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Planning Commission Motion No. 20513

HEARING DATE: SEPTEMBER 5, 2019

Record No.:	**2015-014028ENV**
Project Address:	**3333 California Street (aka 3333 California Street Mixed-Use Project)**
Existing Zoning:	Residential – Mixed, Low Density [RM-1] Zoning District 40-X Height and Bulk District
Proposed Zoning:	Residential – Mixed, Low Density [RM-1] Zoning District; 3333 California Street Special Use District 40-X, 45-X, 67-X, 80-X and 92-X Height and Bulk Districts
Block/Lot:	1032/003
Block/Lot:	1032 / 003
Project Sponsor:	Laurel Heights Partners, LLC c/o: PSKS 150 Post Street, Suite 320 San Francisco, CA 94108
Staff Contact:	Nicholas Foster, AICP, LEED GA – (415) 575-9167 nicholas.foster@sfgov.org

ADOPTING ENVIRONMENTAL FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, INCLUDING FINDINGS OF FACT, FINDINGS REGARDING IMPACTS FOUND NOT TO BE SIGNIFICANT THAT DO NOT REQUIRE MITIGATION, POTENTIALLY SIGNIFICANT IMPACTS THAT CAN BE REDUCED TO LESS-THAN-SIGNIFICANT LEVELS THROUGH MITIGATION, SIGNIFICANT IMPACTS THAT CANNOT BE REDUCED TO LESS-THAN-SIGNIFICANT LEVELS WITH MITIGATION, , EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, AND A STATEMENT OF OVERRIDING CONSIDERATIONS RELATED TO APPROVALS FOR THE 3333 CALIFORNIA STREET MIXED-USE PROJECT ("PROJECT"), LOCATED ON LOT 003 OF ASSESSOR'S BLOCK 1032.

PREAMBLE

The 3333 California Street Mixed-Use Project ("Project") comprises a project site of approximately 10.25-acres (or approximately 447,361 square feet) on the block bounded by California Street to the north, Presidio Avenue to the east, Masonic Avenue to southeast, Euclid Avenue to the south, and Laurel Street/Mayfair Drive to the west.

The Project would redevelop the subject property with a mix of residential, retail, child care, open space, and parking uses. The existing 14,000 gross-square-foot (gsf) annex building, surface parking lots and ramp structures would be demolished, and the existing 455,000 gsf office building ("Center Office Building"), would be partially demolished and adaptively reused for residential uses (as two separate

buildings, "Center Building A" and "Center Building B") with up to three stories added to each. The Project would also construct thirteen new buildings, ranging from 4-story duplex townhouses to 6-story apartment buildings, as residential-only buildings ("Masonic"; "Euclid"; "Mayfair"; and the seven "Laurel Duplex" buildings), and mixed-use buildings ("Plaza A"; "Plaza B"; and "Walnut") containing non-residential uses on the ground and second floors. Overall, the Project includes a total of approximately 1,428,000 gsf of new and rehabilitated floor area, comprising: approximately 978,000 gsf of residential floor area (include 744 dwelling units); approximately 35,000 gsf of retail floor area; an approximately 15,000 gsf childcare facility (accommodating approximately 175 children); approximately 400,000 gsf devoted to off-street parking with 857 parking spaces (including approximately 10 car share spaces); and 839 bicycle spaces.

A total of 25% of the Project's dwelling units will be deed-restricted, on-site affordable units designated for low-income senior households. These affordable units will be located in the proposed Walnut Building on California Street and consist of 185 studio and 1-bedroom units for seniors plus 1 on-site manager's unit.

The Project would provide 52 percent of the overall lot area (approximately 233,000 square feet) as grade-level open area, some of which would be public open space and some of which would be private open space exclusively for residents. The Project would include a total of approximately 125,000 square feet (or roughly 2.88 acres) of publicly-accessible landscaped open space with multi-purpose plazas, lawns, and pathways. New public pedestrian walkways would cross the property in a north-south direction between California Street and the intersection of Masonic and Euclid avenues approximately along the line of Walnut Street and in an east-west direction between Laurel Street and Presidio Avenue along the line of Mayfair Drive. The Project would also include streetscape improvements to enhance the safety of, and strengthen the network of, existing sidewalks and street crossings that abut the Site. These physical improvements to the Site are in service of meeting the goals and objectives of the Better Streets Plan. Specifically, the Project would include the following streetscape and pedestrian improvements: a new at-grade street crossing; sidewalk expansion; enhanced paving; installation of new street trees and street lighting on various public rights-of-way. Some of these improvements require a major encroachment permit from the Department of Public Works and are subject to Board of Supervisors approval.

The proposed scope of work before the Commission was analyzed in the EIR as the "Project Variant" (or just "Variant"). The primary difference between the base project and the Variant is that the Variant includes 185 senior affordable dwelling units plus 1 on-site manager's unit instead of office use within the Walnut Building. Under the Variant, the Walnut Building would also contain four additional floors (22 feet taller) to accommodate the residential uses. On August 19, 2019, the Project Sponsor submitted a letter to the Department requesting Conditional Use Authorization of the Variant. The Project is more particularly described in Attachment A (See Below).

The Project Sponsor filed an Environmental Evaluation Application for the Project with the San Francisco Planning Department ("Department") on March 29, 2016.

Pursuant to and in accordance with the requirements of Section 21094 of CEQA and Sections 15063 and 15082 of the CEQA Guidelines, the Department, as lead agency, published and circulated a Notice of Preparation ("NOP") on September 20, 2017, which solicited comments regarding the scope of the environmental impact report ("EIR") for the proposed project. The NOP and its 30-day public review comment period were advertised in a newspaper of general circulation in San Francisco and mailed to governmental agencies, organizations and persons interested in the potential impacts of the proposed project. The Department held a public scoping meeting on October 16, 2017, at the Jewish Community Center of San Francisco at 3200 California Street.

During the approximately 30-day public scoping period that ended on October 20, 2017, the Department accepted comments from agencies and interested parties that identified environmental issues that should be addressed in the EIR. Comments received during the scoping process were considered in preparation of the Draft EIR.

The Department prepared the Draft EIR, which describes the Project and the environmental setting, analyzes potential impacts, identifies mitigation measures for impacts found to be significant or potentially significant, and evaluates alternatives to the Project. The Draft EIR assesses the potential construction and operational impacts of the Project on the environment, and the potential cumulative impacts associated with the Project in combination with other past, present, and future actions with potential for impacts on the same resources. The analysis of potential environmental impacts in the Draft EIR utilizes significance criteria that are based on the San Francisco Planning Department Environmental Planning Division guidance regarding the environmental effects to be considered significant. The Environmental Planning Division's guidance is, in turn, based on CEQA Guidelines Appendix G, with some modifications.

The Department published a Draft EIR for the project on November 7, 2018, and circulated the Draft EIR to local, state, and federal agencies and to interested organizations and individuals for public review. On November 7, 2018, the Department also distributed notices of availability of the Draft EIR; published notification of its availability in a newspaper of general circulation in San Francisco; posted the notice of availability at the San Francisco County Clerk's office; and posted notices at locations within the project area. The Planning Commission held a public hearing on December 13, 2018, to solicit testimony on the Draft EIR during the public review period. A court reporter, present at the public hearing, transcribed the oral comments verbatim, and prepared written transcripts. The Department also received written comments on the Draft EIR, which were sent through mail, hand delivery, or email. The public comment period on the Draft EIR ended on January 8, 2019. In addition, the Department has continued to receive comments on the EIR, which do not raise issues not already addressed.

The Department then prepared the Responses to Comments on Draft EIR document ("RTC"). The RTC document was published on August 22, 2019, and includes copies of all of the comments received on the Draft EIR and written responses to each comment.

In addition to describing and analyzing the physical, environmental impacts of the revisions to the Project, the RTC document provided additional, updated information, clarification and modifications on

issues raised by commenters, as well as Planning Department staff-initiated text changes to the Draft EIR. The Final Environmental Impact Report (Final EIR), which includes the Draft EIR, the RTC document, the Appendices to the Draft EIR and Attachments to the RTC document, and all of the supporting information, has been reviewed and considered. The RTC document and its attachments and all supporting information do not add significant new information to the Draft EIR that would individually or collectively constitute significant new information within the meaning of Public Resources Code Section 21092.1 or CEQA Guidelines Section 15088.5 so as to require recirculation of the Final EIR (or any portion thereof) under CEQA. The RTC document and attachments and all supporting information contain no information revealing (1) any new significant environmental impact that would result from the Project or from a new mitigation measure proposed to be implemented, (2) any substantial increase in the severity of a previously identified environmental impact, (3) any feasible project alternative or mitigation measure considerably different from others previously analyzed that would clearly lessen the environmental impacts of the Project, but that was rejected by the project sponsor, or (4) that the Draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

The Commission reviewed and considered the Final EIR for the Project and found the contents of said report and the procedures through which the Final EIR was prepared, publicized and reviewed complied with the California Environmental Quality Act (Public Resources Code section 21000 *et seq.*) ("CEQA"), the CEQA Guidelines (14 Cal. Code Reg. section 15000 *et seq.*), and Chapter 31 of the San Francisco Administrative Code.

The Commission found the Final EIR was adequate, accurate and objective, reflected the independent analysis and judgment of the Department and the Planning Commission, and that the summary of comments and responses contained no significant revisions to the Draft EIR, and certified the Final EIR for the Project in compliance with CEQA, the CEQA Guidelines, and Chapter 31 by its Motion No. 20512.

The Commission, in certifying the Final EIR, found that the Project described in the Final EIR will have the following significant and unavoidable environmental impacts:

- Cause a substantial adverse change in the significance of a historical resource, as defined in section 15064.5 of the CEQA Guidelines, located at 3333 California Street.
- Result in an adverse transit capacity utilization impact for Muni route 43 Masonic during the weekday a.m. peak hour under baseline conditions.
- Expose people to or generate noise levels in excess of applicable standards or cause a substantial temporary or periodic increase in ambient noise levels.

The Planning Commission Secretary is the Custodian of Records for the Planning Department materials, located in the File for Case No. 2015-014028ENV, at 1650 Mission Street, Fourth Floor, San Francisco, California.

On September 5, 2019, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2015-014028ENV to consider the approval of the Project. The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written

materials and oral testimony presented on behalf of the Project, the Planning Department staff, expert consultants and other interested parties.

This Commission has reviewed the entire record of this proceeding, the Environmental Findings, attached to this Motion as Attachment A and incorporated fully by this reference, regarding the alternatives, mitigation measures, improvement measures, environmental impacts analyzed in the FEIR and overriding considerations for approving the Project, and the proposed MMRP attached as Exhibit C and incorporated fully by this reference, which includes both mitigation measures and improvement measures. The entire record, including Attachment A and Exhibit C was made available to the public.

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

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on September 5, 2019.

Jonas P. Ionin
Commission Secretary

AYES: Fung, Hillis, Johnson, Koppel, Melgar, Moore

NAYS: Richards

ABSENT: None

ADOPTED: September 5, 2019

ATTACHMENT A

3333 CALIFORNIA STREET MIXED-USE PROJECT

California Environmental Quality Act findings:

FINDINGS OF FACT, EVALUATION OF MITIGATION MEASURES AND ALTERNATIVES, AND STATEMENT OF OVERRIDING CONSIDERATIONS

SAN FRANCISCO PLANNING COMMISSION

September 5, 2019

In determining to approve the 3333 California Street Mixed-Use Project ("Project"), as described in Section I.A, Project Description, below, the following findings of fact and decisions regarding mitigation measures and alternatives are made and adopted, and the statement of overriding considerations is made and adopted, based on substantial evidence in the whole record of this proceeding and under the California Environmental Quality Act, California Public Resources Code Sections 21000-21189.3 ("CEQA"), particularly Sections 21081 and 21081.5, the Guidelines for implementation of CEQA, California Code of Regulations, Title 14, sections 15000-15387 ("CEQA Guidelines"), particularly sections 15091 through 15093, and Chapter 31 of the San Francisco Administrative Code.

This document is organized as follows:

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

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

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

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

Section V identifies mitigation measures considered but rejected as infeasible for economic, legal, social, technological, or other considerations;

Section VI evaluates the different project alternatives and the economic, legal, social, technological, and other considerations that support approval of the project and the rejection as infeasible of alternatives, or elements thereof, analyzed; and

Section VII presents a statement of overriding considerations setting forth specific reasons in support of the actions for the project and the rejection as infeasible of the alternatives not incorporated into the project.

The Mitigation Monitoring and Reporting Program ("MMRP") for the mitigation measures that have been proposed for adoption is attached with these findings as Exhibit 1 to Attachment A to Motion No. 20513. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. The MMRP provides a table setting forth each mitigation measure listed in the Final Environmental Impact Report for the Project ("Final EIR") that is required to reduce or avoid a significant adverse impact. The MMRP also specifies the agency responsible for implementation of each measure and establishes monitoring actions and a monitoring schedule. The full text of the mitigation measures is set forth in the MMRP.

These findings are based upon substantial evidence in the entire record before the San Francisco Planning Commission (the "Commission"). The references set forth in these findings to certain pages or sections of the Draft Environmental Impact Report ("Draft EIR" or "DEIR") or the Responses to Comments document ("RTC") in the Final EIR are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings.

I. PROJECT DESCRIPTION, OBJECTIVES, ENVIRONMENTAL REVIEW PROCESS, APPROVAL ACTIONS, AND RECORDS

The Project would redevelop the subject property with a mix of residential, retail, commercial, child care, open space, and parking uses. The Project would include the adaptive reuse of the existing office building at the center of the site, which would be separated into two buildings for residential uses, and the construction of thirteen new residential and mixed-use buildings along the California Street, Masonic Avenue, Euclid Avenue, and Laurel Street frontages.

Overall, the Project is proposed to include 744 dwelling units within 977,437 gross square feet (gsf) of residential/commercial floor area; 34,496 gsf of retail floor area; a 14,665 gsf childcare facility; 401,234 gsf devoted to off-street parking with 847 parking spaces; 125,226 square feet of privately owned, publicly accessible open space and 86,570 square feet of other open space, including private open space for residents.

The Project is more particularly described below in Section I.A

A. Project Description.

1. Project Location and Site Characteristics.

The Project site ("Project Site") is a 446,490-square-foot, or 10.25-acre, single parcel located on Lot 003 of Assessor's Block 1032. The irregularly shaped parcel is bounded by California Street to the north, Presidio Avenue to the east, Masonic Avenue to southeast, Euclid Avenue to the south, and Laurel Street/Mayfair Drive to the west.

The Project Site is located within the Laurel Heights area of San Francisco's Presidio Heights neighborhood. It is adjacent to the Pacific Heights and Western Addition neighborhoods (to the east) and just north of the Anza Vista area of the Inner Richmond neighborhood. The parcel is located within an RM-1 Zoning District and a 40-X Height and Bulk District. Low- to mid-rise residential uses surround the Project Site to the north, east, south, and west across California

Street, Presidio Avenue, Euclid Avenue, and Laurel Street. Other land uses near the site include the SF Fire Credit Union, at the southwest corner of California Street and Presidio Avenue, adjacent to the Project Site; the Jewish Community Center of San Francisco (JCCSF), at the northwest corner of California Street and Presidio Avenue, across the street from the Project Site; San Francisco Fire Station No. 10, across Masonic Avenue southeast of the Project Site; the San Francisco Municipal Railway's (Muni) Presidio Division and Yard at 875 Presidio Avenue (a bus storage, maintenance depot, and administration building, across Euclid and Masonic avenues south of the Project Site); and the Laurel Village Shopping Center along California Street, across Laurel Street west of the Project Site.

The Project Site, which currently serves as the University of California, San Francisco ("UCSF") Laurel Heights Campus, is developed with a four-story, 455,000 gsf office building (including a 93,000 gsf, three-level, 212-space, partially below-grade parking garage) at the center of the site; a one-story, 14,000 gsf annex building at the corner of California and Laurel streets; three surface parking lots with a total of 331 spaces, and a three-level, partially below-grade parking garage with a total of 212 spaces; and landscaping or landscaped open space. Current uses on the campus are office, research, laboratory, child care, and parking. UCSF is in the process of shifting its uses to other campus locations in the city.

The surface parking lots and the parking garage are connected by an internal roadway system and the circular garage ramp structures north of the existing office building's east wing. The main entrance on California Street is accessed through an existing 28-foot-wide curb cut with one inbound lane and one outbound lane. The Mayfair Drive (22-foot-wide curb cut) and Laurel Street (22-foot-wide curb cut) access driveways have one inbound lane and one outbound lane. Access to the existing parking garage is also available from the Presidio Avenue driveway (28-foot-wide curb cut). Pedestrian access to the campus is provided at California Street, Laurel Street, and Euclid Avenue, and an internal sidewalk system leads to the existing office building's entrances along its north and west façades. The Project Site is well-served by Muni transit service with bus routes on California Street, Presidio Avenue, and Walnut Street.

2. Project Characteristics.

The Project would redevelop the 10.25-acre Project Site with a mix of residential, retail, commercial, child care, open space, and parking uses. The existing 14,000 gsf annex building and the two circular garage ramp structures would be demolished, and the existing 455,000 gsf office building and partially below-grade parking garage would be partially demolished. The Project would include the adaptive reuse of the existing office building at the center of the site for residential uses (as two separate buildings, "Center Building A" and "Center Building B") and the construction of thirteen new residential and mixed-use buildings along the California Street, Masonic Avenue, Euclid Avenue, and Laurel Street frontages: "Plaza A"; "Plaza B"; "Walnut"; "Masonic"; "Euclid"; "Mayfair"; and "Laurel Duplexes."

Overall, the Project is proposed to include 744 dwelling units (including market-rate units and affordable units, consisting of approximately 185 deed-restricted, onsite affordable units designated for low-income senior households in the proposed Walnut Building on California Street, with an additional manager's unit) within 977,437 gsf of residential floor area; 34,496 gsf of

retail/commercial floor area (in the proposed Plaza A, Plaza B, and Walnut buildings); a 14,665 gsf child care facility (in the proposed Walnut building); 401,234 gsf devoted to off-street parking with 847 parking spaces; 125,226 square feet of privately owned, publicly accessible open space, and 86,570 square feet of other open space, including private open space for residents. The residential unit breakdown for the 744 units would consist of approximately 419 studio and one-bedroom units (56.3 percent), 195 two-bedroom units (26.2 percent), 103 three-bedroom units (13.8 percent), and 27 four-bedroom units (3.6 percent).

a. Proposed Buildings.

The Project includes the adaptive reuse of the existing office building as two separate buildings, which would be adapted for residential use and strengthened to accommodate vertical additions and the construction of thirteen new residential and mixed-use buildings, each as described below. The descriptions are presented beginning with the renovated buildings at the center of the Project Site, then the new buildings by street location in a clockwise fashion from California Street.

i. Center Building A

The adaptively reused Center Building A would be an 89,735-gross-square-foot building (including common areas and amenity space for residents) for 51 dwelling units. Two stories would be added to Center Building A. Residential uses would be provided on renovated Levels 1 through 4 and the two new levels (Levels 5 and 6). Level 1 would have a residential lobby (entrance from the proposed Walnut Walk) and building common areas. Levels 5 and 6 would be set back from the perimeter of the lower floors of Center Building A. The depth of the proposed setbacks would range from approximately 12 to 43 feet with private terraces proposed for the setback areas on Level 5. The overall height of Center Building A would be approximately 80 feet.

ii. Center Building B

Center Building B would be a 254,398 gsf building with 231,667 gsf of residential floor area (including common areas and amenity space for residents) for 139 dwelling units; and 22,731 gsf of space for parking. Two and three stories would be added to the east and west portions of Center Building B, respectively, for an overall height of 80 feet at the east portion and 92 feet at the west portion. The building would have residential uses on the east portions of Basement Levels B1 and B2 (which is possible because the site's south-to-north and west-to-east downward-trending slope means that these levels are not completely subsurface at these "basement" levels). Basement Level B2 would include a new residential lobby on Masonic Avenue with pedestrian access via Masonic Plaza. The basement levels would also include building common areas, elevator lobbies, mechanical rooms, and a class 1 bicycle storage room, with vehicle parking spaces that would serve Center Buildings A and B. Residential and common area uses would also be provided on Center Building B's renovated Levels 1

through 4, the reconstructed level and three new levels on its central portion (Levels 5 to 7), and the reconstructed level and two new levels on its eastern portion (Levels 5 and 6). Level 1 would have a residential lobby (with an entrance from the proposed Walnut Walk) and building common areas.

The existing basement levels in Center Building B would be renovated for residential uses, and portions of two levels (Basement Levels B1 and B3) would serve as the Center B Building Garage for residents of Center Buildings A and B. These residents could also park in the proposed California Street and Masonic garages. Access to the Center B Building, California Street, and Masonic garages would be provided from curb cuts and driveways on Presidio Avenue, Walnut Street, and Masonic Avenue.

iii. Plaza A Building

The Plaza A Building at the corner of Laurel and California streets would be a four-story, 45-foot-tall, 150,900-gross-square-foot building with 66,755 gsf of residential floor area (including common areas and amenity space for residents) for 67 dwelling units, 14,816 gross square feet of ground-floor retail/commercial space, and 69,329 gsf of space for parking, circulation, and storage and mechanical rooms on two parking levels. The proposed building would frame a trapezoidal-shaped interior courtyard and would be set back approximately 18 feet from the north (California Street) property line at Level 1 only. An approximately 4,290-square-foot plaza would be developed within this setback area (California Plaza). The proposed building would be constructed to the west (Laurel Street) property line except at its southwest corner (near Laurel Street and Mayfair Drive) where it would be set back from Laurel Street by approximately 13 feet and from Mayfair Drive by approximately 38 feet. The proposed setback from Mayfair Drive would increase to approximately 48 feet starting at Level 2. The primary residential entrance would be on Laurel Street, with secondary entrances on the proposed Mayfair Walk. Retail/commercial spaces would be accessed from California Street.

Parking for the residents of the Plaza A Building would be provided in the California Street Garage on Basement Level B1 (under the Plaza A Building) and Basement Level B2 (under the Plaza B Building) and would be accessed from the proposed driveway and garage ramp on Laurel Street. The proposed driveway and garage ramp on Laurel Street would be restricted to right-turn in and right-turn out movements. Parking for retail/commercial uses would be provided on Basement Level B2 (under the Plaza A Building) and would be accessed from the proposed driveway and garage ramp on the Walnut Street extension. Basement Level B1 would have a class 1 bicycle parking storage room (67 spaces) for residents.

iv. Plaza B Building

The Plaza B Building between the proposed Plaza A Building and the Walnut Street extension would be a four-story, 45-foot-tall, 152,544-gross-square-foot building with 72,035 gsf of residential floor area (including common areas and amenity space for residents) for 61 dwelling units, 11,180 gross square feet of retail/commercial space, and 69,329 gross square feet of space for parking, circulation, and storage and mechanical rooms on two parking levels. The inverted L-shaped building would frame the proposed Cypress Square on two sides and would be constructed to the California Street property line. The primary residential entrance would be on California Street, with secondary entrances on the Walnut Street extension and the proposed Cypress Square. Retail/commercial spaces would be accessed from California Street.

The Plaza B Building would have a partially below grade basement level due to the site's south-to-north and west-to-east downward-trending slope (toward California Street and Presidio Avenue). Basement Level B1 would have retail/commercial space and a residential lobby on California Street, a class 1 bicycle parking storage room for the retail/commercial uses, shower and locker facilities for the retail/commercial uses, residential parking for Center Building A and Center Building B, and a ramp from the Walnut Street extension to the retail/commercial parking on Basement Level B2 (under the Plaza A Building). An at-grade class 1 bicycle parking storage room would contain 61 spaces for residents.

Parking for residents of the Plaza B Building would be provided in the California Street Garage on Basement Level B2 and would be accessed from the proposed driveway and garage ramp on Laurel Street. The proposed driveway and garage ramp on Laurel Street would be restricted to right-turn in and right-turn out movements. Parking for the retail/commercial uses would be provided on Basement Level B2 under the Plaza A Building and would be accessed from the proposed driveway and garage ramp off the Walnut Street extension.

v. The Walnut Building

The proposed Walnut Building, east of the Walnut Street extension, would have a total of 336,700 gsf, with 147,590 gsf of residential uses (185 studios and 1-bedrooms for seniors, and a managers unit), 8,500 gsf of retail/commercial uses, a 14,665-gross-square-foot childcare use, and an 165,945-gross-square-foot below-grade parking garage with 233 parking spaces. The overall height of the proposed Walnut Building would be approximately 67 feet and 5 levels over Basement Level B1.

The proposed structure would be rectangular in shape with two interior courtyards. The proposed Walnut Building would be constructed to the California Street property line at the northwest corner. The southwest corner of the proposed building would be set back approximately 35 feet from the Walnut Street sidewalk and approximately 72 feet from the proposed Mayfair Walk. The

southeast corner of the proposed building would be set back approximately 25 feet from the Presidio Avenue sidewalk with Basement Levels B1 and B2 and topped by the eastern end of Mayfair Walk and the Presidio Overlook. The northeast corner of the building is set back 9 feet from the California Street property line. Entrances to the retail/commercial and child care center parking spaces would be from California Street. The portion of the proposed California Street Garage under the Walnut Building would be accessed from the proposed driveway and garage ramp off the Walnut Street extension and from the proposed driveway off Presidio Avenue.

Due to the south-to-north and west-to-east downward-trending slope, the Walnut Building would have one below-grade and two partially below-grade basement levels. Basement Level B3 would be accessed from the Presidio Avenue entry driveway and garage ramp with egress from the Masonic Avenue exit-only driveway. An internal garage ramp would provide access to Basement Level B2. The north portion of Basement Level B2 (along California Street) would be developed with an at-grade, centrally located retail/commercial space and an elevator lobby for the proposed child care center space. Basement Level B2 would also include class 1 bicycle parking storage room for the child care use (10 spaces) at the northeast corner and space for circulation with ramp access to Basement Level B3 and the Presidio Avenue entry driveway and Masonic Avenue exit-only driveway. At-grade retail/commercial and child care space elevator lobbies fronting California Street would be developed on the northwest portion of Basement Level B1, and an L-shaped child care center would be developed on its east portion, facing California Street and Presidio Avenue, with access to a triangular-shaped outdoor terrace overlooking the adjacent SF Fire Credit Union. The remainder of Basement Level B1 would be devoted to parking for residents of Center Building A and Center Building B, a class 1 bicycle parking storage room for the retail/commercial uses, and space for circulation with access from the proposed driveway and garage ramp off the Walnut Street extension. Levels 1 through 5 would have exclusively residential uses.

vi. The Masonic Building

The triangular-shaped Masonic Building would be bounded by the proposed Walnut Walk on the west, the private terraces and landscaped area between the building and Center Building B on the north, and Masonic Avenue on the southeast. It would be a four- to six-story, 40-foot-tall, 97,725-gross-square-foot building with 83,505 gsf of residential floor area (including residential amenity space) for 57 dwelling units and 14,220 gsf of space for parking, circulation, and storage and mechanical rooms on a single parking level. The proposed building would be set back approximately 10 feet from the southeast (Masonic Avenue) property line. The proposed Masonic Plaza would be developed in the space between Center Building B and the Masonic Building. The residential entrances would be on Masonic Avenue and on the proposed Walnut Walk.

Due to the site's southwest-to-northeast downward-trending slope, the Masonic Building's first level (Basement Level B1) would be a partially below-grade parking garage (the Masonic Garage), with a residential lobby at the northeast corner of the floor adjacent to the proposed garage entry and driveway. The footprint for the proposed Masonic Garage would extend under the proposed Walnut Walk and Euclid Building. Basement Level B1 would be accessed from the proposed driveway off Masonic Avenue adjacent to the residential lobby at the northeast corner of the proposed building. The residential uses along Masonic Avenue and southwest of the proposed garage entry and driveway would have separate entrances via stoops, while those along the north portion would have separate private terraces (facing the landscaped area between Center Building B and the Masonic Building). Two separate residential common areas and a class 1 bicycle parking storage room for residents would be provided at the center of this floor, and a residential common area at the northwest corner.

A portion of the parking for the residential uses would be provided in mechanical stackers on the single-level parking garage (the Masonic Garage) accessed from Masonic Avenue. The mechanical stacker system would be a multicar, independently accessed system that residents would use to retrieve and return their own vehicles (i.e., they would be able to operate the system without assistance from a valet).

vii. The Euclid Building

The Euclid Building would be a roughly square building surrounding an internal courtyard. The proposed building would be bounded by the private terraces and landscaped area between it and Center Building A on the north, the proposed Walnut Walk on the east, Euclid Avenue on the south, and the proposed private terraces on the west between it and the Laurel Duplexes. The Euclid Building would be a four- to six-story, 40-foot-tall, 226,530-gross-square-foot building with 184,170 gsf of residential floor area (including common areas) for 139 dwelling units and 42,360 gsf of space for parking and circulation in the single-level parking garage (the Masonic Garage) accessed from Masonic Avenue. The proposed building would be set back approximately 67 feet from the south (Euclid Avenue) property line. The proposed Euclid Green would be developed within this setback and would extend west to Laurel Street. The eastern portion of this space would be private open space (Euclid Terrace) associated with the Euclid Building amenity spaces.

Due to the site's southwest-to-northeast downward-trending slope, the Euclid Building would have a partially below-grade floor. Level 1 would have at-grade residential uses arrayed around the internal courtyard along the north side, the northern portion of the east side, and the west side. The building would have separate at-grade entrances to the residential lobby, a residential common area, and an amenity space near the proposed Walnut Walk at the center of the east side. Separate partially below-grade common area spaces and a class 1 bicycle

parking storage room would be developed along the south (Euclid Avenue) side of this floor. Level 2 would have residential uses arrayed around the internal courtyard. The residential common areas and lobby along the south portion of the floor would be connected to the residential common areas, lobby, and interior courtyard below. The next three floors (Level 3 – Level 5) would have residential uses along each side, surrounding the internal courtyard. The top floor (Level 6) would also have residential uses but only along the north, east, and west sides. At Level 6, the proposed building would be set back from the lower floors along its south elevation (Euclid Avenue). The Euclid Building's proposed below-grade basement level would be part of the proposed Masonic Garage and would be accessed from Masonic Avenue.

viii. The Laurel Duplexes

Seven detached duplexes would be developed along Laurel Street between Euclid Avenue and the proposed Mayfair Building. Construction of the seven duplexes would result in the development of 60,260 gsf of total floor area with 55,300 gsf of residential floor area and 4,960 gsf of parking and storage space. Each duplex would include four floors, would range in height from 37 to 40 feet, and would have a centralized building core for the elevators and stairs. Six of the seven duplexes would be set back approximately 25 feet from Laurel Street. The fourth duplex in the row would be set back approximately 60 feet from Laurel Street to retain two existing Coast Live Oak trees.

Each of the Laurel Duplexes would have individual two-car parking garages located at the rear of the duplexes. Driveway access would be provided through a separate entry/exit driveway just south of the Mayfair Building that would be shared to provide access to the Laurel Duplexes and Mayfair Garage.

ix. Mayfair Building

The rectangular Mayfair Building would be bounded by the proposed Mayfair Walk on the north, the proposed landscaped area to the east between it and Center Building A, the proposed Laurel Duplexes on the south, and Laurel Street on the west. The Mayfair Building would be a four-story, 40-foot-tall, 59,040-gross-square-foot building with 46,680 gsf of residential floor area (including common areas) for 30 dwelling units, and 12,360 gsf of space for parking, circulation, and storage and mechanical rooms on a single parking level. The proposed building would be set back approximately 6 to 23 feet (average 15 feet) from the west (Laurel Street) property line.

Due to the site's south-to-north and west-to-east downward-trending slope, the Mayfair Building would have a below-grade parking level with access from Laurel Street. The basement level would provide space for residential parking (most of which would have mechanical lifts), circulation (including connections to the proposed California Street and Masonic garages), a mechanical room, and

a class 1 bicycle parking storage room (30 spaces). Residents would be able to retrieve and return their own vehicles from the mechanical stacker (i.e., they would be able to operate the mechanical stacker system without assistance from a valet). The ground floor would be developed with a residential lobby (at the northwest corner) with stepped access from the proposed Mayfair Walk. The ground floor would also include residential uses with private terraces along the north and south sides. The top three floors would be developed with residential uses, with private balconies at the top floor along the west side.

b. Streetscape Changes

Circulation changes would include the introduction, elimination, or relocation of existing curb cuts on Presidio, Masonic, and Euclid avenues; on Laurel Street; and on Mayfair Drive as follows:

- The existing 28-foot-wide curb cut at the California Street entrance would be reduced to 22 feet with the development of curb bulb-outs at the extension of Walnut Street into the project site, which would terminate with a roundabout. The Walnut Street extension would provide access to two of the California Street Garage entrances.

- The existing 29-foot-wide curb cut on Presidio Avenue would remain, but would be adjusted slightly to follow the proposed modification to the alignment of the west curb on Presidio Avenue, to be parallel to the existing east curb. The driveway would provide in and out access for the off-street freight loading area and separate in-only access to the California Street Garage for retail/commercial, child care, and residential parking uses.

- A new 16-foot-wide curb cut would be provided for vehicles exiting to Masonic Avenue from the California Street Garage and Basement Level B3 of Center Building B.

- A new 20-foot-wide curb cut on Masonic Avenue would provide in and out access to the proposed Masonic Garage.

- The existing 27-foot-wide curb cut on Laurel Street (between Mayfair Drive and Euclid Avenue) would be removed.

- The Laurel Duplexes would have independent access to their respective garages (14 independent parking spaces in total) via an entry/exit driveway from Laurel Street, shared with Mayfair Garage.

- The existing 22-foot-wide curb cut on Mayfair Drive would be relocated to immediately south of the proposed Mayfair Building and modified to be an 18-foot-wide curb cut and driveway to provide in and out access to the proposed Mayfair Building's below-grade parking garage.

- A new 20-foot-wide curb cut on Laurel Street would provide right-turn in access to and right-turn out egress from the proposed California Street Garage.

The Project Site would be integrated with the existing street grid. Pedestrian promenades would be developed to align with Walnut Street and connect to Masonic and Euclid avenues (north/south direction), and to align with Mayfair Drive and connect to Presidio and Masonic avenues and Pine Street (east/west direction). The north-south running Walnut Walk and the east-west running Mayfair Walk would be closed to vehicular traffic. The northern portion of Walnut Walk would be the extension of Walnut Street into the Project Site, which would provide vehicular access to the California Street Garage and terminate at a roundabout. Pedestrians would be able to walk through the project site from Laurel, California, and Walnut streets to Presidio Avenue, Masonic Avenue, Pine Street, and Euclid Avenue. In addition, a pedestrian walkway between the Plaza A and Plaza B buildings (Cypress Stairs) would provide access from the California Street sidewalk (at the midblock between Laurel and Walnut streets) to Cypress Square, one of the proposed onsite plazas that would be open to the public. Pedestrian access would also be provided at Walnut Street, at Presidio Avenue near the corner of Pine Street at the eastern terminus of Mayfair Walk (the proposed Pine Street Steps and Plaza), at the intersection of Masonic and Euclid Avenues at the southern terminus of Walnut Walk (the proposed Corner Plaza), and at the western terminus of Mayfair Walk. In addition, access to the proposed Euclid Green would be developed at the corner of Laurel Street and Euclid Avenue. These spaces would be designed to be compliant with the Americans with Disabilities Act.

The Project would include an encroachment at the eastern property boundary along Presidio Avenue, immediately north of the intersection with Pine Street and Masonic Avenue, to accommodate streetscape improvements. The Project would reconfigure the curb line in this area to regularize the property's frontage on Presidio Avenue. These proposed modifications to the eastern edge of the property would be combined with the reconfiguration of the triangular-shaped pedestrian island and the right-most travel lane for southbound traffic on Presidio Avenue merging onto Masonic Avenue, the construction of a corner bulb-out on the west side of the Masonic Avenue/Presidio Avenue/Pine Street intersection, the installation of a continental crosswalk crossing Presidio Avenue (to Pine Street), and the widening of the Presidio Avenue sidewalk (from 10 to 15 feet). These streetscape changes would result in an approximately 2,170-square-foot space that would be integrated with the proposed Pine Street Steps and Plaza.

The Project would also reconfigure the west curb line on Masonic Avenue at its intersection with Euclid Avenue. The Project would reconfigure the triangular-shaped pedestrian island and right-most travel lane for southbound traffic on Masonic Avenue merging onto Euclid. The existing triangular-shaped pedestrian island would be incorporated into an approximately 4,000-square-foot open space (the proposed Corner Plaza) that would be integrated with the southern end of the proposed Walnut Walk.

The Project would add a corner bulb-out at the northeast corner of Laurel Street/Mayfair Drive, which would be an approximately 650-square-foot space that would highlight the primary east-west pedestrian access to the site, the proposed Mayfair Walk.

Streetscape changes would also include proposed sidewalk widening along Masonic Avenue (from 10 to 15 feet), along Euclid Avenue (from 10.5 to 12 feet), and along Laurel Street (from 10 to 12 feet); and proposed corner bulb-outs at the southwest and southeast corners of the California Street/Walnut Street intersection, and at the northeast corner of the Laurel Street/Euclid Avenue intersection.

c. Transportation Demand Management Plan

The Project includes a Transportation Demand Management ("TDM") Plan, in compliance with Section 169 of the Planning Code. The Project would implement TDM Measures from the following categories of measures in the TDM Program Standards: active transportation; car-share; delivery; family-oriented; information and communications; and parking management. The TDM Ordinance requires, prior to issuance of a certificate of occupancy, that a property owner facilitate a site inspection by the Planning Department and document implementation of applicable aspects of the TDM Plan, and maintain a TDM Coordinator, allow for Department inspections, and submit periodic compliance reports throughout the life of the Project.

d. Open Space

The Project would retain approximately 52 percent of the overall lot area (approximately 232,846 square feet, excluding green roofs) as open area with portions to be developed with a combination of privately-owned, publicly accessible open space and private open space for residents. The Project would include new landscaped open space throughout the Project Site, including:

- California Plaza (approximately 4,290 square feet) Cypress Square (12,052 square feet) and Cypress Stairs (1,255 square feet)
- Mayfair Walk (30,605 square feet)
- Presidio Overlook (10,450 square feet)
- Lower Walnut Walk (23,730 square feet) Walnut Drive (6,904 square feet) and Walnut Court (10,921 square feet)
- Euclid Green (approximately 18,004 square feet), and
- Pine Street Steps (7,015 square feet)

There would also be approximately 86,570 square feet of other open space, including private open space for residents, including rooftop decks, ground-level terraces, interior

courtyards and private internal walkways In addition to the privately-owned publicly accessible open space and open space only for residents, the proposed improvements at the Presidio Avenue/Pine Street/Masonic Avenue intersection (the proposed Pine Street Steps and Plaza) and the Masonic Avenue and Euclid Avenue intersection (the proposed Corner Plaza) would be partially within the public right-of-way and would total approximately 12,000 square feet of open area.

e. Construction Activities

The proposed new buildings would be supported on continuous and/or individual foundations bearing on native stiff to very stiff clay, medium dense sand, or bedrock. The perimeter walls of new buildings adjacent to the existing parking garage may need to be supported on drilled piers that gain support in the bedrock below the elevation of the bottom of the existing parking garage. Foundation work would not be required to support the proposed addition of up to a maximum of two residential floors to the adaptively reused Center Buildings A and B; however, where shear walls terminate at the foundation level, new or expanded footings would be required for the improved seismic systems for Center Buildings A and B.

Approximately 274,000 square feet of the 446,479-square-foot Project Site would be modified as a result of the Project. Approximately 47,000 cubic yards of demolition debris would be generated by the Project. The depths of excavation would range from 7 to 40 feet below the existing grade (including the elevators and automobile stacker pits) with a total of approximately 241,000 net cubic yards of excavated soils generated during the approximately seven-year construction period. Thus, approximately 288,000 cubic yards of demolition debris and excavated soils would be removed from the project site.

f. Construction Schedule

The Project would be constructed in four overlapping development phases, with full build-out expected to occur approximately seven to fifteen years after project entitlements. Under an up-to-15-year construction timeframe, the same development program would be implemented; however, periods of dormancy would be introduced between construction phases, and some construction activities currently assumed as concurrent would occur separately over a longer timeframe. The project sponsor may also choose to develop the Project in a different order than the preliminary four-phase construction program described below.

The four development phases are preliminarily identified as Phase 1 (Masonic and Euclid buildings), Phase 2 (Center Buildings A and B), Phase 3 (Plaza A, Plaza B, and Walnut buildings), and Phase 4 (Mayfair Building and Laurel Duplexes). Construction would not commence until all existing uses at the UCSF Laurel Heights Campus, including the existing child care center, have vacated. The preliminary construction schedule assumes spring 2020 as the start of construction and spring 2027 as the end of construction.

Phase 1 construction activities associated with the development of the Masonic and Euclid buildings would last approximately 30 months. Construction staging, including concrete truck staging, would occur onsite on the surface parking lots on the west side of the site closest to Laurel and California streets. Phase 1 would include the demolition of the existing annex building and the southern portion of the existing office building (including the auditorium); excavation for the parking garage and building foundations; construction of a sewer line extension under Masonic Avenue; construction of a gas line extension under Euclid, Masonic and Presidio avenues; and the construction of the Masonic and Euclid buildings. Open space improvements would include the development of Masonic Plaza between Center Building B and the Masonic Building, the southern portion of the proposed Walnut Walk, a portion of the proposed Euclid Green, and the proposed Euclid Terrace private open space (adjacent to the eastern end of the proposed Euclid Green), as well as adjacent public right-of-way improvements along portions of Masonic and Euclid avenues. Initial occupancy may occur prior to the overall construction completion of the phase (anticipated to be the final quarter of 2022).

The rehabilitation and adaptive reuse of the existing office building at the center of the site under Phase 2 (Center Buildings A and B) would last 24 months, with demolition activities anticipated to commence in month 20 of Phase 1, during the exterior work on the Masonic and Euclid Buildings. Construction staging would occur onsite on the surface parking lot at the northeast portion of the site closest to California Street and on the surface parking lot closest to Laurel Street. Concrete truck staging would occur onsite on the internal roadway on the northwest portion of the site, on the west end of the proposed Mayfair Walk, and on the surface parking lot closest to Laurel Street. Phase 2 would include the demolition of the northern portion of the existing office building and the circular garage ramp structures; the partial demolition of the existing office building (to be separated into two structures); limited excavation; and interior renovations and seismic upgrades to adaptively reuse the existing office building as two separate residential buildings. Initial occupancy may occur prior to the overall construction completion of the phase (anticipated to be the final quarter of 2023). Logistically, portions of the Phase 3 garage construction necessary to commission Phase 2 may occur during this phase.

Under Phase 3, construction of the Plaza A, Plaza B, and Walnut buildings along California Street would last approximately 36 months with demolition activities anticipated to commence on month 15 of Phase 2, during the exterior work on the Center A and B Buildings. Construction staging would occur onsite on the surface parking lot closest to Laurel Street. The parking lanes along the south side of California Street and the east side of Laurel Street would be used for staging through the duration of Phase 3. Concrete truck staging would occur onsite from the extension of Walnut Street and near the western terminus of the proposed Mayfair Walk. Concrete truck staging would also occur in the parking lane on the west side of Masonic Avenue (for dispatch) and the parking lane on the east side of Laurel Street. Phase 3 would include the demolition of the existing surface parking lots along California Street, and excavation for the parking garage and building foundations. Open space improvements would include the

development of the northern portion of Walnut Walk, Mayfair Walk, Presidio Overlook, and Pine Plaza as well as adjacent public right-of-way improvements along California Street and Presidio Avenue. Initial occupancy may occur prior to the overall construction completion of the phase (anticipated to be the first quarter of 2026).

Phase 4 construction activities associated with the development of the Mayfair Building and Laurel Duplexes would last approximately 20 months, with demolition activities anticipated to commence on month 30 of Phase 3, during the interior work on the Plaza A, Plaza B, and Walnut Buildings. Construction staging would occur within the parking lane along the east side of Laurel Street and on a portion of the parking lane on the north side of Euclid Avenue (near Laurel Street), which would be used for staging through the duration of Phase 4. Concrete truck staging would occur in the parking lane on the west side of Masonic Avenue (for dispatch) and the parking lane on the east side of Laurel Street. Phase 4 would include a limited amount of demolition; and limited excavation for the parking garage and building foundations. Open space improvements would include the development of the western end of the proposed Euclid Green as well as adjacent public right-of-way improvements along Euclid Avenue and Laurel Street. Initial occupancy may occur prior to the overall construction completion of the phase (anticipated to be the second quarter of 2027)

B. Project Objectives.

The Project Sponsor, Laurel Heights Partners LLC seeks to achieve the following objectives by undertaking the project:

1. Redevelop a large underutilized commercial site into a new high quality walkable mixed-use community with a mix of compatible uses including residences, neighborhood-serving ground floor retail, onsite child care, potential office/commercial uses, and substantial open space.

2. Create a mixed-use project that encourages walkability and convenience by providing residential uses, neighborhood-serving retail, onsite child care, and potential office/commercial uses on site

3. Address the City's housing goals by building new residential dwelling units on the site, including onsite affordable units, in an economically feasible project consistent with the City's General Plan Housing Element and ABAG's Regional Housing Needs Allocation for the City and County of San Francisco.

4. Open and connect the site to the surrounding community by extending the neighborhood urban pattern and surrounding street grid into the site through a series of pedestrian and bicycle pathways and open spaces, including a north-south connection from California Street to Euclid Avenue that aligns with Walnut Street and an east-west connection from Laurel Street to Presidio Avenue.

5. Create complementary designs and uses that are compatible with the surrounding neighborhoods by continuing active ground floor retail uses along California Street east from the Laurel Village Shopping Center, adding to the mix of uses and businesses in the area, and providing activated, neighborhood-friendly spaces along the Presidio, Masonic and Euclid avenue edges compatible with the existing multi-family development to the south and east.

6. Provide a high quality and varied architectural and landscape design that is compatible with its diverse surrounding context, and utilizes the site's topography and other unique characteristics.

7. Provide substantial open space for project residents and surrounding community members by creating a green, welcoming, walkable environment that will encourage the use of the outdoors and community interaction.

8. Incorporate open space in an amount equal to or greater than that required under the current zoning, in multiple, varied types designed to maximize pedestrian accessibility and ease of use.

9. Include sufficient off-street parking for residential and commercial uses in below-grade parking garages to meet the project's needs.

10. Work to retain and integrate the existing office building into the development to promote sustainability and eco-friendly infill redevelopment.

C. Environmental Review.

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. Code. Regs. Title 14, section 15000 et seq., (hereinafter "CEQA Guidelines"), and Chapter 31 of the San Francisco Administrative Code (hereinafter "Chapter 31").

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 September 20, 2017. The department held a public scoping meeting on October 16, 2017 in order to solicit public comment on the scope of the project's environmental review.

On April 25, 2018, the department published an initial study and provided public notice in a newspaper of general circulation of the availability of the initial study for public review and comment; this notice was mailed to the department's list of persons requesting such notice, and to property owners and occupants within a 300-foot radius of the site on April 25, 2018.

On November 7, 2018, the department published the draft EIR (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 commission public hearing on the DEIR; this notice was mailed to the department's list of persons requesting such notice, and to property owners and occupants within a 300-foot radius of the site. Also, on November 7, 2018, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it, to those noted on the distribution list in the DEIR, and to government agencies, the latter both directly and through the State Clearinghouse.

A notice of completion was filed with the State Secretary of Resources via the State Clearinghouse on November 7, 2018.

The historic preservation commission held a duly advertised hearing on said DEIR on December 5, 2018 at which historic preservation commission formulated its comments on the DEIR. The planning commission held a duly advertised public hearing on said DEIR on December 13, 2018 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 January 8, 2019.

The department prepared responses to comments on environmental issues received at the public hearing and in writing during the 62-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 response to comments document, published on August 22, 2019, distributed to the commission and all parties who commented on the DEIR, and made available to others upon request at the department.

A final EIR (hereinafter "FEIR") was 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.

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. The project files are also available on the internet at the following address: https://www.ab900record.com/3333cal.

On September 5, 2019, the commission reviewed and considered the information contained in the FEIR and found 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, and found that the FEIR reflected the independent judgement and analysis of the City and County of San Francisco, was adequate, accurate and objective, and that the responses to comments document contained no significant revisions to the DEIR that would require recirculation of the document pursuant to CEQA Guideline section 15088.5, and certified the FEIR as complete, and in compliance with CEQA, the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code

D. Approval Actions.

The Project requires the following approvals:

1. Actions by the City Planning Commission

   - Certification of Environmental Impact Report (EIR) and adoption of findings under CEQA.

   - Adoption of Findings of Consistency with the general plan and priority policies of Planning Code section 101.1.

   - Recommendation to the Board of Supervisors of an amendment to the Height and Bulk Map to increase height limits along California Street from 40 to 45 feet to accommodate higher ceilings for ground-floor retail uses, at the center of the site (from 40 feet to 80 and 92 feet) for the renovated buildings resulting from the adaptive reuse of the existing office building, and along California Street at the location of the Walnut Building (from 40 to 67 feet).

   - Recommendation to the Board of Supervisors of an amendment to the Special Use District Map to designate the boundaries of the Special Use District.

   - Recommendation to the Board of Supervisors of a Special Use District to reflect other planning code compliance issues, including to allow office and retail uses at the project site and to modify or waive the requirements of Resolution 4109.

   - Conditional Use/Planned Unit Development authorization to permit development of buildings with height in excess of 40 feet and provide for minor deviations from the provisions for measurement of height, to provide for additional dwelling unit density, and to provide other exceptions to the planning code requirements applicable to the project site.

   - Recommendation to the Board of Supervisors to approve a Development Agreement with respect to, among other community benefits, the project sponsor's commitment to the amount of affordable housing developed as part of the project and to develop and maintain privately-owned, publicly accessible open space and vesting the project's entitlements for a 15-year period.

   - Approval of a Transportation Demand Management Plan (Planning Code section 169).

2. Actions by the San Francisco Board of Supervisors

   - Adoption of findings under CEQA.

   - Adoption of Findings of Consistency with the General Plan and priority policies of Planning Code section 101.1.

   - Approval of planning code and zoning map amendments, including Special Use District to reflect other planning code compliance issues, including to allow office

and retail uses at the project site and to modify or waive the requirements of Resolution 4109, and an amendment to the Height and Bulk Map.

- Approval of Development Agreement.
- Adoption of an ordinance approving a major encroachment permit that would include sidewalk improvements, sidewalk expansion, and removal and replacement of street and significant trees.

3. San Francisco Public Works

- Approval of Subdivision Map.
- Public hearing on removal and replacement of street trees and significant trees, streetscape improvements in the public right-of-way, including new curb cuts on Masonic Avenue (two) and Laurel Street (eight), of encroachment permit for the proposed development of the Corner Plaza at Masonic and Euclid avenues, the Pine Street Steps and Plaza at the Masonic/Pine/Presidio intersection, curb bulb-outs and associated streetscape improvements on the west side of Presidio Avenue at the intersection with Pine Street and Masonic Avenue, on the west side of Masonic Avenue at the intersection with Euclid Avenue, and on the east side of Laurel Street at the intersection with Mayfair Drive, and for sidewalk widening
- Approval of a street space permit from the Bureau of Street Use and Mapping if sidewalk(s) are used for construction staging and pedestrian walkways are constructed in the curb lane(s).
- Recommendation to Board of Supervisors to approve legislation for sidewalk widening.

4. San Francisco Municipal Transportation Agency

- Approval of request for on-street commercial truck (yellow) and passenger (white) loading zones on Laurel Street, California Street, Masonic Avenue, and Euclid Avenue.
- Approval of a special traffic permit from the Sustainable Streets Division if sidewalk(s) are used for construction staging and pedestrian walkways are constructed in the curb lane(s).
- Approval of construction within the public right-of-way (e.g., bulbouts and sidewalk extensions) to ensure consistency with the Better Streets Plan.
- Approval of the placement of bicycle racks on the perimeter sidewalks and within the project site

5. San Francisco Department of Building Inspection

- Review and approval of demolition, excavation, and site/building permits.
- Review and approval of construction permit for non-potable water system.
- Approval of a permit for nighttime construction if any night construction work is proposed that would result in noise greater than five dBA above ambient noise levels, as applicable.
- Review and approval of plumbing plans for non-potable water reuse system per the Non-potable Water Ordinance.

6. San Francisco Public Utilities Commission

- Review and approval of Erosion and Sediment Control Plan, in accordance with article 4.1 of the public works code.
- Review and approval of any changes to sewer laterals (connections to the City sewer system).
- Review and approval of any changes to existing publicly-owned fire hydrants, water service laterals, water meters, and/or water mains.
- Review and approval of the size and location of new fire, standard, and/or irrigation water service laterals.
- Review and approval of post-construction stormwater design guidelines including a Stormwater Control Plan, in accordance with City's 2016 Stormwater Management Requirements and Design Guidelines.
- Review and approval of a Landscape Plan per the Water Efficient Irrigation Ordinance.
- Approval of the use of dewatering wells per article 12B of the health code (joint approval by the San Francisco Department of Public Health).
- Review and approval of documentation for non-potable water reuse system per the Non-potable Water Ordinance.

7. San Francisco Department of Public Health

- Review and approval of a Site Mitigation Plan, in accordance with San Francisco Health Code article 22A (Maher Ordinance).
- Review and approval of a Construction Dust Control Plan, in accordance with San Francisco Health Code article 22B (Construction Dust Control Ordinance).

- Approval of the use of dewatering wells per article 12B of the health code (joint approval by the San Francisco Public Utilities Commission).

- Review and approval of design and engineering plans for non-potable water reuse system and testing prior to issuance of a Permit to Operate.

8. Actions by Other Government Agencies

- Bay Area Air Quality Management District

  - Approval of any necessary air quality permits for installation, operation, and testing (e.g., Authority to Construct/Permit to Operate) for individual air pollution sources, such as boilers and emergency standby diesel generator.

  - Approval of Asbestos Dust Mitigation Plan for construction and grading operations.

E. Findings About Significant Environmental Impacts and Mitigation Measures.

The following Sections II, III and IV set forth the findings about the determinations of the Final EIR regarding significant environmental impacts and the mitigation measures proposed to address them. These findings provide written analysis and conclusions regarding the environmental impacts of the Project and the mitigation measures included as part of the Final EIR and adopted as part of the Project.

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

These findings do not attempt to describe the full analysis of each environmental impact contained in the Final EIR. Instead, a full explanation of these environmental findings and conclusions can be found in the Final EIR (which includes the Initial Study, Draft EIR, and Response to Comments document) and these findings hereby incorporate by reference the discussion and analysis in the Final EIR supporting the determination regarding the Project impacts and mitigation measures designed to address those impacts. For ease of reference only, the page of the Initial Study (IS), Draft EIR (DEIR) or Response to Comments document (RTC) is noted after the impact number where the primary discussion and analysis of that impact can be found. In making these findings, the determinations and conclusions of the Final EIR relating to environmental impacts and mitigation measures are hereby ratified, adopted and incorporated in these findings, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

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

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

F. Location and Custodian of Records.

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

II. IMPACTS FOUND NOT TO BE SIGNIFICANT AND THUS DO NOT REQUIRE MITIGATION

Under CEQA, no mitigation measures are required for impacts that are less than significant (Pub. Res. Code § 21002; CEQA Guidelines §§ 15126.4, subd. (a)(3), 15091). As more fully described in the Final EIR and the Initial Study, and based on the evidence in the whole record of this proceeding, it is hereby found that implementation of the Project would not result in any significant impacts in the following areas and that these impact areas therefore do not require mitigation:

Land Use

- Impact LU-1 (IS 110): The proposed Project would not physically divide an existing community.
- Impact LU-2 (IS 110): The proposed Project would not conflict with any applicable land use plan, policy or regulation adopted for the purpose of avoiding or mitigating an environmental effect, such that a significant environmental impact would result.
- Impact C-LU-1 (IS 111): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative land use impacts.

- Population and Housing

- Impact PH-1 (IS 112): The proposed Project would not directly or indirectly induce substantial population growth in an area.

- Impact PH-2 (IS 120): The proposed Project would not displace substantial numbers of existing housing units or people necessitating the construction of replacement housing.

- Impact C-PH-1 (IS 120): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to significant cumulative population and housing impacts.

Cultural Resources

- Impact CR-2 (DEIR 4.B.47): The Project would not materially alter, in an adverse manner, the physical characteristics of any offsite historical resources that justify their inclusion in the California Register of Historical Resources.

- Impact C-CR-1 (DEIR 4.B.48): The impacts of the proposed Project, in combination with other past, present, and reasonably foreseeable future projects, would not materially alter, in an adverse manner, the physical characteristics of historical resources that justify their eligibility for inclusion in the California Register of Historical Resources, resulting in a cumulative impact.

Transportation and Circulation

- Impact TR-1 (DEIR 4.C.68): Construction of the proposed Project would not result in substantial interference with pedestrian, bicycle, or vehicle circulation and accessibility to adjoining areas thereby resulting in potentially hazardous conditions.

- Impact TR-3 (DEIR 4.C.81): The proposed Project would not cause major traffic hazards.

- Impact TR-5 (DEIR 4.C.88): The proposed project would not result in an adverse impact related to a substantial increase in transit delays.

- Impact TR-6 (DEIR 4.C.88): The proposed Project would not cause significant impacts on regional transit.

- Impact TR-7 (DEIR 4.C.92): The proposed Project would not result in substantial overcrowding on public sidewalks, create potentially hazardous conditions for pedestrians, or otherwise interfere with pedestrian accessibility to the site and adjoining areas.

- Impact TR-8 (DEIR 4.C.94): The proposed project would not create potentially hazardous conditions for bicyclists and would not interfere with bicycle accessibility to the project site or adjoining areas.

- Impact TR-9 (DEIR 4.C.96): The proposed Project's freight loading demand would be met during the peak loading hour.

- Impact TR-10 (DEIR 4.C.98): The proposed Project's passenger loading demand would be met during the peak loading hour and would not create hazardous conditions or significant delays for transit, bicycles or pedestrians.

- Impact TR-11 (DEIR 4.C.99): The proposed Project would not result in significant impacts on emergency access to the project site or adjacent locations.

- Impact C-TR-1 (DEIR 4.C.101): Construction of the proposed Project, in combination with reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative construction-related transportation impacts.

- Impact C-TR-3 (DEIR 4.C.104): The proposed Project would not contribute considerably to a major traffic hazard.

- Impact C-TR-4 (DEIR 4.C.105): The proposed Project would not contribute considerably to significant cumulative transit capacity impacts on Muni screenlines.

- Impact C-TR-5 (DEIR 4.C.108): The proposed Project would not contribute considerably to significant cumulative transit delay impacts.

- Impact C-TR-6 (DEIR 4.C.108): The proposed Project would not contribute considerably to significant cumulative transit capacity impacts on regional transit routes.

- Impact C-TR-7 (DEIR 4.C.112): The proposed Project would not contribute considerably to significant cumulative pedestrian impacts.

- Impact C-TR-8 (DEIR 4.C.112): The proposed Project would not contribute considerably to a significant cumulative bicycle impact.

- Impact C-TR-9 (DEIR 4.C.113): The proposed Project would not contribute considerably to a significant cumulative freight loading impact.

- Impact C-TR-10 (DEIR 4.C.114): The proposed Project would not contribute considerably to a significant cumulative passenger loading impact.

- Impact C-TR-11 (DEIR 4.C.114): The proposed Project would not contribute considerably to a significant cumulative impact on emergency vehicle access.

Noise

- Impact NO-4 (DEIR 4D.62): Operation of the proposed project would not cause substantial permanent increases in ambient noise levels along roadway segments in the project site vicinity.

- Impact NO-5 (DEIR 4.D.64): The proposed Project's occupants would not be substantially affected by future noise levels on the site.

- Impact NO-6 (DEIR 4.D.67): Operation of the proposed Project would not expose people and structures to or generate excessive groundborne vibration or noise levels.

- Impact C-NO-1 (DEIR 4.D.68): Construction noise as a result of the proposed Project, combined with construction noise from reasonably foreseeable projects in the project area, would not cause a substantial temporary or periodic increase in ambient noise levels in the project vicinity during construction.

- Impact C-NO-2 (DEIR 4.D.71): Operation of the proposed Project, in combination with other development, would not cause a substantial permanent increase in ambient noise levels in the project vicinity.

Air Quality

- Impact AQ-1 (DEIR 4.E.38): During construction, the proposed Project would generate fugitive dust and criteria air pollutants which would not violate an air quality standard, contribute substantially to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.

- Impact AQ-2 (DEIR4.E.49): At project build-out, the operation of the proposed Project would not result in emissions of criteria air pollutants at levels that would violate an air quality standard, contribute to an existing or projected air quality violation, or result in a cumulatively considerable net increase in criteria air pollutants.

- Impact AQ-3 (DEIR 4.E.52): Construction and operation of the proposed Project would not generate toxic air contaminants, including DPM, at levels which would expose sensitive receptors to substantial pollutant concentrations.

- Impact AQ-4 (IS 145): The proposed project or project variant would not generate emissions that create objectionable odors affecting a substantial number of people.

- Impact AQ-4 (DEIR 4.E.60): The proposed Project would not conflict with implementation of the 2017 Bay Area Clean Air Plan.

- Impact C-AQ-1 (DEIR 4.E.66): The proposed Project, in combination with past, present, and reasonably foreseeable future development in the project area, would not contribute to cumulative regional air quality impacts.

- Impact C-AQ-2 (DEIR 4.E.66): The proposed Project, in combination with past, present, and reasonably foreseeable future development in the project area, would not contribute to cumulative health risk impacts on sensitive receptors.

Greenhouse Gas Emissions

- Impact C-GG-1 (IS 148): The proposed Project would generate greenhouse gas emissions, but not at levels that would result in a significant impact on the environment or conflict with any policy, plan, or regulation adopted for the purpose of reducing greenhouse gas emissions.

Wind and Shadow

- Impact WS-1 (IS 151): The proposed Project would not alter wind in a manner that substantially affects public areas.

- Impact WS-2 (IS 156): The proposed Project would not create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas.

- Impact C-WS-1 (IS 156): The proposed Project, in combination with past, present, and reasonably foreseeable future projects in the project site vicinity, would not result in a cumulatively considerable contribution to cumulative wind impacts.

- Impact C-WS-2 (IS 162): The proposed Project, in combination with past, present, and reasonably foreseeable future projects in the project site vicinity, would not result in a cumulatively considerable contribution to cumulative shadow impacts.

Recreation

- Impact RE-1 (IS 166): The proposed Project would not increase the use of existing neighborhood and regional parks or other recreational facilities such that substantial physical deterioration of the facilities would occur or be accelerated, or such that the construction of new facilities would be required.

- Impact RE-2 (IS 170): Construction of open space as part of the proposed Project would not result in substantial adverse physical environmental impacts beyond those analyzed and disclosed in the initial study.

- Impact C-RE-1 (IS 171): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative impacts on recreational facilities or resources.

Utilities and Service Systems

- Impact UT-1 (RTC 6.21): Sufficient water supplies are available to serve the Project in normal, dry, and multiple dry years unless the Bay-Delta Plan Amendment is implemented; in that event, the SFPUC may develop new or expanded water supply facilities to address shortfalls in single and multiple dry years but this would occur with or without implementation of the proposed project or its variant. Impacts related to new or expanded water supply facilities cannot be identified at this time or implemented in

the near term; instead, the SFPUC would address supply shortfalls through increased rationing, which could result in significant cumulative effects, but the Project would not make a considerable contribution to impacts from increased rationing.

- Impact UT-2 (IS 180): The SFPUC has sufficient water supply available to serve the project site from existing entitlements and resources and would not require new or expanded water supply resources or entitlements.

- Impact UT-3 (IS 182): The proposed project or project variant would be served by a landfill with sufficient permitted capacity.

- Impact UT-4 (IS 185): Construction and operation of the proposed Project would comply with all applicable statutes and regulations related to solid waste.

- Impact C-UT-1 (IS 185): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative impacts on utilities and service systems.

Public Services

- Impact PS-1 (IS 189): The proposed Project would increase demand for fire protection and police protection, schools, and other public services, but not to the extent that would require new or physically altered fire or police, schools, or other public facilities, the construction of which could result in significant environmental impacts.

- Impact C-PS-1 (IS 196): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative impacts on public services.

Biological Resources

- Impact BI-2 (IS 202): The proposed Project would not conflict with any local policies or ordinances protecting biological resources, such as a tree preservation policy or ordinance.

Geology and Soils

- Impact GE-1 (IS 208): The proposed Project would not expose people or structures to potential substantial adverse effects, including the risk of loss, injury, or death involving rupture of a known earthquake fault and strong seismic ground shaking.

- Impact GE-2 (IS 210): The proposed Project would not result in substantial soil erosion or the loss of topsoil.

- Impact GE-3 (IS 211): The proposed Project is not located on a geologic unit or soil that is unstable (or could become unstable as a result of the project), potentially resulting in an onsite or offsite landslide, lateral spreading, subsidence, liquefaction or collapse.

- Impact GE-4 (IS 212): The proposed Project would not be located on expansive soil, as defined in Table 18-1-B of the Uniform Building Code, creating substantial risks to life or property.

- Impact C-GE-1 (IS 215): The proposed Project, in combination with past, present, and reasonably foreseeable future projects in the project site vicinity, would not result in a cumulatively considerable contribution to cumulative impacts related to geology and soils.

Hydrology and Water Quality

- Impact HY-1 (IS 217): The proposed Project would not violate any water quality standards or waste discharge requirements or otherwise substantially degrade water quality.

- Impact HY-2 (IS 221): The proposed Project would not substantially deplete groundwater supplies or interfere substantially with groundwater recharge such that there would be a net deficit in aquifer volume or a lowering of the local groundwater table level.

- Impact HY-3 (IS 222): The proposed Project would not substantially alter the existing drainage pattern of the site or area, including through the alteration of the course of a stream or river, or substantially increase the rate or amount of surface runoff in a manner that would result in substantial erosion, siltation, or flooding on or off site.

- Impact HY-4 (IS 223): The proposed Project would not create or contribute runoff water which would exceed the capacity of existing or planned stormwater drainage systems or provide substantial additional sources of polluted runoff.

- Impact C-HY-1 (IS 224): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative impacts related to hydrology and water quality.

Hazards and Hazardous Materials

- Impact HZ-1 (IS 231): The proposed Project would not create a significant hazard to the public or the environment through the routine transport, use, or disposal of hazardous materials.

- Impact HZ-2 (IS 232): The proposed Project would not create a significant hazard to the public or the environment through reasonably foreseeable upset and accident conditions involving the release of hazardous materials into the environment.

- Impact HZ-3 (IS 237): The proposed Project would not result in hazardous emissions or the handling of hazardous or acutely hazardous materials, substances, or waste, but

would involve the usage of minor amounts of routine hazardous materials within one-quarter mile of an existing or proposed school.

- Impact HZ-4 (IS 238): The project site is included on a list of hazardous materials sites compiled pursuant to Government Code section 65962.5 but would not create a significant hazard to the public or the environment.

- Impact HZ-5 (IS 239): The proposed Project would not impair implementation of or physically interfere with an adopted emergency response plan or emergency evacuation plan and would not expose people or structures to a significant risk of loss, injury, or death involving fires.

- Impact C-HZ-1 (IS 240): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative impacts related to hazards and hazardous materials.

Mineral and Energy Resources

- Impact ME-1 (IS 240): The proposed Project would not result in the loss of availability of a known mineral resource or locally important mineral resource recovery site.

- Impact ME-2 (IS 242): The proposed Project would not encourage activities which result in the use of large amounts of fuel, water, or energy, or use these in a wasteful manner.

- Impact C-ME-1 (IS 245): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would not result in a cumulatively considerable contribution to cumulative impacts on mineral and energy resources.

Agriculture and Forest Resources (IS 246)

- The Project site and vicinity are located within an urbanized area of San Francisco. No land in San Francisco has been designated as agricultural land or forest land, and therefore there would be no impacts to agricultural or forest resources.

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

CEQA requires agencies to adopt mitigation measures that would avoid or substantially lessen a project's identified significant impacts or potential significant impacts if such measures are feasible (unless mitigation to such levels is achieved through adoption of a project alternative). The findings in this Section III and in Section IV concern mitigation measures set forth in the Final EIR. These findings discuss mitigation measures as identified in the Final EIR for the Project. The full text of the mitigation measures is contained in the Final EIR and in Exhibit 1, the Mitigation Monitoring and Reporting Program. The impacts identified in this Section III would be reduced to a less-than-significant level through implementation of the mitigation measures contained in the Final EIR, included in the Project, or

imposed as conditions of approval and set forth in Exhibit 1. Impacts identified in Section IV would remain significant and unavoidable even with implementation of the mitigation measures contained in the Final EIR, included in the Project, or imposed as conditions of approval and set forth in Exhibit 1.

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

Cultural Resources

Impact CR-2 (IS 125): Construction activities of the proposed Project could cause a substantial adverse change in the significance of an archaeological resource.

The project area was part of the Lone Mountain, and later Laurel Hill, Cemetery from the mid-1850s to the 1940s. As a result, the project has a high historic archaeological sensitivity based on the possible presence of historic burials or other features associated with the cemetery. The project has the potential to adversely impact significant prehistoric and historical archaeological resources, if such resources are present within the project site.

Mitigation Measure M-CR-2a: Archaeological Testing, Monitoring, Data Recovery and Reportings

Mitigation Measure M-CR-2b: Interpretation

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measures M-CR-2a and M-CR-2b would reduce impact CR-2 to a less-than-significant level.

Impact CR-3 (IS 133): Construction activities of the proposed Project could disturb human remains, if such remains are present within the project site.

There are gaps in the current understanding of prehistoric land use history. Given this lack of understanding, although unlikely, it is possible Native American human remains may be encountered during project construction. Further, there is a high potential for the project to encounter human remains associated with the historic-era Laurel Hill Cemetery. In the event that construction activities disturb unknown human remains within the project area, any inadvertent damage to human remains would be considered a significant impact.

Mitigation Measure M-CR-2a: Archaeological Testing, Monitoring, Data Recovery and Reportings

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-CR-2a would reduce impact CR-3 to a less-than-significant level.

Impact CR-4 (IS 134): Construction activities of the proposed Project could disturb tribal cultural resources, if such resources are present within the project site.

CEQA Section 21074.2 requires the lead agency to consider the effects of a project on tribal cultural resources. As defined in Section 21074, tribal cultural resources are sites, features, places, cultural

landscapes, sacred places, and objects with cultural value to a California Native American tribe that are listed, or determined to be eligible for listing, on the national, state, or local register of historical resources. Pursuant to State law under Assembly Bill 52 (Public Resources Code section 21080.3.1), on September 21, 2017, the Planning Department requested consultation with Native American tribes regarding possible significant effects that the project may have on tribal cultural resources. The Planning Department received no response concerning the project.

Based on the background research there are no known tribal cultural resources in the project area; however, based on the archeological sensitivity assessment, the project site is an archaeologically sensitive area with a moderate potential for prehistoric archeological resources. Prehistoric archeological resources may also be considered tribal cultural resources. In the event that construction activities disturb unknown archeological sites that are considered tribal cultural resources, any inadvertent damage would be considered a significant impact.

Mitigation Measure M-CR-2a: Archaeological Testing, Monitoring, Data Recovery and Reportings

Mitigation Measure M-CR-2b: Interpretation

Mitigation Measure M-CR-4: Tribal Cultural Resources Interpretive Program

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measures M-CR-2a, M-CR-2b, and M-CR-4 would reduce impact CR-4 to a less-than-significant level.

Impact C-CR-1 (IS 136): The proposed Project, in combination with past, present, and reasonably foreseeable future projects in the vicinity, would result in a cumulatively considerable contribution to significant cumulative impacts on as-yet unknown archaeological resources, human remains, or tribal cultural resources.

Archeological resources, tribal cultural resources, and human remains are non-renewable resources of a finite class. All adverse effects to archeological resources erode a dwindling cultural/scientific resource base. Federal and state laws protect archeological resources in most cases, either through project redesign or by requiring that the scientific data present within an archeological resource be archeologically recovered. As discussed above, the project could have a significant impact related to archeological resources, tribal cultural resources, and disturbance of human remains. The project's impact, in combination with other projects in the area that would also involve ground disturbance and that could also encounter previously recorded or unrecorded archeological resources, tribal cultural resources, or human remains, could result in a significant cumulative impact.

Mitigation Measure M-CR-2a: Archaeological Testing, Monitoring, Data Recovery and Reportings

Mitigation Measure M-CR-2b: Interpretation

Mitigation Measure M-CR-4: Tribal Cultural Resources Interpretive Program

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measures M-CR-2a, M-CR-2b, and M-CR-4 would reduce impact C-CR-1 to a less-than-significant level.

Transportation and Circulation

Impact TR-2 (DEIR 4.C.74): The proposed Project would cause substantial additional Vehicle Miles Travelled (VMT) and/or substantially induce automobile travel.

More off-street vehicular parking is linked to more driving and VMT. If the project provided parking at a substantially higher rate than the existing neighborhood average rate for retail uses, it could result in VMT that would exceed the threshold of 15 percent below the regional average for retail uses, the significance threshold for the nonresidential use, a potentially significant impact.

Mitigation Measure M-TR-2: Reduce Retail Parking Supply

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-TR-2 would reduce impact TR-2 to a less-than-significant level.

Impact C-TR-2 (DEIR 4.C.102): The proposed Project's incremental effects on regional VMT would be significant, when viewed in combination with past, present, and reasonably foreseeable future projects.

More off-street vehicular parking is linked to more driving and VMT. If the project provided parking at a substantially higher rate than the existing neighborhood average rate for retail uses, it could result in VMT that would exceed the threshold of 15 percent below the regional average for retail uses, the significance threshold for the nonresidential use, a potentially significant impact.

Mitigation Measure M-TR-2: Reduce Retail Parking Supply

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-TR-2 would reduce impact C-TR-2 to a less-than-significant level.

Noise and Vibration

Impact NO-2 (DEIR 4.D.51): Construction of the proposed Project would expose structures to, or generate excessive groundborne vibration levels but not excessive groundborne noise.

Groundborne vibrations from certain aspects of Project construction have the potential to affect the existing offsite structures nearest to the project site. Most offsite structures, including historic buildings and some older buildings along Presidio Avenue and Masonic Avenue, and older residential structures along Euclid Avenue and Laurel Street, and newer residential and commercial structures along California Street, would be too distant from the proposed construction activities on the project site to be susceptible to structural damage. However, excavators used during excavation work along certain portions of California Street have the potential to cause structural damage at the nearest offsite structure, the SF Fire Credit Union building, when operating within 8 feet of this building. This would be a significant impact.

Mitigation Measure M-NO-2: Vibration Monitoring Program for SF Fire Credit Union Building

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-NO-2 would reduce impact NO-2 to a less-than-significant level.

Impact NO-3 (DEIR 4.D.58): Operation of the proposed Project would not result in a substantial permanent increase in ambient noise levels in the immediate project vicinity, or permanently expose persons to noise levels in excess of standards in the San Francisco General Plan and the San Francisco Noise Ordinance.

Stationary equipment associated with project includes HVAC systems, cooling towers, an emergency generator, ventilation systems, and trash compactors, but the design and selection of this equipment is not complete. It is possible that HVAC and cooling equipment at the project buildings could result in excessive noise. A mitigation measure is identified to ensure that ensure that project equipment noise levels would comply with Police Code section 2909 requirements with respect to both existing offsite and future onsite land uses.

Mitigation Measure M-NO-3: Stationary Equipment Noise Controls

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-NO-3 would reduce impact NO-3 to a less-than-significant level.

Biological Resources

Impact BI-1 (IS 198): The proposed Project would have a substantial adverse effect, either directly or through habitat modifications, on any species identified as a candidate, sensitive, or special-status species in local or regional plans, policies, or regulations or by the California Department of Fish and Wildlife or U.S. Fish and Wildlife Service; and the proposed Project would interfere substantially with the movement of native resident or migratory fish or wildlife species or with established native resident or migratory wildlife corridors, or impede the use of native wildlife nursery sites.

Tree removal and construction-related activities associated with the project could adversely affect bird breeding and nest behaviors at the project site and in the immediate vicinity. Construction activities that may cause visual disturbance or alter the ambient noise environment include vegetation removal, demolition of existing buildings, and construction of foundations and new buildings. Although adult birds can escape the project site to avoid direct harm during construction, eggs or chicks associated with active nests could still be permanently affected (i.e. abandoned or killed) by project construction activities. The project may result in the displacement of nesting migratory birds and/or the abandonment of active nests should construction and vegetation removal occur during the typical nesting season (January 15 through August 15). A mitigation measure is identified to ensure that project activities do not result in the take of an active nest.

The project would increase the number of new buildings at the project site and the heights of existing buildings, which could create potential obstacles for resident or migratory birds. This could result in an increase in bird injury or mortality in the event of a collision. The project would comply with Planning Code section 139's feature-related standards.

Mitigation Measure M-BI-1: Preconstruction Nesting Bird Surveys and Buffer Areas

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-BI-1 would reduce impact BI-1 to a less-than-significant level.

Impact C-BI-1 (IS 204): The proposed Project, in combination with past, present, and reasonably foreseeable future projects, would result in a cumulatively considerable contribution to cumulative impacts related to biological resources.

Cumulative development within the vicinity of the project site would occur within a dense urban environment that lacks suitable habitat for candidate, sensitive, or special-status species. Future projects such as 3700 California Street and 2670 Geary Boulevard, may result in an increase in population density, taller buildings, and tree removal. Such development could have an impact on nesting and migratory birds that would be reduced to less-than-significant levels with implementation of mitigation measures associated with meeting the requirements of the Migratory Bird Treaty Act and California Fish and Game Code. Additionally, these future projects would also be subject to, and comply with, the requirements of Planning Code section 139, incorporation of bird-safe glazing treatment on 100 percent of any feature-related hazards (e.g., balconies, free-standing glass walls, or skywalks).

Mitigation Measure M-BI-1: Preconstruction Nesting Bird Surveys and Buffer Areas

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-BI-1 would reduce impact C-BI-1 to a less-than-significant level.

Geology and Soils

Impact GE-5 (IS 212): The proposed Project would directly or indirectly destroy a unique paleontological resource or site or unique geologic feature.

The project would entail excavation to a depth of up to 40 feet to accommodate the below-grade basement levels, foundations, and site terracing, extending into the Colma Formation at certain locations. For paleontologically sensitive areas, the objective of implementing mitigation measures is to reduce adverse impacts on paleontological resources by recovering fossils and associated contextual data prior to and during ground-disturbing activities. Ground-disturbing activities as a result of the project could expose and cause impacts on unknown paleontological resources, which would be a potentially significant impact.

Mitigation Measure M-GE-5: Inadvertent Discovery of Paleontological Resources

The Commission finds that, for the reasons set forth in the Final EIR, implementing Mitigation Measure M-GE-5 would reduce impact GE-5 to a less-than-significant level.

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

Based on substantial evidence in the whole record of these proceedings, the Planning Commission finds that, where feasible, changes or alterations have been required, or incorporated into, the Project to reduce the significant environmental impacts as identified in the Final EIR. The Commission finds that the mitigation measures in the Final EIR and described below are appropriate, and that changes have been required in, or incorporated into, the Project, pursuant to Public Resources Code section 21002 and CEQA Guidelines Section 15091, that may lessen, but do not avoid (i.e., reduce to less-than-significant levels),

the potentially significant environmental effects associated with implementation of the Project that are described below. Although all of the mitigation measures set forth in the MMRP, attached as Exhibit 1, are hereby adopted, for some of the impacts listed below, despite the implementation of feasible mitigation measures, the effects remain significant and unavoidable.

The Commission further finds based on the analysis contained within the Final EIR, other considerations in the record, and the significance criteria identified in the Final EIR, that feasible mitigation measures are not available to reduce some of the significant Project impacts to less-than-significant levels, and thus those impacts remain significant and unavoidable. The Commission also finds that, although mitigation measures are identified in the Final EIR that would reduce some significant impacts, certain measures, as described in this Section IV below, are uncertain or infeasible for reasons set forth below, and therefore those impacts remain significant and unavoidable or potentially significant and unavoidable.

Thus, the following significant impacts on the environment, as reflected in the Final EIR, are unavoidable. But, as more fully explained in Section VII, below, under Public Resources Code section 21081(a)(3) and (b), and CEQA Guidelines 15091(a)(3), 15092(b)(2)(B), and 15093, it is found and determined that legal, environmental, economic, social, technological and other benefits of the Project override any remaining significant adverse impacts of the Project for each of the significant and unavoidable impacts described below. This finding is supported by substantial evidence in the record of this proceeding.

Cultural Resources

Impact CR-1 (DEIR 4B.41): The proposed Project would cause a substantial adverse change in the significance of a historical resource as defined in section 15064.5 of the CEQA Guidelines.

The Midcentury Modern-designed corporate campus at 3333 California Street, built between 1956 and 1966, is eligible for listing in the California Register of Historical Resources as an individual property under Criterion 1 for its association with the broad pattern of development in San Francisco as a unique urban adaptation of a typically suburban property type (corporate campus) and under Criterion 3 for its uniform Midcentury Modern architectural qualities, and for its association with master landscape design firm Eckbo, Royston & Williams and master engineering firm of John J. Gould & H. J. Degenkolb & Associates. As such, the property is considered a "historical resource" for the purposes of the CEQA.

The Historic Resources Evaluation Response prepared for the Project by the Planning Department evaluated the Project's proposed treatment of the property for consistency with the Secretary's Standards, and concluded that the Project would not comply with Standards 1, 2, 5, 6, 9, or 10 for several reasons, including the removal of elements that convey the project site's history as a corporate campus, the construction of new buildings on formerly open and/or landscaped space at the project site, and the changes to the massing and materiality of the office building. Moreover, the project would materially alter the physical characteristics of 3333 California Street that convey its historic significance and that justify its inclusion in the California Register.

The project would materially impair the historical significance of 3333 California Street. Accordingly, the project would result in a substantial adverse change to 3333 California Street, a significant impact under CEQA.

Mitigation Measure M-CR-1a: Documentation of Historical Resource

Mitigation Measure M-CR-1b: Interpretation of the Historical Resource

Although implementation of these mitigation measures could reduce the severity of the impact to 3333 California Street that would result from implementation of the project, the impact would be significant and unavoidable.

Transportation and Circulation

Impact TR-4 (DEIR 4.C.83): The proposed Project would result in an adverse transit capacity utilization impact for Muni route 43 Masonic during the weekday a.m. peak hour under baseline conditions.

The project would result in an adverse impact on the 43 Masonic Muni route by increasing ridership to exceed the 85 percent capacity utilization and contributing more than 5 percent on this route during the weekday a.m. peak hour under baseline conditions. This increase in transit demand could not be accommodated by adjacent transit capacity, given the 43 Masonic is the only transit line within one half of a mile that serves the northbound destinations for the assumed distribution of project trips. Therefore, the project would have a significant impact on an individual Muni line.

Mitigation Measure M-TR-4: Monitor and Provide Fair-Share Contribution to Improve 43 Masonic Capacity

Although implementation of this mitigation measure would result in transit route improvements expected to allow Muni to maintain transit headways, reducing the project's impact to a less-than-significant level, the options for providing additional service and SFMTA's ability to implement improvements is uncertain. Accordingly, the project's impact would be considered significant and unavoidable.

Noise and Vibration

Impact NO-1 (DEIR 4.D.36): Construction of the proposed Project would expose people to or generate noise levels in excess of applicable standards or cause a substantial temporary or periodic increase in ambient noise levels.

The nearest noise-sensitive receptors are located between 60 and 240 feet from the nearest portion of the site. These uses would experience temporary and intermittent noise associated with excavation and construction activities. The temporary daytime construction noise increases at sensitive residential land uses on the south side of Euclid Avenue, the west side of Laurel Street, and the north side of California Street would be as high as 16 dBA, 17 dBA, and 10 dBA above ambient levels, respectively, during some phases of the construction program, which would be considered a substantial increase. Although construction-related impacts are considered temporary, they would be persistent over certain phases of construction during the seven-year construction period and would represent a 10-dBA increase over ambient noise levels, creating a significant impact.

Onsite noise-sensitive receptors would include residential dwellings (in all-new and renovated buildings) and both a child care center and residential dwellings in the proposed Walnut Building. Future onsite sound levels are not yet known and will be based on a number of factors, including levels of traffic noise received at onsite receptors within the project site, the noise shielding effect of intervening buildings, and noises generated by use of the project buildings including traffic, commercial activities, and residential activities. Regardless of future ambient sound levels, it can be reasonably assumed based on the estimated sound levels for offsite receptors, that during construction of subsequent phases of the four-phase construction program, there would be periodic increases over ambient daytime noise levels of 10 dBA or more at onsite receptor locations, which would be a significant impact.

A mitigation measure is intended to reduce the potential for construction noise impacts at offsite receptors and future onsite receptors.

Mitigation Measure M NO-1: Construction Noise Control Measures

Implementation of construction-related noise control measures in Mitigation Measure M-NO-1 would reduce the project's temporary or periodic increases in ambient noise levels to the maximum extent feasible. However, these construction-related measures would not necessarily reduce noise increases at the sensitive residential land uses on the south side of Euclid Avenue, the west side of Laurel Street, the north side of California Street, and future onsite receptors to below the +10 dBA standard over ambient conditions during construction activities that would generate high levels of noise (i.e., general excavation of all phases and certain building construction activities. Because the certainty of the construction noise reductions from implementation of Mitigation Measure M-NO-1 are not assured, the impact is considered significant and unavoidable.

V. MITIGATION MEASURES REJECTED AS INFEASIBLE

No mitigation measures identified in the Final EIR are rejected as infeasible.

VI. EVALUATION OF PROJECT ALTERNATIVES

This Section describes the reasons for approving the Project and the reasons for rejecting the alternatives as infeasible. CEQA requires that an EIR evaluate a reasonable range of alternatives to the proposed project or the project location that substantially reduce or avoid significant impacts of the proposed project. CEQA requires that every EIR also evaluate a "No Project" alternative. Alternatives provide the decision maker with a basis of comparison to the proposed Project in terms of their significant impacts and their ability to meet project objectives. This comparative analysis is used to consider reasonable, potentially feasible options for minimizing environmental consequences of the proposed Project.

Alternatives Considered, Rejected and Reasons for Rejection

The Planning Commission rejects the Alternatives set forth in the Final EIR and listed below based upon substantial evidence in the record, including evidence of economic, legal, social, technological, and other considerations described in this Section, in addition to those described in Section VII below, which are hereby incorporated by reference, that make these alternatives infeasible. In making these determinations, the Commission is aware that CEQA defines "feasibility" to mean "capable of being

accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, legal, social, and technological factors." (CEQA Guidelines § 15364.) Under CEQA case law, the concept of "feasibility" encompasses (i) the question of whether a particular alternative promotes the underlying goals and objectives of a project; and (ii) the question of whether an alternative is "desirable" from a policy standpoint to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, legal, and technological factors.

A. No Project Alternative

Under the No Project Alternative, the Project site would generally remain in its existing condition and would not be redeveloped with a mix of residential, retail, child care, and open space uses. This alternative would reduce or avoid impacts associated with construction activities, and effects associated with the operation of more intense uses on the site. All structures on the site would be retained, and the existing site would continue to function as an office use, at the city's standard office occupancy rate of 276 gross square feet of space per employee, a slight increase in the number of onsite employees compared to existing conditions). The existing 543 parking spaces would remain.

The existing glazing has been modified from the original system and, based on current condition of the office building's glass curtain wall system, would likely require in-kind replacement. No other modifications, repairs, or restoration activities would be conducted on the exterior. In addition, the interior of the existing office building could be altered as part of tenant leasing agreements. Any such alterations would not result in a change to the amount of currently leasable office space.

The existing land use controls on the project site would continue to govern site development and would not be changed.

The No Project Alternative would reduce the impacts of the project because no new development would occur. None of the significant and unavoidable impacts associated with the project would occur. The No Project Alternative would have less-than-significant impacts or no impacts on topics determined in the Final EIR or initial study to be either less than significant or less than significant with mitigation under the project, and would not require mitigation measures.

The No Project Alternative is hereby rejected as infeasible because, although it would eliminate the significant and unavoidable historic architectural resources, transportation and circulation, and noise and vibration impacts of the Project, it would fail to meet all of the basic objectives of the Project. In particular, this alternative would fail to achieve objectives regarding the development of a walkable mixed-use community with a mix of compatible uses including residences, neighborhood-serving ground floor retail, onsite child care, potential office/commercial uses, and substantial open space; it would fail to address the City's housing goals because it would not create any new residential dwelling units on the site; and it would fail to extend the neighborhood urban pattern and surrounding street grid into the site, a key urban design principle consistent with the Planning Department's early input on the Project, which has been incorporated into the Project's design.

For these reasons, it is hereby found that the No Project Alternative is rejected because it would not meet the basic objectives of the Project and, therefore, is not a feasible alternative.

B. Full Preservation – Office Alternative

Under the Full Preservation – Office Alternative, the existing four-story office building would be retained in its entirety and would continue as office use. A one-level vertical addition would be constructed on the roof to expand the usable space for office uses, replacing the existing mechanical penthouse. New construction on the project site would be limited to the northern portion of the site adjacent to California Street. Two new multi-family residential buildings (the Plaza B and Walnut buildings) and the California Street Garage would be developed in the areas occupied by the surface parking lots on that portion of the site. The annex building, the perimeter brick wall that borders the north and west (partial) boundaries of the project site, and a portion of the surface parking lot on the western portion of the site, south of Mayfair Drive, would be retained. Existing conditions on the southern and eastern portions of the project site would be maintained. The most prominent views of the project site, from the east on Pine Street (looking west) and from the south on Masonic Avenue (looking north), would be retained with minimal change as would views from Laurel Street (looking east).

The footprint of the office building would remain the same as under existing conditions. One floor of additional usable office space would be added, increasing the height of the office building from 55 feet 6 inches to 66 feet 8 inches. The addition would be set back 15 feet from the east, west, and south sides of the existing office building; would have a contemporary design with steel and glazing, and would be visually subordinate in relation to the overall size of the existing building. With the vertical addition to the existing office building and the retention of the annex building, there would be a total of 406,459 gross square feet of office uses under the Full Preservation – Office Alternative (406,459 more gross square feet than under the project, which would not contain office uses).

The Plaza B and Walnut buildings would have different land uses, building footprints, and building heights compared to the project. These new residential buildings would have no ground-floor retail along California Street or child care uses as they would with the project. The Plaza B and Walnut buildings along California Street would provide a total of 167 residential units (577 fewer residential units than the project).

One new below-grade parking garage (the California Street Garage) would be constructed. The California Street Garage would have two levels of below-grade parking rather than the three levels in the project. The parking garage under the existing office building would be retained. The parking program for this alternative would retain 102 of the 331 existing surface parking spaces on the project site; the remaining 229 surface parking spaces would be replaced by spaces in the new California Street Garage. The 212 parking spaces in the existing garage would be retained. Overall, there would be 765 off-street parking spaces: 167 spaces for residential uses, 585 spaces for office uses, and 13 car-share spaces. Thus, the Full Preservation – Office Alternative would provide 82 fewer spaces than the project's 847 off-street parking spaces. Except for spaces in the retained surface parking lots, off-street parking (663 spaces) would be in the California Street Garage and the retained parking garage.

The Full Preservation – Office Alternative would be constructed in approximately two years, with excavation and site preparation for construction of the Plaza B and Walnut buildings and the California Street Garage and alterations to the existing office building occurring as part of a single phase (5 to 13 years less than the proposed Project).

The Full Preservation – Office Alternative would not cause a substantial adverse impact on the historic resource at 3333 California Street, as the project site would continue to convey its historic and architectural significance as a Midcentury Modern-designed corporate campus. Mitigation Measure M-CR-1a: Documentation of Historical Resource and Mitigation Measure M-CR-1b: Interpretation of the Historical Resource would not be required.

Like the project, the Full Preservation – Office Alternative would result in adverse impacts on the 43 Masonic by increasing ridership to exceed the 85 percent capacity utilization during the weekday a.m. peak period under baseline conditions, although to a lesser degree. Therefore, similar to the project, this alternative would have a significant impact on an individual Muni line and mitigation would be required. Implementation of Mitigation Measure M-TR-4: Monitor and Provide Fair Share Contribution to Improve 43 Masonic Capacity would reduce the impact, but the impact would remain significant and unavoidable after mitigation.

With a construction program limited to the northern portion of the site and a shorter, single-phase construction schedule, the number of temporary construction-related noise events that could affect offsite sensitive receptor locations would be reduced from those under the project. However, the type of construction equipment and use characteristics would not change because demolition, excavation, and construction activities, even though more limited, would still occur. Thus, the potential to generate substantial temporary noise increases of at least 10 dBA over ambient levels at various offsite locations along surrounding streets would remain significant and unavoidable, as discussed in greater detail in the Final EIR. Construction noise impacts under this alternative (although more limited in terms of the number of noise events) would be significant and implementation of Mitigation Measure M-NO-1: Construction Noise Control Measures would be required, which would reduce but not eliminate construction noise impacts. As with the project, construction noise impacts under the Full Preservation – Office Alternative would remain significant and unavoidable with implementation of Mitigation Measure M-NO-1.

The Full Preservation – Office Alternative is rejected as infeasible because, although it would eliminate the significant and unavoidable historic architectural resources impact identified for the Project, and would reduce the significant and unavoidable transportation and circulation and noise impacts, it would fail to meet some of the project objectives, and would meet many of the other project objectives to a lesser extent than the project. The Full Preservation – Office Alternative would fail to open and connect the site to the surrounding community because it would not construct the Walnut and Mayfair walks. Accordingly, it would fail to extend the neighborhood urban pattern and surrounding street grid into the site, a key urban design principle consistent with the Planning Department's early input on the Project, which has been incorporated into the Project's design. It would also fail to provide active ground floor retail uses or activated neighborhood-friendly spaces along the adjacent streets. The alternative would increase the City's housing supply compared to current conditions, but to a substantially lesser extent than would the Project, with only 167 units, 577 fewer residential units and a

corresponding reduction in the number of affordable senior housing units. The alternative would be consistent with the City's goals and policies in the General Plan Housing Element and the City's progress toward meeting its ABAG Regional Housing Needs Allocation number but to a lesser extent than the project. Although this alternative would redevelop a large underutilized commercial site, it would do so to a lesser degree and with a limited mix of uses, reducing walkability and convenience because no onsite child care and retail uses would be provided. In addition, the open space in this alternative would not be as varied or designed to maximize pedestrian accessibility.

In addition, the City has numerous Plans and policies, including in the General Plan (Housing and Transportation Elements) related to the production of housing, including affordable housing, particularly near transit, as more particularly described in the materials considered by the Commission at the September 5, 2019 hearing regarding the Final EIR certification and project approvals, which are incorporated by reference as though fully set forth herein. The Full Preservation – Office Alternative does not promote these Plans and policies to the same extent as the project, particularly due to the lower number of units provided in the Alternative (167) as compared to the Project. Relevant policies include, but are not limited to, the following. From the Housing Element: Objective 1 (identify and make available for development adequate sites to meet the City's housing needs, especially permanently affordable housing); Policy 1.8 (promote mixed use development including permanently affordable housing); Policy 1.10 (support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips); Objective 4 (foster a housing stock that meets the needs of all residents across life cycles); Policy 4.1 (develop new housing for families with children); Policy 4.4 (encourage sufficient and suitable rental housing opportunities, emphasizing permanently affordable rental units wherever possible); Policy 4.5 (ensure that new permanently affordable housing is located in all of the City's neighborhoods, and encourage integrated neighborhoods, with a diversity of unit types provided at a range of income levels); Policy 12.1 (encourage new housing that relies on transit use and environmentally sustainable patterns of movement). From the Transportation Element: Objective 2 (use the transportation system as a means for guiding development and improving the environment); Policy 2.1 (use rapid transit and other transportation improvements as catalyst for desirable development and coordinate new facilities with public and private development); Policy 2.5 (provide incentives for use of transit, carpools, vanpools, walking and bicycling, and reduce need for new or expanded automobile and parking facilities).

For these reasons, it is hereby found that the Full Preservation – Office Alternative is rejected because, although it would eliminate the significant and unavoidable historic architectural resources impact and would reduce the identified significant and unavoidable transportation and circulation and noise impacts identified for the project, it would fail to meet some project objectives, as well as several City Plans and policies related to the production of housing, including affordable housing, particularly housing and jobs near transit, and urban design, to the same extent as the project. It is, therefore, not a feasible alternative.

C. Full Preservation – Residential Alternative

Under the Full Preservation – Residential Alternative, the existing office building would be mostly retained and converted to residential use. A one-level vertical addition would be constructed to add more space for the residential use. New construction would be restricted to the northern and western portions of the site adjacent to California Street and Laurel Street/Mayfair Drive. As under the project, three new mixed-use multi-family residential buildings with ground-floor retail (the Plaza A, Plaza B, and Walnut buildings), one new multi-family residential building (the Mayfair Building), and two garages (the California Street and Mayfair garages) would be constructed. The annex building, perimeter brick wall, and surface parking lots on the northern portion of the site would be demolished to make way for the new construction. On the western portion of the site along Laurel Street and south of Mayfair Drive, the concrete pergola, terraced formal landscaping, and surface parking would be mostly retained, and development would not be as extensive as it would under the project because the Laurel Duplexes would not be constructed. Existing conditions on the southern and eastern portions of the project site would be maintained. The view through the project site to the existing building from Laurel Street (looking west) would be altered with development of the Mayfair Building. The most prominent views of the project site, from the east on Pine Street (looking west) and from the south on Masonic Avenue (looking north), would be retained with minimal change.

The footprint of the office building would be altered slightly from that under existing conditions, and would be retained as one building instead of being divided into two. Building demolition would be limited to the north-facing entry, the northerly extension of the east wing, and the exposed concrete piers over the garage along with the circular garage ramp structures. Only one floor of residential use would be added, instead of three floors. Similar to the project, this alternative would adaptively reuse the existing office building for residential use and would replace the glass curtain window wall system. Under this alternative the new window wall system would be designed to be compatible with the character of the historic resource. The vertical addition would increase the height of the existing building from 55 feet 6 inches to 66 feet 8 inches. Its design and setbacks would be similar to those described for the Full Preservation – Office Alternative. With the addition of one floor to the existing building, there would be a total 369,818 gross square feet of residential space for 190 residential units in the building.

The land use program, footprints, and heights for the Plaza A, Plaza B, Walnut, and Mayfair buildings would be substantially the same as under the project. Development of the four new buildings along California and Laurel streets would total 335,361 gross square feet of residential use with 344 residential units, 14,650 gross square feet of child care use, and 44,306 gross square feet of retail use. The Plaza A and Plaza B buildings would be 45 feet tall, with ground floor retail. The Walnut Building would be 67 feet tall and would include ground floor retail and child care space. The Mayfair Building would be a four-story residential building with a proposed height of 40 feet. Overall, under Alternative the Full Preservation – Residential Alternative, there would be 224,277 fewer gross square feet than under the project.

The Full Preservation – Residential Alternative would provide two new below-grade parking garages (the California Street and Mayfair garages, one fewer than the project); and partly retain the parking garage under the existing office building. The parking program would replace and

expand the existing 543 surface and subsurface parking spaces on the project site. Unlike the project, 80 of the 331 surface parking spaces on the project site would be retained. Overall, there would be a total of 746 off-street parking spaces under this alternative: 534 spaces for residential uses, 115 spaces for retail uses, 29 spaces for the child care use, 60 commercial parking spaces, and 8 car-share spaces. Thus, the Full Preservation – Residential Alternative would provide 203 more off-street parking spaces than there are currently and 101 fewer spaces than the project's 847 off-street parking spaces.

The Full Preservation – Residential Alternative would be constructed in approximately five and a half years and two phases. Construction activities included in the phases are discussed below; and as with the construction program for the proposed project the phases could be developed in a different order. First phase: Demolition of the circular garage ramp structures and the northerly extension of the east wing of the existing office building and alterations to the existing office building. Second phase: Demolition of the existing annex building and the surface parking lots on the north and west portions of the site, excavation and site preparation for construction of the California Street buildings and the Mayfair Building and associated garages.

The Full Preservation – Residential Alternative would not cause a substantial adverse impact on the historic resource at 3333 California Street, as the project site would continue to convey its historic and architectural significance as a Midcentury Modern-designed corporate campus. Mitigation Measure M-CR-1a: Documentation of Historical Resource and Mitigation Measure M-CR-1b: Interpretation of the Historical Resource would not be required.

Like the project, the Full Preservation – Residential Alternative would result in adverse impacts on the 43 Masonic by increasing ridership to exceed the 85 percent capacity utilization during the weekday a.m. peak period under baseline conditions, although to a lesser degree. Therefore, similar to the project, this alternative would have a significant impact on an individual Muni line and mitigation would be required. Implementation of Mitigation Measure M-TR-4: Monitor and Provide Fair Share Contribution to Improve 43 Masonic Capacity would be required. Similar to the project, the SFMTA's ability to provide additional capacity or improve transit headways is uncertain; thus, the impact would remain significant and unavoidable after mitigation.

Under this alternative, the construction program would be shorter than that for the project and would be completed in two phases rather than four. However, the type of construction equipment and use characteristics would not change because demolition, excavation, and construction activities, even though more limited, would still occur. Thus, the potential to generate substantial temporary noise increases of at least 10 dBA over ambient levels at various offsite locations along surrounding streets, and, during the second phase of construction, at certain onsite locations that could be occupied after completion of the first phase, would remain significant and unavoidable, as discussed in greater detail in the Final EIR. Construction noise impacts under this alternative (although more limited in terms of the number of noise events) would be significant and implementation of Mitigation Measure M-NO-1: Construction Noise Control Measures would be required, which would reduce but not eliminate construction noise impacts. As with the project, construction noise impacts under the Full Preservation – Residential Alternative would remain significant and unavoidable with implementation of Mitigation Measure M-NO-1.

The Full Preservation – Residential Alternative is rejected as infeasible because, although it would eliminate the significant and unavoidable historic architectural resources impact identified for the Project, and would reduce the significant and unavoidable transportation and circulation and noise impacts, it would fail to meet several of the project objectives to the same extent as the project. This alternative would not open and connect the site to the surrounding community to the same extent as the project, as only Mayfair Walk, and not Walnut Walk, would be developed to extend through the entire site. Accordingly, it would not, to the same extent as the project, extend the neighborhood urban pattern and surrounding street grid into the site, a key urban design principle consistent with the Planning Department's early input on the Project, which has been incorporated into the Project's design. The alternative would increase the City's housing supply compared to current conditions, but to a lesser extent than would the Project, with 210 fewer residential units and a corresponding reduction in the number of affordable senior housing units. This would be less consistent with the City's goals and policies in the General Plan Housing Element and the City's progress toward meeting its ABAG Regional Housing Needs Allocation number. This alternative would redevelop a large underutilized commercial site, although to a lesser degree and with less density than the project, and it would provide fewer activated neighborhood-friendly spaces along the adjacent streets than would the project. In addition, the open space in this alternative would not be as varied and is not designed to maximize pedestrian accessibility.

In addition, the City has numerous Plans and policies, including in the General Plan (Housing and Transportation Elements) related to the production of housing, including affordable housing, particularly near transit, as more particularly described in the materials considered by the Commission at the September 5, 2019 hearing regarding the Final EIR certification and project approvals, which are incorporated by reference as though fully set forth herein. The Full Preservation – Residential Alternative does not promote these Plans and policies to the same extent as the project. Relevant policies include, but are not limited to, the following. From the Housing Element: Objective 1 (identify and make available for development adequate sites to meet the City's housing needs, especially permanently affordable housing); Policy 1.8 (promote mixed use development including permanently affordable housing); Policy 1.10 (support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips); Objective 4 (foster a housing stock that meets the needs of all residents across life cycles); Policy 4.1 (develop new housing for families with children); Policy 4.4 (encourage sufficient and suitable rental housing opportunities, emphasizing permanently affordable rental units wherever possible); Policy 4.5 (ensure that new permanently affordable housing is located in all of the City's neighborhoods, and encourage integrated neighborhoods, with a diversity of unit types provided at a range of income levels); Policy 12.1 (encourage new housing that relies on transit use and environmentally sustainable patterns of movement). From the Transportation Element: Objective 2 (use the transportation system as a means for guiding development and improving the environment); Policy 2.1 (use rapid transit and other transportation improvements as catalyst for desirable development and coordinate new facilities with public and private development); Policy 2.5 (provide incentives for use of transit, carpools, vanpools, walking and bicycling, and reduce need for new or expanded automobile and parking facilities).

For these reasons, it is hereby found that the Full Preservation – Residential Alternative is rejected because, although it would eliminate the significant and unavoidable historic architectural resources impact and would reduce the identified significant and unavoidable transportation and circulation and noise impacts identified for the project, it would fail to meet several of the project objectives and City Plans and policies related to the production of jobs and housing, including affordable housing, particularly near transit, and urban design, to the same extent as the project. It is, therefore, not a feasible alternative.

D. Partial Preservation – Office Alternative

Under the Partial Preservation – Office Alternative, the existing office building would be mostly retained for continued office use and altered with minor demolition. A two-story addition would be added to the roof to expand the office use. New construction on the project site would be limited to the northern and western portions of the site. As under the project, three new mixed-use multi-family residential buildings with ground-floor retail (the Plaza A, Plaza B, and Walnut buildings), one new multifamily residential building (the Mayfair Building), and two garages (the California Street and Mayfair garages) would be constructed. The annex building, circular garage ramp structures, surface parking lots, and open and landscaped areas on the northern portion of the site along California and Laurel streets would be demolished to make way for the new construction. On the western portion of the site along Laurel Street and south of Mayfair Drive, the concrete pergola, terraced formal landscaping, brick retaining wall, and surface parking would be removed; however, development would not be as extensive as it would under the project because one fewer Laurel Duplex would be constructed and footprints would be slightly different. Existing conditions on the southern and eastern portions of the project site would be maintained. The view through the project site to the existing building from Laurel Street (looking west) would be altered with development of the Mayfair Building and Laurel Duplexes. The most prominent views of the project site, from the east on Pine Street (looking west) and from the south on Masonic Avenue (looking north), would be retained with minimal change.

Under this alternative, the existing office building's north-facing entry, the northerly extension of the east wing, and the exposed concrete piers over the garage would be demolished, and the continuous full-height, slightly recessed curtain wall glazing and the glass curtain wall system would be replaced in kind for office use, rather than altered for residential use. The existing office building's auditorium space would be retained. This alternative's stepped, two-story, 24-foot-tall vertical addition would increase the height of the existing office building from 55 feet 6 inches up to 80 feet. The first story of the vertical addition would be set back 15 feet from the east, west, and south sides of the existing office building. The second story would be set back an additional 45 feet and 120 feet, respectively, from the east and west sides of the new floor addition immediately below. The addition would be designed with modern materials, such as steel and glazing, and would be visually subordinate to the existing structure, matching its stepped approach. With the addition of two floors to the existing office building and the enclosure of the northeastern portion of the existing office building (where the northerly extension of the east wing, exposed concrete piers over the garage, and circular garage ramp structures would be demolished), there would be a total 402,404 gross square feet of office space under this alternative (26,404 more gross square feet than under existing conditions [with demolition of the existing 14,000-gross-square-foot

annex building]) and 402,404 more gross square feet than under the project, which would not contain office uses).

The footprints of the Plaza A, Plaza B, and Walnut buildings on California Street and the Mayfair Building on Laurel Street (including the California Street and Mayfair garages) would not change compared to the project. The Plaza A and Plaza B buildings would be 65 feet tall, with ground floor retail (20 feet taller than the project). As with the project, the Walnut Building would be 67 feet tall and would include ground floor retail and child care space. The Mayfair Building would be a four-story residential building with a proposed height of 40 feet. Six Laurel Duplexes (not seven as with the project) would be constructed along Laurel Street. Five would be set back 25 feet from Laurel Street, a similar setback as that for the project. The fourth duplex in the row would be set back 60 feet from Laurel Street to retain two existing Coast Live Oak trees, as with the project. The footprints would disturb slightly less surface area than under the project because there would be one less building, and the last duplex on the south end would have a slightly smaller footprint in order to retain the south wing of the existing office building and a portion of the green lawn at the northeast corner of Euclid Avenue and Laurel Street. Each duplex would be four stories tall and building heights would range from 37 to 40 feet, as with the project.

This alternative would provide two new below-grade parking garages and five individual two-car parking garages, and would partially retain the three-level, partially below-grade parking garage, as with the project. The parking program for the Partial Preservation – Office Alternative would replace and expand the existing 543 surface and subsurface parking spaces on the project site. Overall, there would be a total of 1,132 off-street parking spaces: 456 spaces for residential uses, 69 spaces for retail uses, 570 spaces for office uses, 21 spaces for the child care use, and 16 carshare spaces. Thus, this alternative would provide 285 more parking spaces than the project's 847 off-street parking spaces. There would be 30 off-street residential parking spaces for the Mayfair Building; 10 spaces for the Laurel Duplexes would be in private, two-car parking garages. Off-street parking spaces for the remaining residential use (416 spaces) would be provided in the California Street Garage. All 69 off-street parking spaces for the retail use and all 21 spaces associated with the child care use would also be located in the California Street Garage along with 16 car-share spaces. The 570 off-street parking spaces for the office use would be located in the California Street Garage (506 spaces) and the retained parking garage under the existing office building (64 spaces).

This alternative would be constructed in approximately five and a half years in three phases. Construction activities included in the phases are discussed below; and, as with the project, the construction phases could be developed in a different order. First phase: Demolition of the circular garage ramp structures and the northerly extension of the east wing of the existing office building and alterations to the existing office building. Second construction phase: Demolition of the existing annex building and the surface parking lots on the north portion of the site and excavation and site preparation for construction of the California Street buildings and associated California Street Garage. Third phase: Demolition of the surface parking lot and associated landscaping on the west portion of the site near Laurel Street and excavation and site preparation for construction of the Mayfair Building (and associated Mayfair Garage) and the Laurel Duplexes.

New construction and changes to the existing office building would result in moderate changes to the distinctive materials, features, spaces and spatial relationships on the northern and western portions of the property. Although the retention, rehabilitation, and reuse of the existing office building under this alternative would avoid the physical loss of the office building, the removal of many of the character-defining site and landscape features in combination with the construction of ten new buildings along California and Laurel streets would be substantial enough to hinder the site's ability to convey its historically open feel such that the property could no longer convey its historic and architectural significance as a Midcentury Modern-designed corporate campus. Although this alternative would reduce the impact on the historic architectural resource, the extent of the alterations to the character-defining building, site, and landscape features would, on balance, materially alter the physical characteristics of the property at 3333 California Street that convey its historic and architectural significance and that justify its inclusion in the California Register. As such, the Partial Preservation – Office Alternative would reduce the magnitude of the impact compared to the project, but not to a less-than-significant level, and the substantial adverse impact on the historic resource at 3333 California Street would remain. For this reason, as with the project, implementation of Mitigation Measure M-CR-1a: Documentation of Historical Resource and Mitigation Measure M-CR-1b: Interpretation of the Historical Resource would be required for this alternative. Implementation of these mitigation measures would reduce the significant impact, but not to a less-than-significant level.

Like the project, the Partial Preservation – Office Alternative would result in adverse impacts on the 43 Masonic by increasing ridership to exceed the 85 percent capacity utilization during the weekday a.m. peak period under baseline conditions, and would increase ridership more than the project would, resulting in a slightly greater significant impact. Therefore, this alternative would have a significant impact on an individual Muni line and mitigation would be required. Implementation of Mitigation Measure M-TR-4: Monitor and Provide Fair Share Contribution to Improve 43 Masonic Capacity would be required. Similar to the project, the SFMTA's ability to provide additional capacity or improve transit headways is uncertain; thus, the impact would remain significant and unavoidable after mitigation.

The construction program for this alternative would be shorter than the project, and would require three phases rather than four. However, the type of construction equipment and use characteristics would not change because demolition, excavation, and construction activities, even though more limited, would still occur. Thus, the potential to generate substantial temporary noise increases of at least 10 dBA over ambient levels at various offsite locations along surrounding streets, and, during the subsequent phases of construction, at certain onsite locations that could be occupied after completion of the earlier phases, as discussed in greater detail in the Final EIR. Construction noise impacts under this alternative would be significant and implementation of Mitigation Measure M-NO-1: Construction Noise Control Measures would be required, which would reduce but not eliminate construction noise impacts. As with the project, construction noise impacts under the Partial Preservation – Office Alternative would remain significant and unavoidable with implementation of Mitigation Measure M-NO-1.

The Partial Preservation – Office Alternative is rejected as infeasible because, although it would reduce the significant and unavoidable historic architectural resources and noise impacts

identified for the project, it would not eliminate them, and it would result in a slightly greater significant and unavoidable transportation and circulation impact, and it would fail to meet several of the project objectives to the same extent as the project. This alternative would not open and connect the site to the surrounding community to the same extent as the project, as only Mayfair Walk, and not Walnut Walk, would be developed to extend through the entire site. Accordingly, it would not, to the same extent as the project, extend the neighborhood urban pattern and surrounding street grid into the site, a key urban design principle consistent with the Planning Department's early input on the Project, which has been incorporated into the Project's design. The alternative would increase the City's housing supply compared to current conditions, but to a lesser extent than would the Project, with 288 fewer residential units and a corresponding reduction in the number of affordable senior housing units. This would be less consistent with the City's goals and policies in the General Plan Housing Element and the City's progress toward meeting its ABAG Regional Housing Needs Allocation number. This alternative would redevelop a large underutilized commercial site, although to a lesser degree and with less density than the project, and it would provide fewer activated neighborhood-friendly spaces along the adjacent streets than would the project. In addition, the open space provided in this alternative would not be as varied and would have less pedestrian accessibility and ease of use.

In addition, the City has numerous Plans and policies, including in the General Plan (Housing and Transportation Elements) related to the production of housing, including affordable housing, particularly near transit, as more particularly described in the materials considered by the Commission at the September 5, 2019 hearing regarding the Final EIR certification and project approvals, which are incorporated by reference as though fully set forth herein. The Partial Preservation – Office Alternative does not promote these Plans and policies to the same extent as the project particularly due to the lower number of units provided in the Alternative (456) as compared to the Project. Relevant policies include, but are not limited to, the following. From the Housing Element: Objective 1 (identify and make available for development adequate sites to meet the City's housing needs, especially permanently affordable housing); Policy 1.8 (promote mixed use development including permanently affordable housing); Policy 1.10 (support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips); Objective 4 (foster a housing stock that meets the needs of all residents across life cycles); Policy 4.1 (develop new housing for families with children); Policy 4.4 (encourage sufficient and suitable rental housing opportunities, emphasizing permanently affordable rental units wherever possible); Policy 4.5 (ensure that new permanently affordable housing is located in all of the City's neighborhoods, and encourage integrated neighborhoods, with a diversity of unit types provided at a range of income levels); Policy 12.1 (encourage new housing that relies on transit use and environmentally sustainable patterns of movement). From the Transportation Element: Objective 2 (use the transportation system as a means for guiding development and improving the environment); Policy 2.1 (use rapid transit and other transportation improvements as catalyst for desirable development and coordinate new facilities with public and private development); Policy 2.5 (provide incentives for use of transit, carpools, vanpools, walking and bicycling, and reduce need for new or expanded automobile and parking facilities).

For these reasons, it is hereby found that the Partial Preservation – Office Alternative is rejected because, although it would reduce the significant and unavoidable historic architectural resources and noise impacts identified for the project, it would not eliminate them, and it would result in a slightly greater significant and unavoidable transportation and circulation impact, and it would fail to meet several of the project objectives and City Plans and policies related to the production of housing, including affordable housing, particularly near transit, and urban design, to the same extent as the project. It is, therefore, not a feasible alternative.

E. Partial Preservation – Residential Alternative

Under the Partial Preservation – Residential Alternative, the existing office building would be partially retained as a single building and adapted for residential use, with a two-story addition on the roof. This addition would be shorter and less noticeable than the addition for the project and the setbacks, on all sides except the north side, would make the addition more visually subordinate to the existing building. While, like the project, the south wing and associated landscape and the northerly extension of the east wing would be demolished, the center of the remaining existing building would not be removed to create two separate buildings connected by a bridge. The glass curtain wall system would be replaced with a compatible design that reflects the new residential use. A portion of the three-level, partially below-grade parking garage would also be retained; however, the circular garage ramp structures and the annex building and perimeter brick wall that borders the north and west (partial) boundaries of the project site would be demolished. With the addition of two floors and the enclosure of the northeastern and southwestern portions of the existing building (i.e., where the northerly extension of the east wing and the whole south wing would be demolished), there would be a total of 330,282 gross square feet of residential uses (or 162 residential units) in the adaptively reused residential building.

The land use program, footprints, and heights for the Plaza A, Plaza B, Walnut, and Mayfair buildings and the Laurel Duplexes would be substantially similar to the project. New construction under this alternative would be more limited than under the project but expanded from that under the full preservation alternatives and the Partial Preservation – Office Alternative to add development along Euclid Avenue on the southern portion of the site. There would be no new construction along Masonic Avenue southeast of Euclid Avenue, as the Masonic Building would not be built. The footprint of the Euclid Building would be reduced compared to the project to retain the existing private courtyard to the east, and the building would be four stories tall instead of six.

The Euclid Building would be bounded by the private terraces and landscaped area between it and the adaptively reused residential building on the north, the adaptively reused residential building's courtyard on the east, Euclid Avenue on the south, and by the private terraces and landscaped area between it and the Laurel Duplexes on the west. It would be set back approximately 100 feet from the south (Euclid Avenue) property line, instead of 67 feet as under the project. As with the project, the Euclid Building would not include a retail use.

The Partial Preservation – Residential Alternative would provide three new below-grade parking garages: the California Street, Mayfair, and Euclid garages; and would partly retain the parking

garage under the existing building. The Masonic Garage would not be built. Each of the Laurel Duplexes (except the fourth duplex at the Laurel Street midblock) would have private, two-car parking garages. The Euclid Garage would have a smaller footprint than the Masonic Garage planned for the project. As with the project, the parking program would replace and expand the existing 543 surface and subsurface parking spaces on the project site. Overall, there would be a total of 800 off-street parking spaces: 588 spaces for residential uses, 115 spaces for retail uses, 29 spaces for the child care use, 60 commercial parking spaces, and 8 car-share spaces. This alternative would provide 47 fewer parking spaces than the project. The Mayfair and Euclid garages would provide 166 off-street residential parking spaces for the adaptively reused residential building (66 spaces), Euclid Building (68 spaces), Mayfair Building (30 spaces), and the Laurel Duplexes (2 spaces). The other 12 off-street residential parking spaces for the Laurel Duplexes would be provided within the private, two-car parking garages for all but one of the Laurel Duplexes. All other off-street parking associated with the residential use (410 spaces) would be in the California Street Garage and the retained parking garage under the adaptively reused residential building. All off-street parking associated with retail (115 spaces) and child care (29 spaces) uses and the commercial parking spaces (60) and car-share spaces (8) would be located in the California Street Garage.

The Partial Preservation – Residential Alternative would be constructed in approximately six and a half years in four phases. Construction activities included in each of the phases are discussed below; and, as with the project, the order of the construction phases may change. First phase: Demolition of the existing annex building, circular garage ramp structures, the northerly extension of the east wing of the existing office building, and the south wing of the existing office building; and excavation and site preparation for construction of the Euclid Building (and associated Euclid Garage). Second phase: Rehabilitation and adaptive reuse of the existing office building. Third phase: Demolition of the surface parking lots on the north portion of the site and excavation and site preparation for construction of the California Street buildings and associated California Street Garage. Fourth phase: Demolition of the surface parking lot and associated landscaping on the west portion of the site near Laurel Street for construction of the Mayfair Building (and associated Mayfair Garage) and the Laurel Duplexes.

New construction and changes to the existing office building would result in substantial changes to the distinctive materials, features, spaces and spatial relationships on the northern, western, and southern portions of the property. Although the retention and adaptive reuse of a portion of the existing office building under this alternative would avoid the physical loss of the office building, the removal of character-defining site and landscape features, in combination with the construction of 12 new buildings along California Street, Laurel Street, and Euclid Avenue, would be substantial enough to hinder the site's ability to convey its historically open feel such that the property could no longer convey its historic and architectural significance as a Midcentury Modern-designed corporate campus. Although this alternative would reduce the impact on the historic architectural resource, the extent of the alterations to the character-defining building, site, and landscape features would, on balance, materially alter the physical characteristics of the property at 3333 California Street that convey its historic and architectural significance and that justify its inclusion in the California Register. As such, the Partial Preservation – Residential Alternative would reduce the magnitude of the impact compared to

the project, but not to a less-than-significant level, and the substantial adverse impact on the historic resource at 3333 California Street would remain. For this reason, as with the project, implementation of Mitigation Measure M-CR-1a: Documentation of Historical Resource and Mitigation Measure M-CR-1b: Interpretation of the Historical Resource would be required for this alternative. Implementation of these mitigation measures would reduce the significant impact, but not to a less-than-significant level.

Like the project, the Partial Preservation – Residential Alternative would result in adverse impacts on the 43 Masonic by increasing ridership to exceed the 85 percent capacity utilization during the weekday a.m. peak period under baseline conditions, although to a lesser degree. Therefore, similar to the project, this alternative would have a significant impact on an individual Muni line and mitigation would be required. Implementation of Mitigation Measure M-TR-4: Monitor and Provide Fair Share Contribution to Improve 43 Masonic Capacity would be required. Similar to the project, the SFMTA's ability to provide additional capacity or improve transit headways is uncertain; thus, the impact would remain significant and unavoidable after mitigation.

The construction program would be slightly shorter than that for the project and would be completed in the same number of phases. The type of construction equipment and use characteristics would not change because although durations would be slightly more limited, the same types of demolition, excavation, and construction activities would still occur, generating noise increases of 10 dBA or more over ambient levels at offsite locations along surrounding streets, and, during the subsequent phases of construction, at certain onsite locations that could be occupied after completion of the earlier phases, as discussed in greater detail in the Final EIR. Therefore, construction noise impacts from these activities would remain significant and unavoidable. For these reasons, implementation of Mitigation Measure M-NO-1: Construction Noise Control Measures would be required. Implementation of this mitigation measure would reduce but not eliminate the significant impact.

The Partial Preservation – Residential Alternative is rejected as infeasible because, although it would reduce the significant and unavoidable historic architectural resources and transportation and circulation impacts identified for the project, it would not eliminate them, it would not reduce or eliminate the significant and unavoidable noise impact, and it would fail to meet several of the project objectives to the same extent as the project. This alternative would not open and connect the site to the surrounding community to the same extent as the project, as only Mayfair Walk, and not Walnut Walk, would be developed to extend through the entire site. Accordingly, it would not, to the same extent as the project, extend the neighborhood urban pattern and surrounding street grid into the site, a key urban design principle consistent with the Planning Department's early input on the Project, which has been incorporated into the Project's design. The alternative would increase the City's housing supply compared to current conditions, but to a lesser extent than would the Project, with 156 fewer residential units and a corresponding reduction in the number of affordable senior housing units. This would be less consistent with the City's goals and policies in the General Plan Housing Element and the City's progress toward meeting its ABAG Regional Housing Needs Allocation number. This alternative would provide fewer activated neighborhood-friendly spaces along the adjacent streets than

would the project. In addition, the open space provided in this alternative would not be as varied and would have less pedestrian accessibility and ease of use.

In addition, the City has numerous Plans and policies, including in the General Plan (Housing and Transportation Elements) related to the production of housing, including affordable housing, particularly near transit, as more particularly described in the materials considered by the Commission at the September 5, 2019 hearing regarding the Final EIR certification and project approvals, which are incorporated by reference as though fully set forth herein. The Partial Preservation – Residential Alternative does not promote these Plans and policies to the same extent as the project. Relevant policies include, but are not limited to, the following. From the Housing Element: Objective 1 (identify and make available for development adequate sites to meet the City's housing needs, especially permanently affordable housing); Policy 1.8 (promote mixed use development including permanently affordable housing); Policy 1.10 (support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips); Objective 4 (foster a housing stock that meets the needs of all residents across life cycles); Policy 4.1 (develop new housing for families with children); Policy 4.4 (encourage sufficient and suitable rental housing opportunities, emphasizing permanently affordable rental units wherever possible); Policy 4.5 (ensure that new permanently affordable housing is located in all of the City's neighborhoods, and encourage integrated neighborhoods, with a diversity of unit types provided at a range of income levels); Policy 12.1 (encourage new housing that relies on transit use and environmentally sustainable patterns of movement). From the Transportation Element: Objective 2 (use the transportation system as a means for guiding development and improving the environment); Policy 2.1 (use rapid transit and other transportation improvements as catalyst for desirable development and coordinate new facilities with public and private development); Policy 2.5 (provide incentives for use of transit, carpools, vanpools, walking and bicycling, and reduce need for new or expanded automobile and parking facilities).

For these reasons, it is hereby found that the Partial Preservation – Residential Alternative is rejected because, although it would reduce the significant and unavoidable historic architectural resources and transportation and circulation impacts identified for the project, it would not eliminate them, it would not reduce or eliminate the significant and unavoidable noise impact, and it would fail to meet several of the project objectives and City Plans and policies related to the production of housing, including affordable housing, particularly near transit, and urban design, to the same extent as the project. It is, therefore, not a feasible alternative.

F. Code-Conforming Alternative

Under the Code-Conforming Alternative, 26 new buildings would be constructed (13 more than under the project) and the existing office building would be adaptively reused for residential use without being separated into two different structures, for a total of 27 buildings. This alternative would provide 629 residential units, no office uses or child care uses, and a limited retail program of approximately 14,995 square feet.

The term "code conforming" is not defined in the planning code or CEQA. Referring to this alternative as "code-conforming" indicates that the alternative could be approved without the

need to amend the current planning code or zoning map; such an alternative need not be limited to a project that is "principally permitted" or could be constructed "as-of-right." This alternative is considered "code conforming" because it could be developed with a conditional use authorization or a planned unit development authorization under Planning Code sections 303 and 304, and with modification of stipulations that are applicable under the provisions of Planning Code section 174(b). For example, amendments to the Height and Bulk Map are not included in the code-conforming alternative

Under this alternative, project site changes would be greater than those under the project. The existing conditions on the northern portion of the site would be altered with development of three new buildings. However, the California Street buildings would all be 40 feet tall, shorter than under the project. Demolition of the south wing of the existing office building and the auditorium under the east wing of the existing office building (along its south edge near Masonic Avenue) would allow for the development of the Masonic and Euclid buildings and the associated Masonic Garage on the southern and eastern portions of the project site. The footprint of the Euclid Building would be smaller than with project to allow for development on the grass lawn along the edge of Euclid Avenue. Existing conditions on the southern and western portions of the project site along Euclid Avenue east of Laurel Street, and along Laurel Street south of Mayfair Drive, would be altered more substantially with development of 21 separate, two-unit, four-story townhomes. There would be 10 townhomes along Euclid Avenue instead of the Euclid Green (publicly-accessible open space under the Project) and the Euclid Terrace (private open space under the Project). Along Laurel Street 11 new townhomes would be developed instead of the multi-family Mayfair Building and seven Laurel Duplexes.

Under the Code-Conforming Alternative, the existing building's northerly extension of the east wing, a portion of the existing parking garage, the auditorium under the east wing, and the whole south wing would be demolished. The retained building would be adaptively reused as a residential building and the glass curtain and painted aluminum window wall system would be replaced with a compatible design that reflects the change in use from office to residential. With partial demolition, the footprint of the retained building would be altered from that under existing conditions and the project. There would be a total of 259,157 gross square feet of residential uses (135 residential units) in the adaptively reused residential building.

This alternative would provide two new below-grade parking garages: the California Street Garage, which would be constructed under the Plaza A, Plaza B, and Walnut buildings and the Masonic Garage, which would be developed under the Masonic and Euclid buildings. The parking garage under the existing office building would be partly retained. In addition, each of the duplexes along Euclid Avenue and Laurel Street would have private, two-car parking garages. Unlike the project, the Mayfair Garage would not be constructed because the Mayfair Building would not be part of this alternative.

Overall, there would be a total of 740 off-street parking spaces under this alternative: 629 spaces for residential uses, 45 spaces for retail uses, 60 commercial parking spaces, and 6 car-share spaces. Thus, the Code-Conforming Alternative would provide 107 fewer spaces than the project. A total of 287 off-street residential parking spaces for the adaptively reused residential building (82 spaces), the Euclid Building (102 spaces), the Masonic Building (61 spaces), and the

duplexes along Euclid Avenue and Laurel Street (42 spaces) would be provided within the Masonic Garage and within the private, two-car parking garages for the Euclid and Laurel duplexes. All other off-street parking associated with the residential use (342 spaces) would be provided in the California Street Garage and the retained parking garage under the adaptively reused residential building. All off-street parking associated with retail uses (45 spaces) would also be located in the California Street Garage along with the commercial parking spaces (60 spaces) and car-share spaces (6 spaces).

As with the project, the Code-Conforming Alternative would be constructed in four phases, over a similar 7-year construction timeframe. Construction activities included in the representative phases are discussed below, and as with the project, the construction phases could be implemented in a different order. First phase: Demolition of the circular garage ramp structures, the northerly extension of the east wing of the existing office building, the auditorium under the east wing of the existing office building, and the south wing of the existing office building; excavation on the southern and eastern portions of the site and site preparation and construction of the Masonic and Euclid buildings (and associated Masonic Garage) as well as the duplexes along Euclid Avenue. Second phase: Alterations to the existing office building for its adaptive reuse as a residential building. Third phase: Demolition of the existing annex building and the surface parking lots on the north portion of the site and excavation and site preparation for construction of the California Street buildings and associated California Street Garage. Fourth phase: Demolition of the surface parking lot and associated landscaping on the west portion of the site near Laurel Street and excavation and site preparation for construction of the duplexes along Laurel Street.

Changes to the character-defining features of the building, site, and landscape, in tandem with the construction of 26 new buildings, would result in a material change to the property's distinctive materials, features and spatial relationships that convey its historic and architectural significance as an urban adaptation of a suburban corporate campus model. New construction and changes to the existing office building would result in substantial adverse changes to the distinctive materials, features, spaces, and spatial relationships on the property. Although the retention, rehabilitation, and reuse of the existing office building under the Code-Conforming Alternative would, like the project, avoid the physical loss of the office building, and would make less substantial changes to the existing office building than would the project, the removal of character-defining site and landscape features, in combination with the construction of 26 new buildings along California Street, Laurel Street, Masonic Avenue, and Euclid Avenue, would be more substantial than that under the proposed Project, as more of the historic site and landscape would be removed. On balance, the historic resource impacts of this alternative would be comparable in degree to those of the project. The extent of the alterations to the character-defining building, site and landscape features would materially alter the physical characteristics of 3333 California Street that convey its historic and architectural significance as a Midcentury Modern-designed corporate campus and that justify its inclusion in the California Register. As such, the Code-Conforming Alternative would cause a substantial adverse impact on 3333 California Street. For this reason, as with the project, implementation of Mitigation Measure M-CR-1a: Documentation of Historical Resource and Mitigation Measure M-CR-1b: Interpretation of

the Historical Resource would be required. Implementation of these mitigation measures would reduce the significant impact of this alternative, but not to a less-than-significant level.

Like the project, the Code-Conforming Alternative would result in adverse impacts on the 43 Masonic by increasing ridership to exceed the 85 percent capacity utilization during the weekday a.m. peak period under baseline conditions, although to a lesser degree. Therefore, similar to the project, this alternative would have a significant impact on an individual Muni line and mitigation would be required. Implementation of Mitigation Measure M-TR-4: Monitor and Provide Fair Share Contribution to Improve 43 Masonic Capacity would be required. Similar to the project, the SFMTA's ability to provide additional capacity or improve transit headways is uncertain; thus, the impact would remain significant and unavoidable after mitigation.

The construction program under this alternative would be the same as the project. The type of construction equipment and use characteristics would not change because demolition, excavation, and construction activities would still occur and would be similar to those of the project. These activities would generate noise increases of 10 dBA or more over ambient levels at offsite locations along surrounding streets, and, during the subsequent phases of construction, at certain onsite locations that could be occupied after completion of the earlier phases, as discussed in greater detail in the Final EIR. Therefore, construction noise impacts from these activities would remain significant and unavoidable. For these reasons, implementation of Mitigation Measure M-NO-1: Construction Noise Control Measures would be required. Implementation of this mitigation measure would reduce but not eliminate the significant impact.

The Code-Conforming Alternative is rejected as infeasible because, although it would reduce the significant and unavoidable transportation and circulation impact, it would not eliminate it, and it would not reduce or eliminate the significant and unavoidable historic architectural resources or noise impacts, and it would fail to meet several of the project objectives to the same extent as the project. This alternative would not open and connect the site to the surrounding community to the same extent as the project, as only Mayfair Walk, and not Walnut Walk, would be developed to extend through the entire site. Accordingly, it would not, to the same extent as the project, extend the neighborhood urban pattern and surrounding street grid into the site, a key urban design principle consistent with the Planning Department's early input on the Project, which has been incorporated into the Project's design. The alternative would increase the City's housing supply compared to current conditions, but to a lesser extent than would the Project, with 115 fewer residential units and a corresponding reduction in the number of affordable senior housing units. This would be less consistent with the City's goals and policies in the General Plan Housing Element and the City's progress toward meeting its ABAG Regional Housing Needs Allocation number. This alternative would provide a significantly reduced level of active ground floor retail uses, and fewer activated neighborhood-friendly spaces along the adjacent streets, than would the project. In addition, this alternative would not construct as much open space for project residents and community members, and would not retain Euclid Green; those new open spaces would be in less varied types with less pedestrian accessibility and ease of use. Although this alternative would redevelop a large underutilized commercial site at a similar development intensity compared to the project, it would have a more limited mix of uses, reducing walkability and convenience.

In addition, the City has numerous Plans and policies, including in the General Plan (Housing and Transportation Elements) related to the production of housing, including affordable housing, particularly near transit, as more particularly described in the materials considered by the Commission at the September 5, 2019 hearing regarding the Final EIR certification and project approvals, which are incorporated by reference as though fully set forth herein. The Code-Conforming Alternative does not promote these Plans and policies to the same extent as the project. Relevant policies include, but are not limited to, the following. From the Housing Element: Objective 1 (identify and make available for development adequate sites to meet the City's housing needs, especially permanently affordable housing); Policy 1.8 (promote mixed use development including permanently affordable housing); Policy 1.10 (support new housing projects, especially affordable housing, where households can easily rely on public transportation, walking and bicycling for the majority of daily trips); Objective 4 (foster a housing stock that meets the needs of all residents across life cycles); Policy 4.1 (develop new housing for families with children); Policy 4.4 (encourage sufficient and suitable rental housing opportunities, emphasizing permanently affordable rental units wherever possible); Policy 4.5 (ensure that new permanently affordable housing is located in all of the City's neighborhoods, and encourage integrated neighborhoods, with a diversity of unit types provided at a range of income levels); Policy 12.1 (encourage new housing that relies on transit use and environmentally sustainable patterns of movement). From the Transportation Element: Objective 2 (use the transportation system as a means for guiding development and improving the environment); Policy 2.1 (use rapid transit and other transportation improvements as catalyst for desirable development and coordinate new facilities with public and private development); Policy 2.5 (provide incentives for use of transit, carpools, vanpools, walking and bicycling, and reduce need for new or expanded automobile and parking facilities).

For these reasons, it is hereby found that the Code-Conforming Alternative is rejected because, although it would reduce the significant and unavoidable transportation and circulation impact, it would not eliminate it, and it would not reduce or eliminate the significant and unavoidable historic architectural resources or noise impacts. Moreover, the Code-Conforming Alternative would fail to meet several of the project objectives and City Plans and policies related to the production of housing, including affordable housing, particularly near transit, and urban design, to the same extent as the project. It is, therefore, not a feasible alternative.

G. Alternatives Proposed By Members of the Public

During the public comment period, the Laurel Heights Improvement Association of San Francisco, Inc. ("LHIA") presented a conceptual site plan and narrative of an alternative (and variant) to the project that purported to include the same number of residential units as the proposed project and the project variant analyzed in the Final EIR (558 units and 744 units, respectively), 460 parking spaces, and one-level of underground parking, underground freight loading, and a three-year construction schedule ("LHIA Alternative"). The LHIA Alternative is described and analyzed in the Final EIR in Section 5.H. Alternatives in the Responses to Comments document. The Commission finds that, as noted in the Final EIR, assuming that the LHIA Alternative could be constructed as described, the LHIA Alternative is not considerably different than Alternative C – the Full Preservation – Residential Alternative, because it would

convert the existing office use to residential use while conforming to the Secretary of the Interior Standards for Rehabilitation, and would have similar building footprints as Alternative C for the new residential buildings, such that a similar amount of the historic landscape design would be preserved. Thus, the EIR did not need to be recirculated to include the LHIA Alternative.

In addition, the Commission finds that, based on substantial evidence in the record, in particular, the August 15, 2019 letter from Public Works to planning department staff and the April 2nd and 4th, 2019 letters from the project sponsor to planning department staff, the LHIA Alternative is not a feasible alternative because the LHIA Alternative could not, in fact, be constructed as described in the comment letter. As determined by the project sponsor, and verified by experts at Public Works, the LHIA Alternative and variant would include fewer units than the project or the project variant, approximately 48% of the units would be studios or have nested bedrooms, and would not meet the planning code's dwelling unit mix requirements. In addition, the LHIA Alternative could not include 460 parking spaces or underground freight loading without additional excavation than purported, due to the height of the existing garage opening on Presidio Avenue, the floor to floor height of the existing garage levels, and demolition of the ramps leading to the existing garage levels. The Commission finds that the LHIA Alternative would fail to meet several of the project objectives and City policies related to urban design, similar to the reasons set forth above Alternative C – the Full Preservation - Residential Alternative, and incorporated herein. In addition, the LHIA Alternative would not meet the City's goals and policies related to family-sized housing, including but not limited to, Housing Element Policy 4.1 which encourages the development of new housing for families with children due to the number of units that would be studios or have nested bedrooms.

For these reasons, the Commission finds that neither the LHIA Alternative, nor its variant, are considerably different from alternatives already contained in the FEIR and are not feasible alternatives, and thus were not required to be included in the Final EIR. Nevertheless, they are hereby rejected as they are not feasible alternatives for the reasons set forth above.

VII. STATEMENT OF OVERRIDING CONSIDERATIONS

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

On the basis of the above findings and the substantial evidence in the whole record of this proceeding, the Commission specifically finds that there are significant benefits of the Project in spite of the unavoidable significant impacts. The Commission further finds that, as part of the process of obtaining Project approval, all significant effects on the environment from implementation of the Project have been

eliminated or substantially lessened where feasible. Any remaining significant effects on the environment found to be unavoidable are found to be acceptable due to the following specific overriding economic, technical, legal, social and other considerations:

- The Project would redevelop a large underutilized commercial site into a new high quality walkable mixed-use community with a mix of compatible uses including residences, including 185 residences for low-income seniors, neighborhood-serving ground floor retail, onsite child care, potential commercial uses, and substantial open space.

- The Project would create a mixed-use community that encourages walkability and convenience by providing residential uses, neighborhood-serving retail, onsite child care, and potential commercial uses on the same site.

- The Project would address the City's housing goals by building 744 new residential dwelling units on the site, including 185 onsite affordable housing units for seniors, and a substantial percentage of units with two or more bedrooms, consistent with the City's General Plan Housing Element and ABAG's Regional Housing Needs Allocation for the City.

- The Project would open and connect the site to the surrounding community by extending the neighborhood urban pattern and surrounding street grid into the site through a series of pedestrian and bicycle pathways and open spaces. The Project would include a north-south connection from California Street to Euclid Avenue that aligns with Walnut Street (Walnut Walk), and an east-west connection from Laurel Street to Presidio Avenue (Mayfair Walk).

- The Project would complement and be compatible with the surrounding neighborhoods by continuing active ground floor retail uses along California Street east from the Laurel Village Shopping Center. New retail space would add to the mix of uses and businesses in the area. The Project would provide active neighborhood-friendly spaces along the Presidio, Masonic and Euclid avenue edges, in a manner that is compatible with the existing multi-family development to the south and east.

- The Project would provide substantial open space for project residents and surrounding community members, including 125,226 square feet of privately-owned, publicly accessible space and 86,570 square feet of open space for residents, in a green, welcoming, walkable environment that will encourage the use of the outdoors and community interaction. The privately-owned, publicly accessible open space is designed to maximize pedestrian accessibility, including disabled access.

- The Project would include sufficient off-street parking for residential and commercial uses in below-grade parking garages, allowing the at-grade space to be oriented towards pedestrians.

- The Project would redevelop the existing office building into residential uses in a sustainable and eco-friendly infill development.

- Under the terms of the Development Agreement, the Project Sponsor would provide a host of additional assurances and benefits that would accrue to the public and the City, including, but not limited to: increased affordable housing units exceeding amounts otherwise required by the City's Planning Code, with approximately 25% of all Project dwelling units consisting of deed-restricted, onsite affordable units designated for low-income senior households in the proposed Walnut Building on California Street; construction and maintenance of 125,226 square feet of privately-owned, publicly accessible open space; transportation demand management measures exceeding the level otherwise required; provision of approximately 14,000 gross square feet of rentable area for an onsite child care facility with adjacent open space for child care use; workforce obligations; streetscape improvements, and a contribution to the City's AWSS system expansion.

- The Project would be constructed at no cost to the City, and would provide substantial direct and indirect economic benefits to the City, including at least $10 million in property tax revenue on a previously tax-exempt parcel, and would provide 430-600 jobs on-site during construction.

- The Project is consistent with the City's General Plan, in particular the Housing Element, the Urban Design Element, the Commerce and Industry Element, and the Transportation Element, as more particularly described in the materials considered by the Commission at the September 5, 2019 hearing regarding the Final EIR certification and project approvals, which are incorporated by reference as though fully set forth herein.

Having considered the above, the Planning Commission finds that the benefits of the Project outweigh the unavoidable adverse environmental effects identified in the Final EIR, and that those adverse environmental effects are therefore acceptable.

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Mitigation Schedule**	**Monitoring/Reporting Responsibility**	**Monitoring Actions** **Schedule and Verification of Compliance**
MITIGATION MEASURES				
Cultural Resources (Historic Architectural Resources) Mitigation Measures				
Mitigation Measure M-CR-1a: Documentation of Historical Resource Prior to issuance of demolition or site permits, the project sponsor shall undertake Historic American Building/Historic American Landscape Survey-like (HABS/HALS-like) documentation of the building and associated landscape features. The documentation shall be undertaken by a professional who meets the Secretary of the Interior's Professional Qualifications Standards for Architectural History, History, or Architecture (as appropriate) to prepare written and photographic documentation of 3333 California Street. The specific scope of the documentation shall be reviewed and approved by the Planning Department but shall include the following elements: **Measured Drawings** – A set of measured drawings shall be prepared that depict the existing size, scale, and dimension of the historic resource. Planning Department Preservation staff will accept the original architectural drawings or an as-built set of architectural drawings (e.g., plans, sections, elevations). Planning Department Preservation staff will assist the consultant in determining the appropriate level of measured drawings; **Historic American Buildings/Historic American Landscape Survey-Level Photographs** – Either Historic American Buildings/Historic American Landscape Survey (HABS/HALS) standard large-format or digital photography shall be used. The scope of the digital photographs shall be reviewed by Planning Department Preservation staff for concurrence, and all digital photography shall be conducted according to the latest National Park Service (NPS) standards. The photography shall be undertaken by a qualified professional with demonstrated experience in HABS/HALS photography.	Project sponsor to retain qualified professional consultant. Consultant to prepare documentation. Planning Department shall review, request revisions if appropriate, and ultimately approve documentation. Project sponsor to conduct outreach to identify other interested repositories under the direction of Planning Department Preservation staff.	Prior to issuance of any demolition or site permit for the affected historic resource at 3333 California Street, the qualified professional consultant to submit documentation package per HABS / HAER / HALS Guidelines for review by Planning Department. Prior to issuance of any demolition or site permit for the affected historic resource at 3333 California Street, project sponsor to transmit documentation to the History Room in SF Library, San Francisco Architectural Heritage, and NWIC.	The qualified professional consultant to submit draft and final documentation prepared pursuant to HABS/HAER/HALS Guidelines to Planning Department for review and approval. Following approval of documentation by Planning Department and prior to the start of construction, project sponsor to transmit documentation to the SF History Center in SF Library, Planning Department, and NWIC.	Considered complete when project sponsor transmits documentation to the History Room in SF Library, San Francisco Architectural Heritage, and NWIC as well as any other repositories, if applicable, as identified and agreed with during the outreach process.

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Photograph views for the data set shall include contextual views; views of each side of the building and interior views, including any original interior features, where possible; oblique views of the building; and detail views of character-defining features, including landscape elements. All views shall be referenced on a photographic key. This photographic key shall be on a map of the property and shall show the photograph number with an arrow to indicate the direction of the view. Historic photographs shall also be collected, reproduced, and included in the data set. **HABS/HALS Historical Report** – A written historical narrative and report shall be provided in accordance with the HABS/HALS Historical Report Guidelines. The written history shall follow an outline format that begins with a statement of significance supported by the development of the architectural and historical context in which the structure was built and subsequently evolved. The report shall also include architectural description and bibliographic information. **Video Recordation** – Video recordation shall be undertaken before demolition or site permits are issued. The project sponsor shall undertake video documentation of the affected historical resource and its setting. The documentation shall be conducted by a professional videographer, one with experience recording architectural resources. The documentation shall be narrated by a qualified professional who meets the standards for history, architectural history, or architecture (as appropriate) set forth by the Secretary of the Interior's Professional Qualification Standards (36 Code of Federal Regulations Part 61). The documentation shall include as much information as possible—using visuals in combination with narration—about the materials, construction methods, current condition, historic use, and historic context of the historical resource. This mitigation measure would supplement the traditional HABS/HALS documentation, and would enhance the collection of reference materials that would be available to the public and inform future research. **Softcover Book** – A Print-on-Demand softcover book shall be produced that includes the content from the historical report, historical photographs, HABS/HALS photography, measured drawings, and field notes. The Print-on-Demand book shall be made available to the public for distribution.				

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The project sponsor shall transmit such documentation to the History Room of the San Francisco Public Library, San Francisco Architectural Heritage, the Planning Department, and the Northwest Information Center. The HABS/HALS documentation scope will determine the requested documentation type for each facility, and the project sponsor will conduct outreach to identify other interested repositories. All documentation will be reviewed and approved by the Planning Department's Preservation staff before any demolition or site permit is granted for the affected historical resource.				
Mitigation Measure M-CR-1b: Interpretation of the Historical Resource The project sponsor shall facilitate the development of an interpretive program focused on the history of the project site. The interpretive program should be developed and implemented by a qualified professional with demonstrated experience in displaying information and graphics to the public in a visually interesting manner, such as a museum or exhibit curator. This program shall be initially outlined in a proposal for an interpretive plan subject to review and approval by Planning Department Preservation staff. The proposal shall include the proposed format and location of the interpretive content, as well as high-quality graphics and written narratives. The proposal prepared by the qualified consultant describing the general parameters of the interpretive program shall be approved by Planning Department Preservation staff prior to issuance of the architectural addendum to the site permit. The detailed content, media and other characteristics of such interpretive program shall be approved by Planning Department Preservation staff prior to issuance of a Temporary Certificate of Occupancy. The interpretative program shall include but not be limited to the installation of permanent on-site interpretive displays or screens in publicly accessible locations. Historical photographs, including some of the large-format photographs required by Mitigation Measure M-CR-1a, may be used to illustrate the site's history. The primary goal is to educate visitors and future residents about the property's historical themes, associations, and lost contributing features within broader historical, social, and physical landscape contexts. These themes would include but not be limited to the subject property's historic	Project sponsor and their qualified professional to select materials from 3333 California Street building to display. Project sponsor to establish location(s), media, and characteristics of the display. Project sponsor and their qualified professional to prepare display.	Prior to issuance of architectural addendum to the site permit, the general parameters of the interpretive program shall be approved by Planning Department Preservation staff. Prior to any demolition or removal activities, selection of interpretative materials to occur. Interpretive program shall be approved by Planning Department prior to the issuance of the first Temporary Certificate of Occupancy and updated for each construction phase, if needed.	The qualified professional to submit interpretive materials to Planning Department for approval. Project sponsor to report to Planning Department when display is completed.	Considered complete when Planning Department approve the interpretive program for all construction phases and when the interpretive program is installed.

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significance as a Midcentury Modern corporate campus designed by Edward B. Page with a landscape designed by Eckbo, Royston & Williams. The interpretive program should be developed in coordination with the archaeological program, which would likely include interpretation of the subject property's inclusion in the larger site of California Registered Landmark 760, Former Site of Laurel Hill Cemetery.				
Cultural Resources (Archaeological Resources) Mitigation Measures				
Mitigation Measure M-CR-2a: Archaeological Testing, Monitoring, Data Recovery and Reporting Based on a reasonable presumption that archaeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the project on buried historical or prehistoric resources. The project sponsor shall retain the services of an archaeological consultant from rotation of the Department Qualified Archaeological Consultants List maintained by the Planning Department archaeologist. The project sponsor shall contact the Department archaeologist to obtain the names and contact information for the next three archaeological consultants on the qualified archaeological consultants list. The archaeological consultant shall undertake an archaeological testing program as specified in the Archaeological Research Design and Treatment Plan and outlined below. In addition, the consultant shall be available to conduct an archaeological monitoring program, as required pursuant to this measure. The archaeological consultant's work shall be conducted in accordance with this measure at the direction of the Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archaeological monitoring and/or testing programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archaeological resource as defined in CEQA Guidelines section 15064.5 (a) and (c).	Project sponsor to retain qualified professional archaeologist from the pool of archaeological consultants maintained by the Planning Department.	Prior to issuance of site permits and prior to commencement of demolition and soil-disturbing activities for each construction phase, submittal of all plans and reports for approval by the ERO.	The archaeological consultant shall undertake an archaeological testing program as specified herein. (See below regarding archaeological consultant's reports).	Considered complete when project sponsor retains a qualified professional archaeological consultant, and archaeological consultant has a scope approved by the ERO for the archaeological testing program.

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Consultation with Descendant Communities On discovery of an archaeological site[1] associated with descendant Native Americans, the Overseas Chinese, or other potentially interested descendant group, an appropriate representative[2] of the descendant group and the ERO shall be contacted. The representative of the descendant group shall be given the opportunity to monitor archaeological field investigations of the site and to consult with the ERO regarding appropriate archaeological treatment of the site, of recovered data from the site, and, if applicable, any interpretative treatment of the associated archaeological site per Mitigation Measure M-CR-2b (below). A copy of the Final Archaeological Resources Report shall be provided to the representative of the descendant group.	Project sponsor/archaeological consultant.	Upon discovery of an archaeological site associated with descendant groups, and for the duration of the archaeological investigation of the associated site.	Project sponsor/archaeological consultant shall contact the ERO and appropriate descendant group representative upon discovery of an archaeological site.	
Archaeological Testing Program The archaeological consultant shall prepare and submit to the ERO for review and approval an archaeological testing plan (ATP) that tiers off the Archaeological Research Design and Treatment Plan. The purpose of the archaeological testing program will be to determine to the extent possible the presence or absence of archaeological resources and to identify and to evaluate whether any archaeological resource encountered on the site constitutes an historical resource under CEQA.	Project sponsor and archaeological consultant at the direction of the ERO.	Prior to any excavation, site preparation or construction an ATP for such phase is to be submitted to and approved by the ERO.	Archaeological consultant to undertake ATP in consultation with ERO.	Considered complete upon submittal of Final Archaeological Resources Report.
At the completion of the archaeological testing program, the archaeological consultant shall submit a written report of the findings to the ERO. If based on the archaeological testing program the archaeological consultant finds that significant archaeological resources may be present, the ERO in consultation with the archaeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archaeological testing, archaeological monitoring, and/or an archaeological data recovery program. If the ERO determines that a significant archaeological resource is present and that the resource could be adversely affected by the project, at the discretion of the project sponsor either: A) The project shall be redesigned so as to avoid any adverse effect on	Project sponsor and archaeological consultant in consultation with the ERO.	At the completion of the archaeological testing program.	Archaeological consultant to submit results of testing. Based on findings, the project sponsor and archaeological consultant, in consultation with ERO, to determine the final steps.	

[1] The term "archaeological site" is intended here to minimally include any archaeological deposit, feature, burial, or evidence of burial.

[2] An "appropriate representative" of the descendant group is here defined to mean, in the case of Native Americans, any individual listed in the current Native American Contact List for the City and County of San Francisco maintained by the California Native American Heritage Commission and in the case of the Overseas Chinese, the Chinese Historical Society of America.

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the significant archaeological resource; or B) A data recovery program shall be implemented, unless the ERO determines that the archaeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.				
Archaeological Monitoring Program If the ERO in consultation with the archaeological consultant determines that an archaeological monitoring program (AMP) shall be implemented, the AMP would minimally include the following provisions: • The archaeological consultant, project sponsor, and ERO shall meet and consult on the scope of the AMP prior to any project-related soils disturbing activities commencing. The ERO in consultation with the archaeological consultant shall determine what project activities shall be archaeologically monitored. A single AMP or multiple AMPs may be produced to address project phasing. In most cases, any soils-disturbing activities, such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archaeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context. The archaeological consultant shall advise all project contractors to be on the alert for evidence of the presence of the expected resource(s), of how to identify the evidence of the expected resource(s), and of the appropriate protocol in the event of apparent discovery of an archaeological resource; • The archaeological monitor(s) shall be present on the project site according to a schedule agreed upon by the archaeological consultant and the ERO until the ERO has, in consultation with project archaeological consultant, determined that project construction activities could have no effects on significant archaeological deposits; and • The archaeological monitor shall record and be authorized to collect	Project sponsor and archaeological consultant in consultation with the ERO.	Project sponsor, archaeological consultant, and ERO shall meet prior to commencement of soils-disturbing activities for each construction phase. If ERO determines that archaeological monitoring is necessary, monitor throughout all soils-disturbing activities for each construction phase	If required, archaeological consultant to prepare AMP in consultation with the ERO. Project sponsor, archaeological consultant, archaeological monitor, and project sponsor's contractors shall implement the AMP, if required by the ERO	Considered complete on approval of AMP by ERO; submittal of report regarding findings of AMP.

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soil samples and artifactual/ecofactual material as warranted for analysis. If an intact archaeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archaeological monitor shall be empowered to temporarily redirect demolition/excavation/pile driving/construction activities and equipment until the deposit is evaluated. If in the case of pile driving activity (foundation, shoring, etc.), the archaeological monitor has cause to believe that the pile driving activity may affect an archaeological resource, pile driving activity that may affect the archaeological resource shall be suspended until an appropriate evaluation of the resource has been made in consultation with the ERO. The archaeological consultant shall immediately notify the ERO of the encountered archaeological deposit. The archaeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archaeological deposit, and present the findings of this assessment to the ERO. If the ERO determines that a significant archaeological resource is present and that the resource could be adversely affected by the project, at the discretion of the project sponsor either: A) The project shall be redesigned so as to avoid any adverse effect on the significant archaeological resource; or B) A data recovery program shall be implemented, unless the ERO determines that the archaeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.				
Whether or not significant archaeological resources are encountered, the archaeological consultant shall submit a written report of the findings of the monitoring program to the ERO.	Project sponsor and project archaeological consultant.	After completion of the approved archaeological monitoring program	Submit report on findings of AMP	
<u>Archaeological Data Recovery Program</u> If the ERO, in consultation with the archaeological consultant, determines that an archaeological data recovery program shall be implemented based on the presence of a significant resource, the archaeological data recovery program shall be conducted in accord with an archaeological data recovery plan (ADRP). No archaeological data recovery shall be undertaken without the prior approval of the ERO or the Planning Department archaeologist. The	Project sponsor and archaeological consultant in consultation with the ERO.	If there is a determination by the ERO that an ADRP is required.	If required, archaeological consultant to prepare an ADRP in consultation with the ERO.	Considered complete on approval of the FARR by ERO.

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
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archaeological consultant, project sponsor, and ERO shall meet and consult on the scope of the ADRP prior to preparation of a draft ADRP. The archaeological consultant shall submit a draft ADRP to the ERO. The ADRP shall identify how the proposed data recovery program will preserve the significant information the archaeological resource is expected to contain. That is, the ADRP will identify what scientific/historical research questions are applicable to the expected resource, what data classes the resource is expected to possess, and how the expected data classes would address the applicable research questions. Data recovery, in general, shall be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archaeological resources if nondestructive methods are practical. The scope of the ADRP shall include the following elements: • *Field Methods and Procedures.* Descriptions of proposed field strategies, procedures, and operations. • *Cataloguing and Laboratory Analysis.* Description of selected cataloguing system and artifact analysis procedures. • *Discard and Deaccession Policy.* Description of and rationale for field and post-field discard and deaccession policies. • *Interpretive Program.* Consideration of an onsite/offsite public interpretive program during the course of the archaeological data recovery program. • *Security Measures.* Recommended security measures to protect the archaeological resource from vandalism, looting, and non-intentionally damaging activities. • *Final Report.* Description of proposed report format and distribution of results. *Curation.* Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities.				

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Human Remains and Associated or Unassociated Funerary Objects The treatment of human remains and of associated or unassociated funerary objects discovered during any soils disturbing activity shall comply with applicable State and Federal laws. This shall include immediate notification of the ERO and the Medical Examiner of the City and County of San Francisco, and in the event of the Medical Examiner's determination that the human remains are Native American remains, notification of the California State Native American Heritage Commission (NAHC), which shall appoint a Most Likely Descendant (MLD). The MLD will complete his or her inspection of the remains and make recommendations or preferences for treatment within 48 hours of being granted access to the site (Public Resources Code section 5097.98). The project sponsor and ERO shall make all reasonable efforts to develop a burial agreement with the MLD, as expeditiously as possible, for the treatment and disposition, with appropriate dignity, of human remains and associated or unassociated funerary objects (as detailed in CEQA Guidelines section 15064.5(d)). The agreement shall take into consideration the appropriate excavation, removal, recordation, scientific analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects. If the MLD agrees to scientific analyses of the remains and/or associated or unassociated funerary objects, the archaeological consultant shall retain possession of the remains and associated or unassociated funerary objects until completion of any such analyses, after which the remains and associated and unassociated funerary objects shall be reinterred or curated as specified in the agreement. Nothing in existing State regulations or in this mitigation measure compels the project sponsor and the ERO to accept recommendations of an MLD. However, if the ERO, project sponsor and MLD are unable to reach an agreement on scientific treatment of the remains and associated and unassociated funerary objects, the ERO, with cooperation of the project sponsor, shall ensure that the remains and/or mortuary materials are stored securely and respectfully until they can be reinterred on the property, with appropriate dignity, in a location not subject to further or future subsurface disturbance. Treatment of historic-period human remains and of associated or unassociated funerary objects discovered during any soil-disturbing activity will additionally follow protocols laid out in the Archaeological Research Design	Project sponsor and archaeological consultant shall notify the San Francisco Medical Examiner and if applicable, Native American Heritage Commission who will appoint a Most Likely Descendent. Project sponsor, ERO, and the Most Likely Descendent shall make all reasonable efforts to develop a burial agreement.	In the event human remains and/or funerary objects are encountered project sponsor's construction contractor to immediately contact archaeological consultant and ERO.	Archaeological consultant/ archaeological monitor/project sponsor or contractor to contact San Francisco Medical Examiner and ERO and implement regulatory requirements, if applicable, regarding discovery of Native American human remains and associated/unassociated funerary objects.	Considered complete on notification of the San Francisco Medical Examiner, ERO, and NAHC, if necessary, and completion of burial agreement and/or analysis.

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and Treatment Plan, the ATP, and any agreement established between the project sponsor, Medical Examiner and the ERO.				
Final Archaeological Resources Report The archaeological consultant shall submit a Final Archaeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered archaeological resource and describes the archaeological and historical research methods employed in the archaeological testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archaeological resource shall be provided in a separate removable insert within the FARR. The FARR may be submitted at the conclusion of all construction activities associated with the project.	Project sponsor and archaeological consultant in consultation with ERO.	If applicable, after completion of archaeological data recovery, inventorying, analysis and interpretation.	If applicable, archaeological consultant to submit a FARR to ERO for approval.	Considered complete upon approval of Final Archaeological Resources Report by ERO and distribution of FARR as directed by ERO.
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 one bound, one unbound and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA Department of Parks and Recreation [DPR] 523 series) and/or documentation for nomination to the National Register of Historic Places (National register)/California Register of Historical Resources (California register). In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.	Archaeological consultant at the direction of the ERO.	If applicable, upon approval of Final Archaeological Resources Report by ERO.	Once approved, archaeological consultant to distribute FARR and provide written certification to ERO that required FARR distribution has been completed.	
Mitigation Measure M-CR-2b: Interpretation Based on a reasonable presumption that archaeological resources may be present within the project site, and to the extent that the potential significance of some such resources is premised on the California register Criteria 1 (Events), 2 (Persons), and/or 3 (Design/Construction), the following measure shall be undertaken to avoid any potentially significant adverse effect from the project on buried historical resources if significant archaeological resources are discovered. The project sponsor shall implement an approved program for interpretation of significant archaeological resources. The project sponsor shall retain the	Project sponsor and archaeological consultant at the direction of the ERO.	Prior to issuance of final certificate of occupancy.	Archaeological consultant to develop program for post-recovery interpretation of resources. All plans and recommendations for interpretation by the archaeological consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until deemed final by the	Considered complete upon installation of approved interpretation program, if required.

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
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services of a qualified archaeological consultant from the rotational qualified archaeological consultant list maintained by the Planning Department archaeologist having expertise in California urban historical and prehistoric archaeology. The archaeological consultant shall develop a feasible, resource-specific program for post-recovery interpretation of resources. The particular program for interpretation of artifacts that are encountered within the project site will depend upon the results of the data recovery program and will be the subject of continued discussion between the ERO, consulting archaeologist, and the project sponsor. Such a program may include, but is not limited to, any of the following (as outlined in the Archaeological Research Design and Treatment Plan): lectures, exhibits, websites, video documentaries, and preservation and display of archaeological materials. To the extent feasible, the interpretive program shall be part of a larger, coordinated public interpretation strategy for the project area. The archaeological consultant's work shall be conducted at the direction of the ERO, and in consultation with the project sponsor. All plans and recommendations for interpretation by the consultant shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO.			ERO. The ERO to approve final interpretation program. Project sponsor to implement an approved interpretation program.	
Mitigation Measure M-CR-4: Tribal Cultural Resources Interpretive Program If the Environmental Review Officer (ERO) determines that a significant archaeological resource is present, and if in consultation with the affiliated Native American tribal representatives, the ERO determines that the resource constitutes a tribal cultural resource (TCR) and that the resource could be adversely affected by the proposed project, the proposed project shall be redesigned so as to avoid any adverse effect on the significant tribal cultural resource, if feasible.	Project sponsor at the direction of the ERO.	For the duration of soil-disturbing activities throughout all construction phases.	Project sponsor shall contact the ERO and appropriate Native American tribal representative upon discovery of an archaeological resource that constitutes a TCR.	Considered complete upon installation of approved interpretation program, if required.
If the ERO, in consultation with the affiliated Native American tribal representatives and the project sponsor, determines that preservation-in-place of the tribal cultural resources is not a sufficient or feasible option, the project sponsor shall implement an interpretive program of the TCR in consultation with affiliated tribal representatives. An interpretive plan produced in consultation with the ERO and affiliated tribal representatives, at a minimum,	Project sponsor in consultation with the ERO.	Prior to issuance of final certificate of occupancy.	A qualified consultant, the project sponsor, a Native American tribal representative, and the ERO shall collaborate on the development of a feasible, resource-specific program for post-recovery	

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
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and approved by the ERO would be required to guide the interpretive program. The plan shall identify, as appropriate, proposed locations for installations or displays, the proposed content and materials of those displays or installation, the producers or artists of the displays or installation, and a long- term maintenance program. The interpretive program may include artist installations, preferably by local Native American artists, oral histories with local Native Americans, artifacts displays and interpretation, and educational panels or other informational displays.			interpretation of resources. The interpretive plan shall be submitted first and directly to the ERO for review and comment, and shall be considered a draft report subject to revision until deemed final by the ERO. The ERO to approve final interpretation program. Project sponsor to implement an approved interpretation program.	
Transportation and Circulation Mitigation Measures				
Mitigation Measure M-TR-2: Reduce Retail Parking Supply The proposed project or project variant shall provide retail parking in an amount not to exceed the existing neighborhood rate of 1.55 by 38 percent (or 2.14 spaces per 1,000 gross square feet).	Project sponsor or qualified consultant to develop a draft parking plan to achieve the required retail parking rate.	Prior to approval of the Conditional Use/PUD application.	The project sponsor or qualified consultant to provide a draft parking program to the Planning Department for review and approval.	Considered complete upon review and approval of the parking reduction plan by the Planning Department.
Mitigation Measure M-TR-4: Monitor and Provide Fair-Share Contribution to Improve 43 Masonic Capacity Based on an evaluation of the transit ridership generated by the proposed project or project variant, monitoring of transit capacity utilization for the 43 Masonic route shall be initiated when the first phase of development has been completed and occupied. The transit monitoring phase shall involve the following steps. • The project sponsor shall fund a transit capacity study to be reviewed and approved by the SFMTA. The project sponsor shall obtain current ridership on the 43 Masonic route from SFMTA and an assessment of the capacity utilization shall be conducted at the 43 Masonic route's maximum load point for weekday a.m. peak hour conditions.	Project sponsor or qualified consultant at the direction of the SFMTA shall prepare a transit capacity study to determine whether capacity utilization exceeds 85 percent for the 43 Masonic route. If so, then SFMTA will determine whether adding bus(es) or other	Baseline study conducted prior to the issuance of the first Certificate of Occupancy of the first phase of development, and subsequent ridership study after the first phase of the development is occupied. No studies shall be required if fair-share contribution is paid.	SFMTA to review the study and determine if the capacity utilization of the 43 Masonic line at its maximum load point exceeds 85 percent as measured at the completion of any individual project phase. If so, and the SFMTA has committed to implement M-TR-4, the project sponsor shall provide the fair share contribution subject to the limits stated in M-TR-4 to	Considered complete upon payment of fair – share contribution or review and approval of the transit capacity study by SFMTA, if applicable and payment of fair-share contribution. If SFMTA determines one or

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Mitigation Schedule**	**Monitoring/Reporting Responsibility**	**Monitoring Actions** **Schedule and Verification of Compliance**
• If the capacity utilization exceeds 85 percent, a fair share contribution payment shall be made to SFMTA by the project sponsor, calculated in a Transit Mitigation Agreement, to contribute to the cost of providing additional bus service or otherwise improving service on the 43 Masonic route. The fair share contribution as documented in EIR Appendix D shall not exceed the following amounts across all phases. Payment of the following fair share contribution levels would mitigate the impacts of the estimated transit ridership added by full development of the proposed project or project variant. • Proposed Project – $182,227 • Project Variant – $218,390 These amounts shall be increased by consumer price index per year plus a one-time escalation of 0.5 percent. SFMTA will determine whether adding bus(es) or other measures are more desirable to increase capacity along the route and will use the funds provided by the project sponsor to implement the most desirable measure, which may include, but is not limited to, the following: 1. Instead of adding more buses to a congested route, increase travel speeds along the route, which would allow for buses to move faster, thus increasing efficiency and reliability. In this case, the project sponsor's fair share contribution may be used to fund a study to identify appropriate and feasible improvements and/or implement a portion of the improvements that would increase travel speeds enough to increase capacity along the bus route. Such improvements could include transit only lanes, transit signal priority, and transit boarding improvements. 2. Increase capacity along the corridor by adding a new Muni service route in this area. If this option is selected, the project sponsor's fair share contribution may fund the purchase of the new vehicles. If the capacity utilization with the proposed project or project variant based on SFMTA's ridership data is less than 85 percent after a particular phase of the proposed project or project variant is completed and occupied, then the project	measures are more desirable to increase capacity along the route and will use the funds provided by the project sponsor to implement the most desirable measure		capital costs for SFMTA to implement one of the designated capacity enhancement measures.	more fair-share payments is required, considered complete upon payment of the final fair-share payment.

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sponsor's fair share payment shall be $0 and the process shall repeat at the subsequent phase. Each subsequent fair share calculation shall take account of amounts paid for prior phases, to ensure that payments are not duplicative for the same transit rider impacts.				
Noise and Vibration Mitigation Measures				
Mitigation Measure M-NO-1: Construction Noise Control Measures The project sponsor shall implement a project-specific Noise Control Plan that has been prepared by a qualified acoustical consultant and approved by the Planning Department. The Noise Control Plan may include, but is not limited to, the following construction noise control measures. Implementation of applicable construction noise control measures shall apply to all phases of the construction period. • Muffle and maintain all equipment used on site. All internal combustion engine driven equipment shall be fitted with mufflers that are in good working condition. • Position stationary noise sources, such as temporary generators and pumps, as far from nearby receptors as possible, within temporary enclosures and shielded by barriers (which could reduce construction noise by as much as 5 dB) or other measures, to the extent feasible. • Use "quiet" models of air compressors and other stationary equipment where such technology exists. • Prohibit unnecessary idling of internal combustion engines. • Impact tools (e.g., jack hammers, pavement breakers, rock drills) used for project construction shall be "quiet" gasoline-powered compressors or electrically powered compressors, and electric rather than gasoline- or diesel- powered engines shall be used to avoid noise associated with compressed air exhaust from pneumatically powered tools. However, where the use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used; this muffler can lower noise levels from the exhaust by up to about 10 dBA. External jackets on the tools themselves shall be	Project sponsor and construction contractor shall prepare and implement Noise Control Plan.	Draft Noise Control Plan to be submitted to Planning Department and Department of Public Health prior to issuance of the first building permit or other permit that allows ground disturbance. Draft construction-noise monitoring program to be submitted to the Planning Department and Department of Public Health prior to start of excavation of all construction phases, prior to building construction of the Euclid and Masonic buildings, and the Laurel Duplexes and Mayfair Building.	Planning Department and Department of Public Health shall review and approve Noise Control Plan and construction-noise monitoring programs. Project sponsor, qualified consultant, and/or construction contractor(s) to prepare a weekly noise monitoring log which shall be made available to the Planning Department when requested. Any weekly report that includes an exceedance or for a period during which a complaint is received shall be submitted to the Development Performance Coordinator within 3 business days following the week in which the exceedance or complaint occurred. Project sponsor shall notify the Planning Department Development Performance Coordinator of any night noise permit requests when submitted and any emergency/unanticipated activity causing noise with potential to exceed standard as soon as possible.	Project sponsor, qualified consultant, and/or construction contractor(s) to submit final noise monitoring report to the Planning Department Development Performance Coordinator at the completion of each construction phase. Considered complete at the completion of project construction and submittal of final noise monitoring reports.

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
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used, which could achieve a reduction of 5 dBA. Quieter equipment shall be used when feasible, such as drills rather than impact equipment. • Clearly post allowable construction hours (i.e., 7 a.m. to 8 p.m.) on signs around the project site through the duration of construction. • During the excavation component of all construction phases, during building construction (framing of structure and major exterior work) of the Euclid and Masonic buildings, the Laurel Duplexes, and Mayfair Building, prepare and implement a daytime construction-noise monitoring program (e.g., 7 a.m. to 7 p.m. during weekdays, and 7 a.m. to 3 p.m. on Saturdays and all other times that excavation or major exterior construction of the identified buildings occurs). Three monitoring stations shall be required to provide continuous noise monitoring at the nearest potentially impacted receptors to the south (along Euclid Avenue), to the west (along Laurel Street), and to the north (along California Street). Selection of the three monitoring locations shall be coordinated between the Planning Department, construction contractor, and ultimately the affected residential property owners. The program shall be set up to alert the Construction Manager or other designated person(s) when noise levels exceed allowable limits (10 dBA above established ambient levels). If noise levels are found to exceed applicable noise limits due to construction-related activities, corrective action shall be taken, such as halting or moving specific construction activities, fixing faulty or poorly operating equipment, and installing portable barriers. • Designate a Construction Manager who shall: o Clearly post his/her name and phone number(s) on signs visible during each phase of the construction program. o Notify area residents of construction activities, schedules, and impacts. o Receive and act on complaints about construction noise disturbances.				

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○ Determine the cause(s) and implement remedial measures as necessary to alleviate potentially significant problems related to construction noise ○ Request night noise permits from the San Francisco Department of Building Inspection (DBI) if any activity, including deliveries or staging, is anticipated outside of work hours that has the potential to exceed noise standards. If such activity is required in response to an emergency or other unanticipated conditions, night noise permits shall be requested as soon as feasible for any ongoing response activities. ○ Notify the Planning Department's Development Performance Coordinator at the time that night noise permits are requested or as soon as possible after emergency/unanticipated activity causing noise with the potential to exceed noise standards has occurred. <u>Plan Review, Implementation, and Reporting</u> The Noise Control Plan shall be reviewed and approved by the San Francisco Department of Public Health and Planning Department prior to implementation. Noise monitoring shall be completed by a qualified noise consultant. A noise monitoring log report shall be prepared by the Construction Manager or other designated person(s) on a weekly basis and shall be made available to the Planning Department when requested. The log shall include any complaints received, whether in connection with an exceedance or not, as well as any complaints received through calls to 311 or DBI if the contractor is made aware of them (for example, via a DBI notice, inspection, or investigation). Any weekly report that includes an exceedance or for a period during which a complaint is received should be submitted to the Development Performance Coordinator within 3 business days following the week in which the exceedance or complaint occurred. A report also shall be submitted to the Planning Department Development Performance Coordinator at the completion of each construction phase. The report shall document noise levels, exceedances of threshold levels, if reported, and corrective action(s) taken.				

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Mitigation Schedule**	**Monitoring/Reporting Responsibility**	**Monitoring Actions** **Schedule and Verification of Compliance**
Mitigation Measure M-NO-2: Vibration Monitoring Program for SF Fire Credit Union Building Prior to excavation activities along California Street, including for the Walnut Building and California Street Garage, a detailed vibration assessment and monitoring plan shall be completed to ensure that construction activities and equipment are selected and designed to ensure groundborne vibration levels at the SF Fire Credit Union do not exceed levels protective of the structural integrity of the building.	Project sponsor to retain a qualified consultant to prepare a detailed vibration assessment and monitoring plan.	The detailed vibration assessment and monitoring plan is to be submitted to Planning Department prior to issuance of demolition or site permits for Walnut Building and California Street Garage.	Planning Department to approve vibration assessment and monitoring plan. Project sponsor, qualified consultant, and/or construction contractor(s) to submit weekly reports during excavation, foundation and exterior construction activities to the Planning Department Development Performance Coordinator, and Department of Building Inspection upon request.	Considered complete at the completion of Walnut Building and California Street Garage excavation and submittal of final vibration monitoring report to the Planning Department.
The project contractor shall: • Retain the services of a qualified structural engineer or vibration consultant to prepare a pre-construction building assessment and vibration monitoring plan of the SF Fire Credit Union building. • Prior to excavation activities for the Walnut Building and the California Street Garage, perform inspection of the SF Fire Credit Union building to document existing building conditions with written and photographic descriptions of the existing condition of visible exteriors and in interior locations upon permission of the owner. The assessment shall determine specific locations to be monitored and include annotated drawings to locate digital photo locations, survey markers, and/or other monitoring devices to measure vibrations. Based on the construction program for the proposed project or project variant and the condition of the SF Fire Credit Union building, the structural engineer and/or vibration consultant shall develop a vibration monitoring plan to protect the SF Fire Credit Union building. The pre-construction assessment and vibration monitoring plan shall be submitted to the Planning Department prior to issuance of construction permits for excavation for the Walnut Building and the California Street Garage.	Project sponsor to retain a qualified structural engineer or vibration consultant to carry out pre-construction assessment.	Prior to excavation activities for the Walnut Building and California Street Garage, the qualified consultant shall perform pre-construction inspection of the SF Fire Credit Union building.	Planning Department shall review and approve pre-construction assessment and vibration monitoring plan.	

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Mitigation Schedule**	**Monitoring/Reporting Responsibility**	**Monitoring Actions** **Schedule and Verification of Compliance**
• Inform the SF Fire Credit Union of upcoming construction activities that may generate high levels of vibration, including excavator use that may occur within 15 feet of this building (thereby providing a 7-foot protective buffer to the 8-foot distance where damage may occur). • Perform vibration monitoring at the SF Fire Credit Union building during excavation activities for the Walnut Building and the California Street Garage when operating heavy equipment (i.e., excavators) within 15 feet of the building foundation. Vibration monitoring shall be conducted on a daily basis, as needed, when heavy equipment operates within 15 feet of the building foundation. When vibration levels exceed allowable threshold the Construction Manager, structural engineer, or other designated person(s) shall be alerted. • Should the measured vibration levels at the SF Fire Credit Union building during excavation for the Walnut Building and the California Street Garage exceed 0.5 PPV (in/sec) at any time, or if damage to the SF Fire Credit Union building is observed, construction personnel shall immediately cease excavation and implement vibration control measures such as adjustment of excavation methods to reduce vibration of soil or use of equipment that generates lower levels of vibration. Examples of equipment that may generate lower levels of vibration may include smaller sized back-hoes. • If damage to the SF Fire Credit Union building occurs, the building shall be remediated to its pre-construction condition at the conclusion of ground-disturbing activity, as shown in the pre-construction assessment, with the consent of the building owner. **Plan Review, Implementation, and Reporting** The Detailed Vibration Assessment Plan shall be reviewed and approved by the San Francisco Planning Department prior to implementation. Vibration measurements shall be completed by a qualified structural engineer or vibration consultant.				

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A vibration monitoring log report is to be prepared by the Construction Manager or other designated person(s) on a weekly basis during excavation for the Walnut Building and California Street Garage, and shall be made available to the Planning Department Development Performance Coordinator and building department when requested. A final report on the vibration monitoring shall be submitted to the Planning Department following completion of Walnut Building and California Street Garage excavation and prior to the issuance of a Certificate of Occupancy. The report shall document vibration levels, exceedances of the threshold level, if reported, and corrective action(s) taken.				
Mitigation Measure M-NO-3: Stationary Equipment Noise Controls Noise attenuation measures shall be incorporated into all stationary equipment (including HVAC equipment) installed on all buildings that include such stationary equipment as necessary to meet noise limits specified in Section 2909 of the Police Code. Interior noise limits shall be met under both existing and future noise conditions. Noise attenuation measures could include provision of sound enclosures/barriers, addition of roof parapets to block noise, increasing setback distances from sensitive receptors, provision of louvered vent openings, and location of vent openings away from adjacent residential uses. After completing installation of the HVAC equipment but before receipt of the Final Certificate of Occupancy for each building, the project sponsor shall conduct noise measurements to ensure that the noise generated by stationary equipment complies with section 2909 (a) and (d) of the San Francisco Noise Ordinance. No Final Certificate of Occupancy shall be issued for any building until the standards in the Noise Ordinance are shown to be met for that building.	Project sponsor and construction contractor(s) shall implement noise attenuation measures and conduct noise measurements identified in M-NO-3.	Prior to issuance of building permit, incorporate practices identified in M-NO-3 into the project construction plans. Before receipt of the Final Certificate of Occupancy for each building, the project sponsor shall conduct noise measurements.	Project sponsor to provide copies of project construction plans to Planning Department that show incorporation of practices identified. Before receipt of the Final Certificate of Occupancy for each building, the project sponsor shall submit noise measurements results to the Planning Department Development Performance Coordinator. The noise measurement results from the stationary equipment shall demonstrate compliance with sections 2909 (a) and (d) of the San Francisco Noise Ordinance.	Considered complete upon submittal of project construction plans incorporating identified practices and noise measurements results demonstrating compliance with the San Francisco Noise Ordinance.
Biological Resources Mitigation Measures				
Mitigation Measure M-BI-1: Preconstruction Nesting Bird Surveys and Buffer Areas Nesting birds and their nests shall be protected during construction by implementation of the following measures for each construction phase:	Project sponsor and qualified biologist shall	Vegetation/tree removal activities shall be	Before each construction phase. If qualified biologist proposes to	Considered complete upon

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a. To the extent feasible, conduct initial activities including, but not limited to, vegetation removal, tree trimming or removal, ground disturbance, building demolition, site grading, and other construction activities which may compromise breeding birds or the success of their nests outside of the nesting season (January 15 through August 15). b. If construction during the bird nesting season cannot be fully avoided, a qualified wildlife biologist* shall conduct pre-construction nesting surveys within 14 days prior to the start of construction or demolition at areas that have not been previously disturbed by project activities or after any construction breaks of 14 days or more. Surveys shall be performed for suitable habitat within 250 feet of the project site in order to locate any active nests of common bird species and within 500 feet of the project site to locate any active raptor (birds of prey) nests. c. If active nests are located during the preconstruction nesting bird surveys, a qualified biologist shall evaluate if the schedule of construction activities could affect the active nests and if so, the following measures would apply: i. If construction is not likely to affect the active nest, construction may proceed without restriction; however, a qualified biologist shall regularly monitor the nest at a frequency determined appropriate for the surrounding construction activity to confirm there is no adverse effect. Spot-check monitoring frequency would be determined on a nest-by-nest basis considering the particular construction activity, duration, proximity to the nest, and physical barriers which may screen activity from the nest. The qualified biologist may revise his/her determination at any time during the nesting season in coordination with the Planning Department. ii. If it is determined that construction may affect the active nest, the qualified biologist shall establish a no-disturbance buffer around the nest(s) and all project work shall halt	implement measures to protect nesting birds and their nests.	conducted during the non-breeding season (i.e., August 16 through January 14), OR preconstruction surveys shall be conducted for work scheduled during the breeding season (January 15 through August 15). The preconstruction survey shall be conducted within 14 days prior to the start of work or after any construction breaks of 14 days or more during the bird nesting season (January 15 through August 15)	modify nest buffer distances, Planning Department shall review and approve in coordination with California Department of Fish and Wildlife before the buffer distances are reduced.	completion of preconstruction nesting bird surveys or completion of vegetation removal and grading activities outside of the bird breeding season.

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MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Mitigation Schedule**	**Monitoring/Reporting Responsibility**	**Monitoring Actions** **Schedule and Verification of Compliance**
within the buffer until a qualified biologist determines the nest is no longer in use. Typically, these buffer distances are 250 feet for passerines and 500 feet for raptors; however, the buffers may be adjusted if an obstruction, such as a building, is within line-of-sight between the nest and construction. iii. Modifying nest buffer distances, allowing certain construction activities within the buffer, and/or modifying construction methods in proximity to active nests shall be done at the discretion of the qualified biologist and in coordination with the Planning Department, who would notify CDFW. Necessary actions to remove or relocate an active nest(s) shall be coordinated with the Planning Department and approved by CDFW. iv. Any work that must occur within established no-disturbance buffers around active nests shall be monitored by a qualified biologist. If adverse effects in response to project work within the buffer are observed and could compromise the nest, work within the no-disturbance buffer(s) shall halt until the nest occupants have fledged. v. Any birds that begin nesting within the project area and survey buffers amid construction activities are assumed to be habituated to construction-related or similar noise and disturbance levels, so exclusion zones around nests may be reduced or eliminated in these cases as determined by the qualified biologist in coordination with the Planning Department, who would notify CDFW. Work may proceed around these active nests as long as the nests and their occupants are not directly impacted. d. In the event inactive nests are observed within or adjacent to the project site at any time throughout the year, any removal or relocation of the inactive nests shall be at the discretion of the qualified biologist in coordination with the Planning Department, who would notify and seek approval from the CDFW, as appropriate. Work may proceed around these inactive nests.				

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* Typical experience requirements for a "qualified biologist" include a minimum of four years of academic training and professional experience in biological sciences and related resource management activities, and a minimum of two years of experience conducting surveys for each species that may be present within the project area.				
Geology and Soils Mitigation Measures				
Mitigation Measure M-GE-5: Inadvertent Discovery of Paleontological Resources. Before the start of any drilling or excavation activities, the project sponsor shall retain a qualified paleontologist, as defined by the Society of Vertebrate Paleontology, who is experienced in on-site construction worker training. The qualified paleontologist shall train all construction personnel who are involved with earthmoving activities, including the site superintendent, regarding the possibility of encountering fossils, the appearance and types of fossils that are likely to be seen during construction, and proper notification procedures should fossils be encountered. If potential vertebrate fossils are discovered by construction crews, all earthwork or other types of ground disturbance within 50 feet of the find shall stop immediately and the monitor shall notify the Environmental Review Officer. The fossil should be protected by an "exclusion zone" (an area approximately five feet around the discovery that is marked with caution tape to prevent damage to the fossil). Work shall not resume until a qualified professional paleontologist can assess the nature and importance of the find. Based on the scientific value or uniqueness of the find, the qualified paleontologist may record the find and allow work to continue, or recommend salvage and recovery of the fossil. The qualified paleontologist may also propose modifications to the stop-work radius based on the nature of the find, site geology, and the activities occurring on the site. If treatment and salvage is required, recommendations shall be consistent with Society of Vertebrate Paleontology's 2010 Standard Procedures for the Assessment and Mitigation of Adverse Impacts to Paleontological Resources, and currently accepted scientific practice, and shall be subject to review and approval by the Environmental Review Officer. If required, treatment for fossil remains may include preparation and recovery of fossil materials so that they can be housed in an appropriate museum or university collection [e.g.,	Project sponsor to retain appropriately qualified paleontologist to conduct training for construction personnel and to review procedures for Stop Work notices for inadvertent discoveries. Project sponsor and construction contractor(s) to report any fossils encountered.	Prior to and during any excavation, site preparation or soil disturbance for each construction phase. ERO to approve training materials and ensure notification procedures are up to date.	The project sponsor's paleontological consultant shall notify the ERO immediately if work should stop, as indicated, and consult with the qualified paleontologist to develop recommendations for monitoring, treatment, and salvage, as needed.	Considered complete upon completion of ground-disturbing activities, if no paleontological resources are encountered, or upon completion of recovery or report preparation as directed by the ERO.

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the University of California Museum of Paleontology], and may also include preparation of a report for publication describing the finds. The Planning Department shall ensure that information on the nature, location, and depth of all finds is readily available to the scientific community through university curation or other appropriate means.				
IMPROVEMENT MEASURES FOR THE 3333 CALIFORNIA STREET MIXED USE PROJECT (*Improvement measures are not required under CEQA. The EIR identifies Improvement Measures to avoid or reduce the less-than-significant impacts of the proposed project or project variant. The decision-makers may adopt these Improvement Measures as conditions of approval.*)				
Transportation and Circulation Improvement Measures				
Improvement Measure I-TR-1: Project Construction Updates To minimize construction impacts on access for nearby residences, institutions, and businesses, the project sponsor should provide nearby residences and adjacent businesses with regularly updated information regarding construction, including construction activities, peak construction vehicle activities (e.g., concrete pours), travel or parking lane closures, and sidewalk closures via a newsletter and/or website.	Project sponsor and project construction contractor(s).	Implement measure throughout all phases of construction.	Project sponsor and project construction contractor(s) to provide documentation regarding compliance with Improvement Measure I-TR-1 to Planning Department.	Considered complete at the completion of project construction.
Improvement Measure I-TR-3: Driveway Queue Abatement It will be the responsibility of the owner/operator of the proposed parking garage to ensure that recurring vehicle queues do not occur on the public right-of-way. A vehicle queue is defined as one or more vehicles (destined to the parking facility) blocking any portion of any public street, alley or sidewalk for a consecutive period of three minutes or longer on a daily or weekly basis. If a recurring queue occurs, the owner/operator of the parking facility will employ abatement methods as needed to abate the queue. Appropriate abatement methods will vary depending on the characteristics and causes of the recurring queue, as well as the characteristics of the parking facility, the street(s) to which the facility connects, and the associated land uses. Suggested abatement methods include but are not limited to the following: redesign of facility to improve vehicle circulation and/or on-site queue capacity; ingress/egress restrictions, such as limiting access to right-in/right-out; employment of parking attendants; installation of "LOT FULL" signs with active management by parking attendants; use of valet parking or other space-efficient parking techniques; use of parking occupancy sensors and signage directing	Project sponsor/ building management representative and Planning Department.	Ongoing during building occupancy.	Project sponsor/building management representative to ensure that recurring vehicle queues do not occur adjacent to the project site. Planning Department shall notify the project sponsor/ building management representative in writing if recurring queues are suspected. Project sponsor/building management representative to hire a qualified transportation consultant to evaluate the conditions at the site for no less than 7 days. If the Planning Department determines that a recurring queue does exist, the	Ongoing during building occupancy.

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drivers to available spaces; transportation demand management strategies such as customer/employee shuttles, delivery services; and/or parking demand management strategies such as parking time limits, paid parking, time-of-day parking surcharge, or validated parking. If the Planning Director, or his or her designee, suspects that a recurring queue is present, the department will notify the property owner in writing. Upon request, the owner/operator will hire a qualified transportation consultant to evaluate the conditions at the site for no less than seven days. The consultant will prepare a monitoring report to be submitted to the department for review. If the department determines that a recurring queue does exist, the facility owner/operator will have 90 days from the date of the written determination to abate the queue.			project sponsor/building management representative shall have 90 days from the date of the written determination to abate the queue.	
Improvement Measure I-TR-9a: Schedule and Coordinate Deliveries Per Planning Code section 169.5, the project will maintain a transportation demand management (TDM) coordinator.[3] The project's TDM coordinator will work with delivery providers and building tenants to schedule and coordinate loading activities to ensure that any freight loading/service vehicles can be accommodated either in the proposed on-street or on-site/off-street loading spaces. Loading and moving activities will be minimized during peak periods and spread across the day, thereby reducing activity during the peak hour for loading. The TDM coordinator will work with tenants to find opportunities to consolidate deliveries and reduce the need for peak period deliveries whenever possible. Deliveries will be scheduled to minimize loading activities during peak periods and reduce potential for conflicts with traffic, transit, bicyclists, and pedestrians on the surrounding street network. Freight loading/service vehicles will be monitored and actively discouraged from parking illegally or obstructing traffic, transit, bicycle, or pedestrian flow along the project frontages.	Project sponsor/ building management representative/ TDM coordinator.	Prior to issuance of certificates of occupancy for new buildings. Implementation of this measure is ongoing, after building occupancy.	The project sponsor shall provide documentation to the Planning Department regarding procedures to implement this improvement measure.	Ongoing during building occupancy.
Improvement Measure I-TR-9b: Monitor Loading Activity and Implement Loading Management Strategies as Needed After completion of the proposed project or project variant, the project sponsor will conduct a utilization study of commercial and passenger loading spaces. If	Project sponsor/ building management representative to	After one year of operation of the proposed project or project variant, conduct	The project sponsor shall provide documentation to the Planning Department regarding procedures	Considered complete upon review and

[3] The project sponsor of a development project subject to the requirements of planning code section 169 must designate a TDM coordinator. The TDM coordinator may be an employee for the development project (e.g., property manager) or the project sponsor may contract with a third-party provider(s) (e.g., transportation brokerage services as required for certain projects pursuant to planning code section 163). The TDM coordinator shall be delegated authority to coordinate and implement the TDM Plan.

FINAL MITIGATION MONITORING AND REPORTING PROGRAM FOR 3333 California Street Mixed-Use Project (Includes Text for Adopted Mitigation Measures and Improvement Measures)				
MEASURES ADOPTED AS CONDITIONS OF APPROVAL	**Responsibility for Implementation**	**Mitigation Schedule**	**Monitoring/Reporting Responsibility**	**Monitoring Actions** **Schedule and Verification of Compliance**
the result of the study indicates that fewer than 15 percent of the loading spaces (e.g., 1 space) are available during the peak loading period, the project sponsor will implement loading management strategies and/or provide additional or expanded loading supply to meet the loading demand. Additional loading strategies could include (but are not limited to): • Expanding efforts to coordinate with parcel delivery companies to schedule deliveries during off-peak hours • Installing delivery supportive amenities such as lock boxes and unassisted delivery systems to allow delivery personnel access and enable off-peak hour deliveries • Coordinating delivery services across buildings to enable the delivery of several buildings' packages to a single location • Requiring deliveries to the retail and restaurant components of the proposed project or project variant to occur during early morning or late evening hours • Reserving on-street parking spaces for smaller delivery vehicles through the SFMTA Temporary Signage Program	conduct a loading utilization study with an approach reviewed and approved by Planning transportation staff.	loading utilization study.	to implement this improvement measure.	approval of the loading utilization study by the planning department. If Planning determines one or more loading strategies is/are recommended, considered complete upon implementation of loading management strategies.