clarifying text to the EIR. New text was also added to describe Variant 3 (the Proposed Project) and explain how the Draft EIR adequately analyzed the potential impacts of Variant 3.

The Responses to Comments document, which is incorporated herein by reference, analyzed all of these changes, and determined that these changes did not constitute new information of significance that would alter any of the conclusions of the EIR.

Based on the information set forth above and other substantial evidence in light of the whole record on the Final EIR, the Commission determines that the Project is within the scope of project analyzed in the Final EIR; (2) approval of Project will not require important revisions to the Final EIR due to the involvement of new significant environmental effects or a substantial increase in the severity of previously identified significant effects; (3) no substantial changes have occurred with respect to the circumstances under which the Project are undertaken which would require major revisions to the Final EIR due to the involvement of new significant environmental effects, or a substantial increase in the severity of effects identified in the Final EIR; and (4) no new information of substantial importance to the Project has become available which would indicate (a) the Project or the approval actions will have significant effects not discussed in the Final EIR, (b) significant environmental effects will be substantially more severe; (c) mitigation measures or alternatives found not feasible which would reduce one or more significant effects have become feasible; or (d) mitigation measures or alternatives which are considerably different from those in the Final EIR would substantially reduce one or more significant effects on the environment. Consequently, there is no need to recirculate the Final EIR under CEQA Guideline 15088.5 or the preparation of a subsequent or supplemental EIR under CEQA Guideline Section 15162.

VI. Evaluation of Project Alternatives

This Section describes the alternatives analyzed in the EIR and the reasons for rejecting the alternatives. This Section also outlines the proposed Project's (for purposes of this section, "Project") purposes (the "Project objectives"), describes the components of the alternatives, and explains the rationale for selecting or rejecting alternatives.

CEQA mandates that an EIR evaluate a reasonable range of alternatives to the project, which would "feasibly attain most of the basic objectives of the project, but would avoid or substantially lessen effects of the project, and evaluate the comparative merits of the project." (CEQA Guidelines, Section 15126.6(a)).

CEQA requires that every EIR evaluate a "No Project" alternative as part of the range of alternatives analyzed in the EIR. The 1 Henry Adams Project EIR's No Project analysis was prepared in accordance with CEQA Guidelines Sections 15126.6(e)(3)(A) and (C).

Alternatives provide a basis of comparison to the Project in terms of beneficial, significant, and unavoidable impacts. This comparative analysis is used to consider reasonable feasible ways to avoid or substantially lessen the significant environmental consequences of the Project.

A. Project Objectives

As stated on EIR pp. 9 - 10, the Project objectives for the proposed Project are as follows:

- Construct a high quality, mixed-use residential and retail project to meet the demands of the expanding San Francisco economy and growth in the project area.

- Provide a mix of residential use with ground-floor retail businesses that would enliven the streets and contribute to a safe, active, and vibrant Showplace Square neighborhood.

- Maximize the site's potential to produce high-density residential housing to help alleviate the housing shortage in the City, create open space, pedestrian, and circulation improvements in the neighborhood, and increase the affordable housing supply in accordance with City requirements.

- Provide, through a land dedication, an opportunity for the Mayor's Office of Housing to construct an affordable housing project on the 801 Brannan site.

- Provide a reasonable amount of parking to meet the anticipated needs of new residents and retail businesses, while replacing the amount of parking necessary to meet existing contractual obligations serving neighboring businesses.

- Develop a project that is consistent with and enhances the existing scale and urban design character of the area.

- Construct a high-quality development project that is able to attract investment capital and construction financing and produces a reasonable return on investment.

B. Reasons for Selection of the Project

The EIR analyzes the following alternatives:

- No Project Alternative (Alternative A);
- Reduced Project Alternative (Alternative B); and
- Mixed Residential and PDR (Alternative C).

These alternatives are discussed in greater detail in Chapter VII of the EIR: Alternatives to the Proposed Project.

C. Alternatives Rejected and Reasons for Rejection

The Planning Commission hereby approves Variant 3 as the preferred project and rejects the alternatives set forth in the FEIR and listed below because the Planning 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 in Section VII below under CEQA Guidelines 15091(a)(3), that make such alternatives infeasible.

1. No Project Alternative (Alternative A)

The No Project Alternative, with respect to the One Henry Adams Street Project, would involve no development at the One Henry Adams Project Site. The existing surface parking areas and the three buildings with a total of approximately 13,000 square feet of industrial space, 14, 600 square feet of showroom space, and 1,615 square feet of office space would remain intact. Accordingly, the No Project Alternative would fail to create a mixed-use apartment community that would not only contribute to the City's housing supply but also respect the neighborhood and context in which it is being built.

The No Project Alternative would not be desirable nor meet the Project objectives for the following reasons.

Under the No Project Alternative housing units (including a range of unit types) and neighborhood-serving retail uses would not be developed. Accordingly, the City's supply of housing would not be enhanced and the capacity of the Plan Area to accommodate future opportunities for resident employment would not be increased. In order to meet the City's demand for housing supply, development would thus have to be directed to sites in other parts of the City less suited to accommodate such development. Thus, the No Project Alternative would limit the housing and economic growth of the City more than the Project and preclude a development that would provide substantial net benefits and minimize undesirable consequences to the City and its residents.

Goals for enhancing the urban form, visual character and recreation and open spaces would not be met as the publicly accessible open spaces and landscaping features proposed as part of the Project would not be constructed under the No Project Alternative. The Project would provide ample open space including publicly accessible open space, in the form of a landscaped mid-block passage and the Henry Adams Setback, and common useable open space, in the form of two podium level courtyards and a rooftop terrace. These open spaces would be landscaped and would include a variety of amenities including palm trees, bike racks, café tables with seating, lounge chairs and kitchen garden areas. The No Project Alternative would include none of these features and amenities that would provide a benefit to the surrounding community.

The No Project Alternative would fail to advance most of the objectives, goals and policies of the General Plan and the Showplace Square/Potrero Area Plan as it would not develop a mixed-use project with a mix of uses and services serving local needs. Additionally, the No Project Alternative would not dedicate a portion of the 801 Brannan Street site to the City for the future development by MOH of up to 150 affordable housing units. Thus, the No Project Alternative would not contribute to the City's affordable housing supply.

The No Project Alternative would also fail to meet any of the Project Sponsor's objectives. It would not create a high quality, mixed-use residential and retail project or provide a project that is consistent with and enhances the existing scale and urban design character of the area. It would also fail to construct a high-quality development project that would enliven the streets and contribute to a safe, active and vibrant Showplace Square neighborhood.

For the reasons listed above and in Section VII, Statement of Overriding Considerations, the Planning Commission hereby rejects the No Project Alternative.

2. Reduced Project Alternative (Alternative B)

Under the Reduced Project Alternative, the Project would be reduced in height from 68 feet to 40 feet. As a result, approximately 100 fewer dwelling units would be provided, for a total of 139 dwelling units. This would amount to a 42% reduction in the total units as compared to the Project. Additionally, under this alternative, there would be no land dedication to the City for the future construction of up to 150 affordable housing units by MOH; rather, a fewer number of on-site affordable units would be developed at the 801 Brannan site. Accordingly, in comparison to the 205 affordable housing units proposed with the Project and the 801 Brannan project, this alternative would include a total of only 60 affordable housing units.

Under the Reduced Project Alternative, all of the off-street parking spaces would be provided in basement level parking garages. Consequently, this alternative would require excavation of 16,300 cubic yards of soil as compared to excavation of 3,823 cubic yards for the Project.

The Reduced Project Alternative would not be desirable nor meet the Project objectives for the following reasons:

Although the Reduced Project Alternative would still include the same use types as the Project, it would include a substantial reduction in the total number of residential units at the Project Site, and 145 fewer affordable housing units than the Project and the 801 Brannan project. This would diminish San Francisco's ability to accommodate projected housing demand in existing urban areas adequately served by public transit and to provide for opportunities for new housing development, particularly affordable housing. As a result, the goals, policies and objectives of the General Plan and the Area Plan with respect to Housing and Transportation, would be met to a lesser degree than under the Project and development would have to be directed to additional less desirable sites, such as greenfield sites, to meet this demand. This would in turn increase traffic and related transportation impacts.

Because the Reduced Project Alternative would have fewer residential units than the Project, it would have incrementally less intensive environmental effects when compared to the Project. Nonetheless, similar to the Project, the Reduced Project Alternative would have a cumulatively considerable contribution to the EN project's significant and unavoidable cumulative PDR land supply impact. Additionally, due to the amount of excavation required, this alternative would

have greater impacts on archeology and human remains, geology and soils, hydrology and water quality, and hazards and hazardous materials than the Project. Also, like the Project, other impacts related to land use, aesthetics, cultural and paleontological resources, transportation, air quality and greenhouse gas emissions would be less than significant under the Reduced Project Alternative, with mitigation where applicable as identified in the Draft EIR.

The Reduced Project Alternative would thus be less consistent than the Project with many of the objectives and goals of the General Plan and Area Plan.

The Reduced Project Alternative would meet the Project Sponsor's objectives to a lesser degree than the Project. Although the Reduced Project Alternative would still include construction of a mixed-use residential project with associated parking, it would not meet the project objective to maximize the Project Site's potential to provide high-density infill housing in Showplace Square. Additionally, the Reduced Project Alternative would meet to a lesser degree than the Project, the Project Sponsor's objective to increase the City's affordable housing supply. The Reduced Project Alternative is also less likely to attract investment capital and construction financing and produce a reasonable return on investment.

For the reasons listed above and in Section VII, Statement of Overriding Considerations, the Planning Commission hereby rejects the Reduced Project Alternative.

3. Mixed Residential and PDR Alternative (Alternative C)

The Mixed Residential and PDR Alternative would not include any residential dwelling units at the Project Site. Rather, under this alternative, two 55-foot-tall, four-story (as compared to 68-foot-tall and six story under the Project) retail/showroom buildings with a mid-block passageway would be constructed at the Project Site. These buildings would include a total of 216,000 square feet of PDR/Showroom space and although some street-facing retail would be included along Alameda and Division Streets (approximately 1,000 square feet) the ground floor of these buildings would be mostly PDR/Showroom space.

Under the Mixed Residential and PDR Alternative, there would be no land dedication to fulfill the Project's Inclusionary Affordable Housing requirement and in comparison to the Project's 205 affordable housing units, this alternative would not include any affordable housing units since it would be developed almost exclusively with PDR uses. This alternative would also involve approximately 24,400 cubic yards (as compared to 3,823 cubic yards for the Project) of excavation at the Project site to accommodate a basement-level parking garage that would include 150 parking spaces.

The Mixed Residential and PDR Alternative would not be desirable nor meet the Project objectives for the following reasons.

Because the Mixed Residential and PDR Alternative would not include any new residential units at the Project Site, it would eliminate the Project's contribution to the City's supply of housing, including affordable housing, and would diminish San Francisco's ability to accommodate projected housing demand to existing urban areas adequately served by public transit. As a result, the goals, policies and objectives of the General Plan with respect to Housing and Transportation, would be met to a lesser degree than under the Project and development of residential units would have to be directed to additional less desirable sites, such as greenfield sites, to meet this demand. This would in turn increase traffic and related transportation impacts.

Additionally, because the Mixed Residential and PDR Alternative would not include any residential space and would include an approximately 12,106 sq. ft. reduction in ground floor retail space as compared to the Project, this alternative would not meet various land use goals of the Area Plan. These goals include strengthening and expanding the Area Plan area as a residential, mixed-use neighborhood, allowing mixed income residential development, including affordable housing and encouraging retail uses on the ground floor.

Because the Mixed Residential and PDR Alternative would not include the construction of any residential units, it would have less intensive environmental effects relating to land use, traffic and air quality when compared to the Project. However, like the Project, the Mixed Residential and PDR Alternative would have significant cultural resources impacts, significant noise impacts and significant hazards and hazardous materials impacts. As with the Project, these impacts would be less than significant with mitigation. In addition, due to the greater amount of excavation involved to accommodate the basement level parking garage, impacts on geology and soils, hydrology and water quality, and hazards and hazardous materials would be greater under the Mixed Residential and PDR Alternative than under the Project. Also, like the Project, other impacts related to land use, aesthetics, cultural and paleontological resources, transportation, air quality and greenhouse gas emissions would be less than significant under the Reduced Project Alternative, with mitigation where applicable as identified in the Draft EIR.

The Mixed Residential and PDR Alternative would also meet the Project Sponsor's objectives to a lesser degree than the Project. Because this alternative would not include any residential units and would include only 1,000 sq. ft. of ground floor retail uses, it would fail to construct a high quality, mixed-use residential and retail project. Also, the Mixed Residential and PDR Alternative would not maximize the Project Site's potential to produce high-density residential housing to help alleviate the housing shortage in the City nor provide a mix of residential uses with ground-floor retail businesses to enliven the streets and contribute to a safe, active and vibrant Showplace Square neighborhood. The Mixed Residential and PDR Alternative is also less likely to attract investment capital and construction financing and produce a reasonable return on investment.

For the reasons listed above and in Section VII, Statement of Overriding Considerations, the Planning Commission hereby rejects the Mixed Residential and PDR Alternative.

VII. STATEMENT OF OVERRIDING CONSIDERATIONS

Notwithstanding the significant effects noted above, pursuant to CEQA Section 21081(b) and the CEQA Guidelines Section 15093, the Planning Commission finds, after considering the EIR and based on substantial evidence in the administrative record as a whole and as set forth herein, that specific overriding economic, legal, social, and other considerations outweigh the identified significant effects on the environment. Moreover, in addition to the specific reasons discussed in Section VI above, the Planning Commission finds that the alternatives rejected above are also rejected for the following specific economic, social, or other considerations resulting from Project approval and implementation:

A. The Project Site is currently underutilized and contains a vacant one-story building, a two-story reinforced concrete building with simple utilitarian design, little façade articulation and no design features, a surface parking lot, and the one-story One Henry Adams building, also known as the Garden Court building. The Project will redevelop this underutilized site with an infill mixed-use residential project that includes a mix of land uses that would respect the surrounding Showplace Square neighborhood and bring activity to that neighborhood. This would in turn contribute to the economic, social and aesthetic qualities of the neighborhood.

B. The Project will add housing opportunities within the Showplace Square/Potrero Hill neighborhood at a density that is suitable for a intensely-developed urban context served by ample public transit and retail services. By targeting infill residential development at the Project Site, residents of the Project will be able to walk, bicycle, or take transit to commute, shop and meet other needs with less reliance on private automobiles. The Project's infill location and close proximity to public transit will also help reduce regional urban sprawl and its substantial negative regional environmental, economic, and health impacts, including air and water pollution, greenhouse gas emissions, congestion, and loss of open space and habitat.

C. The Project's proposed ground floor retail uses will help activate the streetscape and create visual interest for pedestrians. The Project will also create an attractive and pedestrian-oriented neighborhood scale of development through incorporation of superior design and superior development and architectural standards.

D. The Project's retail/commercial and residential uses will be typical of the surrounding context and will not introduce operational noises or odors that are detrimental, excessive or atypical for the area. While some temporary increase in noise can be expected during construction, this noise is limited in duration and will be regulated by the San Francisco Noise Ordinance which prohibits excessive noise levels from construction activity and limits the permitted hours of work.

E. The Project will include ample amounts of private and publicly accessible open space including a mid-block passage between the two buildings, the Henry Adams Setback, two podium level courtyards and a rooftop terrace. These open spaces will exceed required open space by about 12,850 sq. ft. and will contain a variety of amenities including landscaping, trees, tables and seating, planters, bike racks, and kitchen areas.

F. The Project will introduce architecturally superior buildings and landscaping to the Eastern Neighborhoods area and Showplace Square neighborhood. The proposed buildings would be constructed in a style intended to embrace the existing aesthetic of the surrounding buildings and be compatible with the adjacent historic structures. Additionally, these buildings would be finished with a variety of exterior materials that would divide the facades both vertically and horizontally into smaller visual elements and will also include green design features. Landscaping would also be planted and maintained in the mid-block passageway, within the podium level courtyards and the rooftop terrace and the buildings would be designed to meet the Planning Department's Bird-Safe Building design guidelines.

G. By dedicating land at the 801 Brannan site to MOH for construction of approximately 150 affordable dwelling units, the Project will contribute to the supply of market-rate and affordable housing units as well as neighborhood serving retail uses within San Francisco thus promoting many objectives and policies of the General Plan, including: promoting mixed use development, developing new housing, particularly affordable housing, providing a range of unit types, promoting the construction of well-designed housing and strengthening viable neighborhood commercial areas easily accessible to city residents.

H. The Project will substantially improve the Rhode Island, Division, Alameda and Henry Adams Streets frontages by creating an active street frontage and residential/retail/commercial services to serve the community and implementing sidewalk improvements consistent with the Better Streets Plan. Additionally, the Project will include active uses along the mid-block passageway including retail/commercial uses in the center and toward the west and a residential lobby towards the east. The Project will contribute to the Eastern Neighborhoods Infrastructure Impact Fund to support the development of public infrastructure improvements in the area.

I. The Project conforms to the neighborhood character. The existing development in the area surrounding the Project Site is varied in scale and intensity and includes the 65-foot-tall, four-story San Francisco Design Center Showplace Square Building at Two Henry Adams Street, directly across the street to the west of the Project site, and the 65-foot-tall, four-story Galleria building at 101 Henry Adams Street, directly across the street to the south of the Project Site. At 68 feet in height, the Project will thus be consistent with the surrounding neighborhood.

J. The Project will provide parking to serve the various uses proposed for the Project Site. A total of 164 parking spaces are proposed and will be provided within the at-grade parking garage. The Project will also provide approximately 240 secure bicycle spaces on-site. These 240 spaces are well above the Planning Code Requirement of 73 such spaces applicable to the Project. The Project will also provide two car share parking spaces in the at-grade garage in a location convenient to both residents and other neighbors.

L. The land use goals for the Area Plan include strengthening and expanding Showplace Square as a residential, mixed-use neighborhood. The overarching goal of the Draft Plan is to maintain the mixed-use character of the Draft Plan area and preserve existing housing while promoting new residential (including affordable housing) and resident-serving uses. The Project's 239 dwelling units and approximately 13,106 square feet of neighborhood serving retail uses will help advance these goals of the Area Plan.

Having considered these benefits of the proposed Project, including the benefits and considerations discussed above, the Planning Commission finds that the Project's benefits outweigh its unavoidable adverse environmental effects, and that the adverse environmental effects are therefore considered acceptable. The Planning Commission further finds that each of the Project benefits discussed above is a separate and independent basis for these findings.

VIII. INCORPORATION BY REFERENCE

The Final EIR is hereby incorporated into these Findings in its entirety. Without limitation, this incorporation is intended to elaborate on the scope and nature of the mitigation measures, the basis for determining the significance of impacts, the comparative analysis of alternatives, and the reasons for approving the Project in spite of the potential for associated significant and unavoidable adverse environmental effects.

EXHIBIT 2B: MITIGATION MONITORING AND REPORTING PROGRAM – ONE HENRY ADAMS SITE

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
MITIGATION MEASURES AGREED TO BY PROJECT SPONSOR					
From the Environmental Impact Report:					
CULTURAL AND PALEONTOLOGICAL RESOURCES					
Mitigation Measure M-CP-2b: Accidental Discovery at the One Henry Adams Site					
The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in *CEQA Guidelines* Section 15064.5(a)(c) at the One Henry Adams site. The project sponsor shall distribute the Planning Department archeological resource "ALERT" sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken each contractor is responsible for ensuring that the "ALERT" sheet is circulated to all field personnel including, machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide the Environmental Review Officer (ERO) with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utilities firm) to the ERO confirming that all field personnel have received copies of the Alert Sheet.	Project sponsor and construction contractor(s)	Prior to any soils-disturbing activity.	Distribution of "ALERT" sheet among contractors and crew; project sponsor to provide ERO with a signed affidavit.	The ERO.	Prior to any soils-disturbing activity. Considered complete upon ERO approval of affidavit.
Should any indication of an archeological resource be encountered during any soils-disturbing activity of the project at the One Henry Adams site, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until the ERO has determined what additional measures should be undertaken.	Head Foreman and project sponsor	During any soils-disturbing activity.	Notification of ERO if any archeological resources encountered.	The ERO.	During any soils-disturbing activity. Considered complete upon notification of ERO.
If the ERO determines that an archeological resource may be present within the One Henry Adams site, the project sponsor shall retain the services of an archeological consultant from the pool of qualified archeological consultants maintained by the	Project sponsor and archeological	Before resumption of any soils-	Archeological consultant shall advise the ERO	The ERO.	Prior to resumption of soils-disturbing

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
Planning Department archeologist.	consultant	disturbing activity (if suspended)	and ERO may require additional measures.		activity. Considered complete upon ERO approval of archeological consultant's recommendations.
The archeological consultant shall advise the ERO as to whether the discovery is an archeological resource, retains sufficient integrity, and is of potential scientific/historical/cultural significance. If an archeological resource is present, the archeological consultant shall identify and evaluate the archeological resource. The archeological consultant shall make a recommendation as to what action, if any, is warranted. Based on this information, the ERO may require, if warranted, specific additional measures to be implemented by the project sponsor.					
Measures might include: preservation in situ of the archeological resource; an archeological monitoring program; or an archeological testing program. If an archeological monitoring program or archeological testing program is required, it shall be consistent with the Environmental Planning (EP) division guidelines for such programs. The ERO may also require that the project sponsor immediately implement a site security program if the archeological resource is at risk from vandalism, looting, or other damaging actions.					
The project archeological consultant shall submit a Final Archeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered archeological resource and describing the archeological and historical research methods employed in the archeological monitoring/data 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.	Project sponsor and archeological consultant	Following completion of any required archaeological field program	Archeological consultant submits draft FARR to ERO for approval.	The ERO.	Prior to issuance of final certificate of occupancy. Considered complete upon ERO approval of draft FARR
Copies of the Draft FARR shall be sent to the ERO for review and approval. Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The Environmental Planning division of the Planning Department shall receive three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, the ERO may require a different final report content, format, and distribution than that presented above.	Project sponsor and archeological consultant	Following completion of FARR.	Distribute FARR. Submittal to ERO of affidavit of FARR distribution.	The ERO.	Prior to resumption of soils-disturbing activities. Considered complete upon Planning Department receipt of affidavit.

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
Mitigation Measure M-CP-5: Off-Site Resources – New Building Design					
A detailed building envelope design shall be submitted for further review by Department preservation planning staff prior to issuance of any building permit or scheduling of any hearing regarding project entitlements. The proposed design will be reviewed for conformance with the Planning Department Industrial Design Guidelines (Industrial Guidelines) and the *Secretary of the Interior's Standards for the Treatment of Historic Properties with Guidelines for Preserving, Rehabilitating, Restoring, and Reconstructing Historic Buildings* (Secretary of the Interior's Standards) for compatibility with the character and context of surrounding historic, former industrial buildings. Without imitating the features of the historic buildings (or contemporary buildings in the area), the design should: • use similar or complementary materials, • repeat and/or respect the heights of floors and rhythms and depths of bays, • use compatible window/door types and sizes/shapes of openings, • use compatible roof shapes, • respect relationship of solids to voids and planar quality of massing at street-facing façades, and • reference character-defining features of the surrounding historical resources. Character-defining features of the surrounding historical resources include: • heavy timber or steel-framing, exterior brick construction—typically American common bond, or reinforced concrete construction • granite or molded brick water tables • heights ranging from one to seven stories • grid-like arrangement of punched window openings with either flat lintels or segmental arched headers • a classic tripartite façade arrangement consisting of base, shaft, and capital • flat or gable roofs • wood double-hung or steel casement windows • corbelled brick or concrete or terra cotta ornament - including door and window surrounds, stringcourses, quoins, window arches, friezes, and cornices. With application of the mitigation measure, it does not appear that design of proposed new construction would result in material alteration of the adjacent historical resources in manner that would constitute a substantial adverse change to a historical	Project sponsor and Planning Department preservation staff.	Prior to issuance of a building permit or hearing regarding project entitlements.	Planning Department Preservation Planning staff to review detailed building envelope design as part of the review for project entitlements and ensure that final building design would be compatible in the context of the surrounding historic, former industrial buildings.	Planning Department Preservation staff.	Considered complete upon Planning Department Preservation Planning staff confirmation of conformance with Industrial Guidelines and the Secretary of Interior's Standards.

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
resource or its immediate surroundings. Therefore, implementation of Mitigation Measure M-CP-5 would reduce potential off-site historical resource impacts to a less-than-significant level.					
TRANSPORTATION AND CIRCULATION					
Mitigation Measure M-C-TR-38: Signalization of the Intersection of Division/Rhode Island					
To mitigate poor operating conditions at this intersection, the intersection could be signalized. With signalization, the intersection would operate at LOS B during the 2025 Cumulative weekday p.m. peak hour conditions. Due to the proximity of this intersection to the intersection of Eighth/Townsend/Division/Henry Adams, improvements at Division/Rhode Island must be coordinated with any improvements implemented by Mission Bay. If SFMTA determines that signalization is appropriate for the intersection of Division/Rhode Island, the project sponsor shall pay a fair share contribution towards the costs of design and implementation of the signal. Based on the 2025 Cumulative conditions, the proposed project-generated traffic represents 14 percent of the growth in weekday p.m. peak hour traffic volumes (119 proposed project vehicles, and an increase of 853 weekday p.m. peak hour vehicles between existing and 2025 Cumulative conditions). The amount and schedule for payment shall be set forth in a Traffic Mitigation Agreement between the project sponsor and SFMTA. Implementation of this Mitigation Measure and the proposed project's contribution to the fair share of the intersection improvements would reduce the project's cumulative impact at this intersection to a less-than-significant level. However, due to the uncertainty that SFMTA would recommend signalizing the Division/Rhode Island intersection, the proposed project's cumulative traffic impact at the intersection of Division/Rhode Island would therefore, be considered significant and unavoidable.	Project sponsor and SFMTA.	Ongoing.	If SFMTA determines that the noted intersection should be signalized, project sponsor to pay a fair share contribution towards the costs of design and implementation of the signal. The amount and schedule for payment would be set forth in a Traffic Mitigation Agreement between the project sponsor and SFMTA.	SFMTA.	Considered complete when the Traffic Mitigation Agreement is implemented; otherwise, ongoing for the life of the project.

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
NOISE					
Mitigation Measure M-NO-1 (EN-F-2): Construction Noise Reduction					
This Mitigation Measure originated during the Eastern Neighborhoods (EN) EIR process, identified as EN Mitigation Measure F-2. The project sponsors shall develop a set of site-specific construction noise attenuation measures under the supervision of a qualified acoustical consultant. Prior to commencing construction, a plan for such measures shall be submitted to the Department of Building Inspection to ensure that maximum feasible noise attenuation will be achieved. These attenuation measures shall include as many of the following control strategies as feasible: • Erect temporary plywood noise barriers around a construction site, particularly where a site adjoins noise-sensitive uses; • Utilize noise control blankets on a building structure as the building is erected to reduce noise emission from the site; • Evaluate the feasibility of noise control at the receivers by temporarily improving the noise reduction capability of adjacent buildings housing sensitive uses; • Monitor the effectiveness of noise attenuation measures by taking noise measurements; and • Post signs on-site pertaining to permitted construction days and hours and complaint procedures.	Project sponsor and qualified acoustical consultant.	Prior to commencing construction.	Project sponsor / consultant to submit site-specific construction noise attenuation measure report to the Department of Building Inspection for review and approval. Project sponsor / contractor(s) to report compliance to ERO.	Department of Building Inspection and the ERO.	Considered complete at completion of building construction.
AIR QUALITY					
Mitigation Measure M-AQ-7: Construction Health Risk – TACs, Including $PM_{2.5}$ and DPM					
To reduce the potential health risk resulting from exposure to construction-related TAC exhaust emissions, including DPM, under the proposed projector Variant 1, 2, or 3, the project sponsor shall include a requirement for the following BAAQMD-recommended measures in project construction contract specifications: • Prohibit use of diesel generators when it is possible to plug into the electric grid.	Project sponsor and construction contractor(s).	Throughout excavation and all construction activities.	Project sponsor / contractor(s) to report compliance with specified measures to the	Planning Department.	Considered complete at completion of building construction.

	MONITORING AND REPORTING PROGRAM				
Adopted Mitigation Measures	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
• Use of Tier 3 equipment for all equipment (where Tier 3 is available) and best available control technology.			Planning Department.		
• All on-road haul trucks utilized during construction would be model year 2007 or later and equipped with diesel particulate filters or newer engines.					
• All construction equipment, diesel trucks, and generators shall be equipped with Best Available Control Technology for emission reductions of NOx and PM; and					
• All contractors shall use equipment that meets ARB's most recent certification standard for off-road heavy-duty diesel engines.					
The implementation of Mitigation Measure M-AQ-7 could potentially reduce the construction health risk impacts. However, the effectiveness of these mitigation measures in reducing health risks is unknown at this time. Since it cannot be stated with certainty that cancer risk, non-cancer, or $PM_{2.5}$ concentrations would be reduced to below the BAAQMD-recommended significance thresholds, this impact is conservatively judged as significant and unavoidable for the proposed project, or Variant 1, 2, or 3.					
Mitigation Measure M-AQ-8: (Operational Health Risk– TACs, Including $PM_{2.5}$)					
To minimize residents' exposure to TAC-related health risks while indoors, the project sponsor has indicated that the proposed project, or Variant 1, 2, or 3, would install the filtration system as required by DPH with a system whose air intake is located on the roof of the buildings and capable of removing 80 percent of $PM_{2.5}$. The intake for the filtered air handling systems for the two buildings at the One Henry Adams site shall be located to minimize exposure of residents to diesel particulate, TOG and $PM_{2.5}$. Minimum exposure will be accomplished by placing filters as close as possible to the northeast corner of each structure at One Henry Adams (Rhode Island Street side, towards Division Street).	Project sponsor / construction contractor(s).	During project construction.	Project sponsor to install Department of Public Health-required air filtration system with air intakes as described in the Air Quality Technical Report prepared for this project. Project sponsor / construction contractor(s) to report	Planning Department.	Considered complete at completion of building construction.
At the One Henry Adams site, the intake for the filtered air handling system will be designed such that it is located as close as possible to the northeast corners of buildings (Rhode Island Street side, towards Division Street). Based on the risk calculation results reflecting these locations for air intake, the cumulative cancer risk in at this location would range from 64/million to 77/million, which is 28-40 percent lower than the MEI risk of 106/million.					

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
			compliance to the Planning Department.		
Mitigation Measure M-HZ-1 (EN-K-1): Other Hazardous Building Materials					
This Mitigation Measure originated during the Eastern Neighborhoods EIR process, identified as Mitigation Measure K-1. The project sponsor would ensure that building surveys for PCB- and mercury-containing equipment (including elevator equipment), hydraulic oils, and fluorescent lights are performed prior to the start of renovation under either the proposed projector its variants. Any hazardous materials so discovered would be abated according to federal, State, and local laws and regulations. The implementation of this mitigation measure would reduce the potential impact to a less-than-significant level.	Project sponsor.	Prior to demolition and construction activities.	Project sponsor and contractors to comply with local, state and federal regulations with respect to handling of hazardous materials and to conduct building materials surveys and monitor abatement compliance.	Planning Department to review building materials surveys and to monitor abatement compliance.	Considered complete upon receipt by the Planning Department of final abatement compliance report.
From the Initial Study:					
NOISE					
Mitigation Measure 1 (EN-F-1): Noise (Pile Driving)					
Mitigation Measure 1 identified by the Initial Study has been replaced by the Eastern Neighborhood EIR Mitigation Measure EN-F-1, below, which is different from, but similar to, Mitigation Measure 1 identified by the Initial Study. The project sponsor shall ensure that piles be pre-drilled wherever feasible to reduce	Project sponsor and construction contractor(s).	Prior to and during construction activities.	Project sponsor / contractor(s) to consult with the Director of Public Works to	The ERO.	Considered complete at completion of building

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
construction-related noise and vibration. No impact pile drivers shall be used unless absolutely necessary. Contractors would be required to use pile-driving equipment with state-of-the-art noise shielding and muffling devices. To reduce noise and vibration impacts, sonic or vibratory sheetpile drivers, rather than impact drivers, shall be used wherever sheetpiles are needed. Individual project sponsors shall also require that contractors schedule pile-driving activity for times of the day that would minimize disturbance to neighbors.			schedule pile driving. Project sponsor / contractor(s) to report compliance with all measures to ERO.		construction.
HAZARDS AND HAZARDOUS MATERIALS					
Mitigation Measure 3(a): Hazards (Contaminated Soil)					
Step 1: Preparation of Site Mitigation Plan: The project sponsor shall prepare a Site Mitigation Plan (SMP) for the project site. The SMP for the project site shall include a discussion of the level of contamination of soils on the project site and mitigation measures for managing contaminated soils on the site, including, but not limited to: 1) the alternatives for managing contaminated soils on the site (e.g., encapsulation, partial or complete removal, treatment, recycling for reuse, or a combination); 2) the preferred alternative for managing contaminated soils on the site and a brief justification; 3) the specific practices to be used to separate, handle, haul, and dispose of contaminated soils on the site; 4) health and safety procedures to minimize worker and public exposure to hazardous materials during construction; and 5) measures to mitigate the long-term environmental and health and safety risks caused by the presence of contaminants in the soil. The SMP shall be submitted to the DPH for review and approval. A copy of the SMP shall be submitted to the Planning Department to become part of the case file.	Project sponsor / construction contractor(s).	Prior to, during, and after all excavation, demolition, and construction activities.	Project Sponsor or contractor shall submit a Site Mitigation Plan (SMP) to DPH for review and approval.	DPH to review SMP. Project sponsor to provide copy of SMP to the Planning Department.	Considered complete with submittal and issuance of a Certification / Closure Report approved by DPH.
Step 2: Handling, Hauling, and Disposal of Contaminated Soils: (a) *Specific Work Practices.* The construction contractor shall be alert for the presence of such soils during excavation and other construction activities on the site (detected through soil odor, color, and texture and results of on-site soil testing), and shall be prepared to separate, handle, profile (i.e., characterize), and dispose of such soils appropriately (i.e., as dictated by local, state, and federal regulations, including OSHA lead-safe work practices) when such soils are encountered on the site. (b) *Dust Suppression.* Soils exposed during excavation for site preparation and project	Project sponsor.	During demolition, site grading and excavation, and site development.	Handing, hauling and disposal of contaminated soils (see mitigation measure).	The contractor shall take the mitigation actions specified in the SMP and shall submit weekly monitoring reports to DPH.	Considered complete upon receipt by DPH of final monitoring plan at completion of construction.

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
construction activities shall be kept moist throughout the time they are exposed, both during and after work hours. (c) *Surface Water Runoff Control.* Where soils are stockpiled, visqueen shall be used to create an impermeable liner, both beneath and on top of the soils, with a berm to contain any potential surface water runoff from the soil stockpiles during inclement weather. (d) *Soils Replacement.* If necessary, clean fill or other suitable material(s) shall be used to bring portions of the project site, where contaminated soils have been excavated and removed, up to construction grade. (e) *Hauling and Disposal.* Contaminated soils shall be hauled off the project site by waste hauling trucks appropriately certified with the State of California and adequately covered to prevent dispersion of the soils during transit, and shall be disposed of at a permitted hazardous waste disposal facility registered with the State of California.				Project sponsor to provide DPH with weekly reports during construction period.	
Step 3: Preparation of Closure/Certification Report After excavation and foundation construction activities are completed, the project sponsor shall prepare and submit a closure/certification report to DPH for review and approval. The closure/certification report shall include the mitigation measures in the SMP for handling and removing contaminated soils from the project sites, whether the construction contractor modified any of these mitigation measures, and how and why the construction contractor modified those mitigation measures.	Project sponsor.	After construction activities are complete.	Project sponsor to prepare Closure/ Certification Report, if necessary. Submit report to DPH.	DPH to review Closure/ Certification Report.	Considered complete with submittal of Closure/ Certification Report to DPH and San Francisco Planning Department.
Mitigation Measure 3(b): Hazards (Underground Storage Tanks) The project sponsor shall assess the possible presence of USTs at the One Henry Adams Site, including the approximately four USTs at the One Henry Adams Site along Rhode Island Street that are identified in existing environmental documents. The investigations at the One Henry Adams site shall use backhoe test pits if necessary to assess whether any USTs remain at the sites. Any USTs so discovered shall be abated, and any contaminated soils so discovered shall be remediated, according to	Project sponsor.	Prior to, and during, earth-working and construction activities.	Project sponsor to obtain permits from Hazardous Materials Unified Program Agency (HMUPA).	DPH and Planning Department to review Certificate of Completion.	Considered complete with submittal of Certificate of Completion to DPH and Planning

Adopted Mitigation Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring / Reporting Responsibility	Monitoring Schedule
federal, state, and local laws and regulations, and in conformity with Mitigation Measure 3(a) above.			SFFD, and DPW, as necessary, for UST removal, transportation and disposal. If analytical results of sampled soil indicate low level contamination, HMUPA to issue Certificate of Completion. If elevated levels of contamination, case referred to DPH Local Oversight Program for further action.		Department.

Adopted Improvement Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Improvement Schedule	Improvement Action	Monitoring / Reporting Responsibility	Monitoring Schedule
IMPROVEMENT MEASURES AGREED TO BY THE PROJECT SPONSOR					
TRANSPORTATION AND CIRCULATION					
Improvement Measure I-TR-16: Conversion of Muni Pole Stop to Curb Stop on Rhode Island Street					
As an improvement measure to better accommodate transit passengers, SFMTA could reconfigure the existing pole stop on southbound Rhode Island Street at the approach to Alameda Street to a curbside bus stop. This stop serves the 10-Townsend and 19-Polk bus lines. SFMTA could designate approximately 80 feet of the new curb parking lane that would be created on Rhode Island Street adjacent to the One Henry Adams site as a bus stop.	SFMTA to determine if feasible.	Ongoing.	If SFMTA determines that the measure is feasible, it would be responsible for implementation of this mitigation measure.	SFMTA.	Considered complete when measure is completed, otherwise ongoing for the life of the project.
Improvement Measure I-TR-22a: Striping Pedestrian Crosswalks at Nearby Intersections					
As an improvement measure to enhance the pedestrian environment, SFMTA would stripe crosswalks at the unsignalized intersections of Division/Rhode Island, Alameda/Henry Adams, and Alameda/Rhode Island. The striping of crosswalks and subsequent repainting would be paid for by the project sponsor.	Project sponsor has financial responsibility; SFMTA would implement this mitigation measure.	Ongoing.	The project sponsor would pay for the striping. The amount and schedule for payment would be set forth in a Traffic Mitigation Agreement between the project sponsor and SFMTA.	SFMTA	Considered complete when the Traffic Mitigation Agreement is implemented.

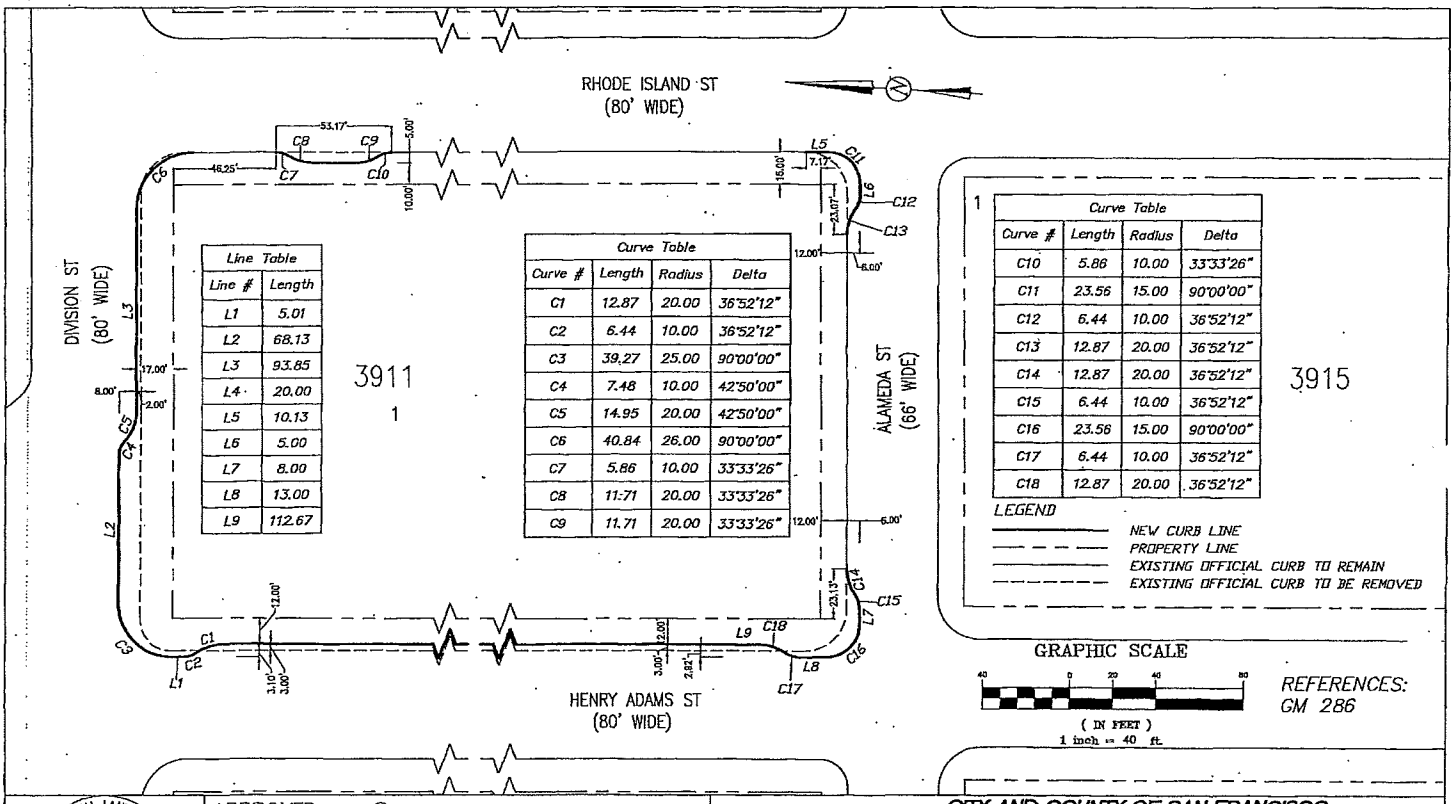
	MONITORING AND REPORTING PROGRAM				
Adopted Improvement Measures	Responsibility for Implementation	Improvement Schedule	Improvement Action	Monitoring / Reporting Responsibility	Monitoring Schedule
To minimize the potential for double parking of delivery vehicles, SFMTA could designate about 60 feet on Rhode Island Street and 40 to 60 feet on Alameda Street as yellow commercial vehicle loading/unloading zones. The change in curb regulations would need to be approved at a public hearing by the SFMTA	Project sponsor has financial responsibility; Project sponsor would request yellow commercial vehicle loading/ unloading zones as described, and the SFMTA would determine if feasible and implement.	Prior to occupancy.	If SFMTA determines that measure is feasible, project sponsor to pay for creating yellow commercial loading/ unloading zones. The amount and schedule for payment would be set forth in a Traffic Mitigation Agreement between the project sponsor and SFMTA.	SFMTA.	Considered complete when the Traffic Mitigation Agreement is implemented or determination of infeasibility by the SFMTA.
Improvement Measure I-TR-25b: Designate Curbside Passenger Loading/Unloading Zones					
To accommodate curbside passenger loading/unloading activity, SFMTA could designate about 40 feet of the curb parking lane adjacent to the midblock passage/courtyard on Rhode Island Street to a white passenger loading/unloading zone. The change in curb regulations would need to be approved at a public hearing by the SFMTA.	Project sponsor to and the SFMTA.	Prior to occupancy.	Project sponsor to request white passenger loading/ unloading zone as described from SFMTA and SFMTA to determine if feasible and appropriate. SFMTA would implement	SFMTA.	Considered complete once request for the white passenger loading/ unloading zone has been made.

Adopted Improvement Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Improvement Schedule	Improvement Action	Monitoring/ Reporting Responsibility	Monitoring Schedule
			white passenger loading/ unloading zone, if approved.		
Improvement Measure I-TR-25c: Reservation of Curb Parking for Move-In and Move-Out					
To ensure that residential move-in and move-out activities do not impede on adjacent travel lanes, move-in and move-out operations, as well as larger deliveries should be scheduled and coordinated through building management. Curb parking should be reserved through the local station of the San Francisco Police Department.	Project sponsor and any subsequent owners and project tenants.	Ongoing.	Project's building management would request from San Francisco Police Department (SFPD) temporary no parking restrictions to accommodate residential move-in and move-out activities and for larger deliveries. SFPD would review and approve as appropriate.	SFPD.	Ongoing throughout the life of the project.
Improvement Measure I-TR-31: Construction Hours					
As an improvement measure to minimize disruption of the general traffic flow on adjacent streets during the a.m. and p.m. peak periods, the construction contractor could be required to limit truck movements to the hours between 9:00 a.m. and 3:30 p.m., or other times, if approved by SFMTA.	Project sponsor and contractor, if approved by SFMTA.	During project construction.	DBI to enforce limitations on truck movements.	DBI.	Considered complete upon issuance of occupancy permit.

Adopted Improvement Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Improvement Schedule	Improvement Action	Monitoring / Reporting Responsibility	Monitoring Schedule
Improvement Measure I-TR-Parking A: Transportation Demand Management					
As an improvement measure to reduce the proposed project's parking demand and parking shortfall and to encourage use of alternative modes, the project sponsor could implement the following Transportation Demand Management measures:	Project sponsor and any subsequent owners.	Prior to occupancy.	See items i to ix in I-TR-Parking A.	The ERO	Project sponsor to provide documentation of provisions of I-TR-Parking A to the ERO.
i. Provide a Transportation Demand Management (TDM) program coordinator and provide training for the coordinator.	Project sponsor and any subsequent owners.	Ongoing.	Identify TDM program coordinator.	Provide TDM program coordinator contact information to the ERO.	Considered complete with submission of TDM contact information.
ii. Provide a transportation insert for the move-in packet that would provide information on transit service (Muni and BART lines, schedules and fares), information on where Clipper cards/transit passes could be purchased, and information on the 511 Regional Rideshare Program.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor/ property owner to prepare and disseminate move-in packet that would provide information on transit service.	The ERO to review the initial packet.	Ongoing throughout life of the project. Provide initial packet to ERO for review.
iii. Offer employee and customer incentive to increase the use of alternate modes to the car.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor to offer incentive to increase the use of alternate modes to the car.	The ERO to review.	Considered complete upon ERO review of documentation.
iv. Establish a "ride board" through which residents can offer or request rides.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor to establish a "ride board."	The ERO to review.	Ongoing throughout life of the project. ERO to review

	Adopted Improvement Measures	MONITORING AND REPORTING PROGRAM Responsibility for Implementation	Improvement Schedule	Improvement Action	Monitoring / Reporting Responsibility	Monitoring Schedule
						documentation that one is provided.
v.	Provide ongoing transportation information (e.g., local and regional transit maps/schedules, maps of bicycle routes, internet links) for all users, including residents, employers, and employees.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor to provide ongoing transportation information.	The ERO to review.	Ongoing throughout life of the project. ERO to review documentation
vi.	Ensure that bicycle parking is located in a central site within each building, and provide signage indicating the location of bicycle parking.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor to ensure bicycle parking and signage are located in a central site within each building.	The ERO to review.	ERO to review documentation.
vii.	Provide and maintain bicycles (and related amenities such as locks, baskets, lights) for use by tenants.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor to provide and maintain bicycles (and related amenities such as locks, baskets, lights) for use by tenants.	The ERO to review.	Ongoing throughout life of the project. The ERO to review documentation of the provision.
viii.	Provide information and/or signage indicating paths of access to bicycle facilities. For the One Henry Adams site, provide signage for nearby bicycle lanes on Division, Seventh, Eighth, and 16th streets, and bicycle routes on Townsend and Henry Adams streets.	Project sponsor and any subsequent owners.	Ongoing.	Project sponsor to provide information and/or signage indicating paths of access to bicycle facilities.	The ERO to review.	Ongoing throughout life of the project. The ERO to review documentation of compliance
ix.	Ensure that bicycle safety strategies are developed along streets bordering the	SFMTA; project	Prior to	Project sponsor	SFMTA to	Considered

Adopted Improvement Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Improvement Schedule	Improvement Action	Monitoring/ Reporting Responsibility	Monitoring Schedule
two project sites, thus avoiding conflicts with private autos, transit vehicles, and loading vehicles.	sponsor to pay fair share for feasible strategies agreed to.	occupancy.	to consult with the SFMTA Sustainable Streets Division to ensure that bicycle safety strategies are developed along streets bordering the two project sites.	review final plans.	complete once consultation with SFMTA has occurred and project sponsor to pay fair share for feasible strategies agreed to.
Improvement Measure I-TR-Parking B: Parking Meters					
As an improvement measure to accommodate short-term parking demand, SFMTA could seek legislation for the installation of parking meters on the west side of Rhode Island Street between Division and Alameda Streets, and on the north side of Alameda Street between Henry Adams and Rhode Island Streets.	Project sponsor; SFMTA.	Prior to occupancy.	Project sponsor to request that the SFMTA consider parking meters as described in the mitigation measure text for I-TR-Parking B. If appropriate, SFMTA could seek legislation for installation of parking meters as described.	SFMTA would be responsible for implementation and it would seek legislation.	Considered complete once Project sponsor requests that the SFMTA consider installing the parking meters. Provide a copy of the request to the ERO.



PROFESSIONAL LAND SURVEYOR BRUCE R. STORRS NO. 6914 STATE OF CALIFORNIA

APPROVED:

BRUCE R. STORRS
CITY & COUNTY SURVEYOR

1/25/15
DATE

CITY AND COUNTY OF SAN FRANCISCO
DEPARTMENT OF PUBLIC WORKS

OFFICIAL SIDEWALK CHANGES FRONTING ASSESSOR'S BLOCK 3911 LOT 001, ALONG DIVISION ST, RHODE ISLAND ST, ALAMEDA ST, AND HENRY ADAMS ST.

FILE:	SHEET	SCALE:	CHANGE
Q-20-820	1 OF 1	1:40	

City and County of San Francisco

San Francisco Public Works

Office of the City and County Surveyor
1155 Market Street, 3rd Floor
San Francisco, Ca 94103
(415) 554-5827 ■ www.sfdpw.org

Edwin M. Lee, Mayor
Mohammed Nuru, Director

Bruce R. Storrs, City and County Surveyor

DPW Order No: 184923

Transmitting to the Board of Supervisors legislation changing the official sidewalk width at 1 Henry Adams Street along Alameda, Rhode Island, Division and Henry Adams Streets on Assessor's Block 3911 Lot 001. The changes are more particularly shown on Department of Public Works Drawing Q-20-820 dated November 25, 2015.

At the request of Bruce D. Bauman & Associates, the Office of the City and County Surveyor conducted an investigation into changing the sidewalks surrounding Assessor's Block 3911 Lot 001 as follows: a) On the northwesterly corner of the block a bulb-out shall increase the sidewalk width by approximately 6 feet on Henry Adams Street and by 8 feet on Division Street, and; b) A proposed pickup/drop-off zone on the northeasterly side of the block will decrease the sidewalk width by 5 feet and has a length of approximately 53 feet, and; c) On the southeasterly corner of the block, a bulb-out will increase the sidewalk width by 6 feet along Alameda Street. Said bulb-out will have a length of approximately 38 feet along Alameda Street, and d) The proposed bulb-out on the southwesterly corner of the block will increase the sidewalk width by 6 feet along Alameda Street and by approximately 5.9 feet along Henry Adams Street. Said bulb-out will have a length of approximately 35 feet along Alameda Street, and e) A general reduction of sidewalk between the northwesterly and south westerly bulb-outs, shall decrease the sidewalk width from 15 feet to 12 feet along Henry Adams Street.

Limits of the sidewalk changes are shown on PW drawing Q-20-820, dated November 25, 2015.

The proposed sidewalk change is meant to create additional open space for the project, improve the quality of the pedestrian experience, and add to pedestrian safety when crossing the streets.

On January 31, 2013, at a duly noticed public hearing, the Planning Commission, in Motion No. 18792, certified the 801 Brannan and 1 Henry Adams Streets Project Final Environmental Impact Report (Planning Department Case No. 2006.618E) pursuant to the California Environmental Quality Act ("CEQA", California Public Resources Code sections 21000 et seq.). On that same date, the Planning Commission, in Motion No. 18794, approved the 1 Henry Adams project, which included the actions contemplated in the sidewalk width change legislation, and adopted environmental findings as required under CEQA.

On June 4, 2015 the Department of City Planning found that the proposed changes are on balance and in conformity with the General Plan, Planning Code Section 101.1.

The Department of Public Works also has documentation on file indicating that all affected City departments, including the Fire Department and Municipal Transportation Agency, consent to the

sidewalk width change. Furthermore, no objections were received from affected City Agencies and private utility companies.

The applicant, as is necessary as a result of this ordinance, shall make arrangements with public utility companies and City Departments for the relocation, and/or modification of any affected public facilities. Any necessary relocation, modification, or both of such facilities shall be at no cost to the City.

The following have been approved by the Department of Public Works and are hereby transmitted to the Board of Supervisors:

1. The proposed Ordinance changing the official sidewalk widths on various locations surrounding Assessor's Block 3911 Lot 001 as shown on Public Works drawing Q-20-820.

2. A copy of the General Plan consistency from the Department of City Planning dated June 4, 2015.

3. Public Works drawing Q-20-820 described above.

The Public Works Director recommends that the Board of Supervisors adopt this Ordinance.

5/25/2016	5/25/2016
X Bruce R. Storrs	X Mohammed Nuru
Storrs, Bruce City and County Surveyor Signed by: Storrs, Bruce	Nuru, Mohammed Director Signed by: Nuru, Mohammed