

DDA Exhibit [XX]

Arts Program For Building E4

Eligible Uses

- Arts activities that include performance, exhibition, rehearsal, production, post-production and educational activities of any of the following: Dance, music, dramatic art, film, video, graphic art, painting, drawing, sculpture, small-scale glassworks, ceramics, textiles, woodworking, photography, custom-made jewelry or apparel, and other visual, performance and sound arts and craft.
- Arts spaces will include studios, workshops, archives and theaters, and other similar spaces customarily used principally for arts activities. Studios, workshops, performance space and other similar spaces customarily used principally for arts activities (rehearsal, performance, visual arts, display, design, multimedia, classrooms, galleries, theatre, events, and exhibitions), and related accessory administrative office and support space.
- Commercial arts and art-related business service uses including, but not limited to, recording and editing services, small-scale film and video developing and printing; titling; video and film libraries; special effects production; fashion and photo stylists; production, sale and rental of theatrical wardrobes; and studio property production and rental companies.
- Community or public use space (for example community meetings or events), with a minimum size of 1,000 square feet.
- Retail and restaurant uses not to exceed 10,000 usable square feet in the aggregate.
- Studio space to accommodate the Noonan Tenants, if Building E4 is designated by Developer as Noonan Replacement Space under DDA Section 7.13. Procedures for assigning space to Noonan Tenants and criteria for selection of subsequent artists to occupy the Noonan Tenant Replacement Space, whether in E4 or in a separate location, will be governed by the Artist Transition Plan described in DDA Section 7.13.

Arts Organization Programming and Tenancy

For non-Noonan Tenant Replacement Space arts and cultural space within E4, an Arts Master Tenant meeting the qualifications specified in Section 7.12(b) of the DDA (or, if none, a qualified arts non-profit organization selected by Developer in consultation with Port) will:

- Create a set of selection criteria to evaluate artists and/or arts organization desiring to occupy the space. Example criteria may include demonstrated commitment to sustained artistic practice(s), programming strength and quality, demonstrated commitment to promoting forms of expression and cultural traditions that have been historically marginalized, demonstrated commitment to providing space to access art and creativity for historically marginalized communities, fundraising capacity, execution/operational capacity, leadership/staff/board strength and stability, demonstrated commitment to community service and engagement, financial stability and economic disadvantage.

- Establish a selection committee (which could include representatives from the Arts Master Tenant or other operator of E4 and other established San Francisco/Bay Area artists) to review new applications.
- Prioritize artists and/or arts organizations using the following geographic locations: artists in designated zip code(s) in the adjacent Pier 70 area; artists in the rest of San Francisco; artists in the greater San Francisco Bay Area (Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano and Sonoma); and all other artists.
- Establish rents for artists, arts organizations, and users at reasonable rates for comparable non-profit artist space in San Francisco, but at a minimum, sufficient to reimburse the Arts Master Tenant for its costs, including any financing costs, operation and maintenance costs, reserves and any administrative fees or other commercially standard costs of operating a building.