



# SAN FRANCISCO PLANNING DEPARTMENT

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

Reception:  
**415.558.6378**

Fax:  
**415.558.6409**

Planning  
Information:  
**415.558.6377**

*Subject to: (Select only if applicable)*

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

## Planning Commission Motion 18561

HEARING DATE: MARCH 22, 2012

*Date:* January 5, 2012  
*Case No.:* **2007.0030ECKMRZ**  
*Project Address:* **8 Washington Street**  
*Zoning:* RC-4 (Residential-Commercial, High Density) District  
 84-E Height and Bulk District  
*Block/Lot:* 0168/058; 0171/069; 0201/012-013 (including Seawall Lot 351)  
*Project Sponsor:* Simon Snellgrove  
 San Francisco Waterfront Partners II, LLC  
 Pier 3, The Embarcadero  
 San Francisco, CA 94111  
*Staff Contact:* Kevin Guy – (415) 558-6163  
 kevin.guy@sfgov.org

**ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT, INCLUDING FINDINGS REJECTING ALTERNATIVES AS INFEASIBLE, ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS, AND ADOPTING A MITIGATION, MONITORING, AND REPORTING PROGRAM, RELATING TO A PROPOSAL TO DEMOLISH AN EXISTING SURFACE PARKING LOT AND HEALTH CLUB, AND TO CONSTRUCT A NEW HEALTH CLUB, RESIDENTIAL BUILDINGS RANGING FROM FOUR TO TWELVE STORIES IN HEIGHT CONTAINING 134 DWELLING UNITS, GROUND-FLOOR RETAIL USES TOTALING APPROXIMATELY 20,000 SQUARE FEET, AND 382 OFF-STREET PARKING SPACES, WITHIN THE RC-4 (RESIDENTIAL-COMMERCIAL, HIGH DENSITY) DISTRICT AND THE 84-E HEIGHT AND BULK DISTRICT**

### PREAMBLE

On April 25, 2011, Neil Sekhri, acting on behalf of San Francisco Waterfront Partners II, LLC ("Project Sponsor") filed an application with the Planning Department ("Department") for Conditional Use Authorization to allow development exceeding 50 feet in height within an RC District, to allow an accessory off-street parking garage, to allow commercial uses above the ground floor, and to allow non-residential uses exceeding 6,000 square feet, and to approved a Planned Unit Development, pursuant to Planning Code Sections ("Sections") 209.7(d), 209.8(c), 209.8(f), 253, 303, and 304, to allow a project that would demolish an existing surface parking lot and health club and construct a new health club,

residential buildings ranging from four to twelve stories in height containing 145 dwelling units, ground-floor retail uses totaling approximately 20,000 square feet, and 400 off-street parking spaces, located at 8 Washington Street, Lot 058 within Assessor's Block 0168, Lot 069 within Assessor's Block 0171, Lot 012 of Assessor's Block 0201, and Seawall Lot 351, which includes Lot 013 of Assessor's Block 0201 ("Project Site), within the RC-4 (Residential-Commercial, High Density) District and the 84-E Height and Bulk District. The project requests specific modifications of Planning Code requirements regarding bulk limitations, rear yard, off-street loading, and off-street parking quantities through the Planned Unit Development process specified in Section 304 (collectively, "Project"). On February 17, 2012, the Project Sponsor amended the Project application to reduce the number of dwelling units from 145 to 134, and to reduce the number of residential parking spaces from 145 to 134.

On January 3, 2007, the Project Sponsor submitted an Environmental Evaluation Application with the Department, Case No. 2007.0030E. The Department issued a Notice of Preparation of Environmental Review on December 8, 2007, to owners of properties within 300 feet, adjacent tenants, and other potentially interested parties.

On June 15, 2011, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until August 15, 2011. On July 21, 2011, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On December 22, 2011, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project.

On March 22, 2012, the Commission reviewed and considered the Final EIR and found that 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 (California Public Resources Code Sections 21000 et seq.) ("CEQA"), 14 California Code of Regulations Sections 15000 et seq. ("the CEQA Guidelines"), and Chapter 31 of the San Francisco Administrative Code ("Chapter 31").

The Commission found the Final EIR was adequate, accurate and objective, reflected the independent analysis and judgment of the Department and the Commission, and that the summary of comments and responses contained no significant revisions to the draft EIR, and approved the Final EIR for the Project in compliance with CEQA, the CEQA Guidelines and Chapter 31.

The Planning Department, Linda Avery, is the custodian of records, located in the File for Case No. 2007.0030E, at 1650 Mission Street, Fourth Floor, San Francisco, California.

Department staff prepared a Mitigation Monitoring and Reporting program ("MMRP"), which material was made available to the public and this Commission for this Commission's review, consideration and action.

On March 13, 2007, the Project Sponsor submitted a request for review of a development exceeding 40 feet in height, pursuant to Section 295, analyzing the potential shadow impacts of the Project to properties under the jurisdiction of the Recreation and Parks Department (Case No. 2007.0030K).

Department staff prepared a shadow fan depicting the potential shadow cast by the development and concluded that the Project could have a potential impact to properties subject to Section 295. A technical memorandum, prepared by Turnstone Consulting, dated December 13, 2011, concluded that the Project would cast approximately 4,425 square-foot-hours of new shadow on Sue Bierman Park., equal to approximately 0.00067% of the theoretically available annual sunlight ("TAAS") on Sue Bierman Park.

Pursuant to Section 295, the Planning Commission and the Recreation and Park Commission, on February 7, 1989, adopted standards for allowing additional shadows on the greater downtown parks (Resolution No. 11595). At the time the standards were adopted, Sue Bierman Park did not exist in its present form and configuration. Therefore, no standards have been adopted establishing an absolute cumulative limit for Sue Bierman Park, in its present configuration. The Planning Commission and the Recreation and Park Commission held a duly advertised joint public hearing on March 22, 2012 and adopted Resolution No. 185623 establishing an absolute cumulative shadow limit equal to 0.00067 percent of the TAAS for Sue Bierman Park.

On March 22, 2012, the Recreation and Park Commission conducted a duly noticed public hearing at a regularly scheduled meeting and recommended that the Planning Commission find that the shadows cast by the Project on Sue Bierman Park will not be adverse. On March 22, 2012, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. 18563 determining that the shadows cast by the Project on Sue Bierman Park will not be adverse, and allocating the absolute cumulative shadow limit of 0.00067 percent to the Project.

On August 9, 2011, the Project Sponsor submitted a request to amend Height Map HT01 of the Zoning Maps of the San Francisco Planning Code to reclassify two portions of the southwestern area of the development site from the 84-E Height and Bulk District to the 92-E Height and Bulk District in one portion, and the 136-E Height and Bulk District in another portion (Case No. 2007.0030Z). On March 22, 2012, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. 18566 , recommending that the Board of Supervisors approve the requested Height Reclassification.

On August 9, 2011, the Project Sponsor submitted a request to amend "Map 2 - Height and Bulk Plan" within the Northeastern Waterfront Area Plan of the General Plan, to reclassify two portions of the southwestern portion of the development site from the existing 84-foot height limit to a height of 92 feet in one portion, and 136 feet in another portion. On December 8, 2011, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. 18501, initiating the requested General Plan Amendment. On March 22, 2012, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Resolution No. 18564, recommending that the Board of Supervisors approve the requested General Plan Amendment.

On December 1, 2011, the Project Sponsor submitted a request for a General Plan Referral, Case No. 2007.0030R, regarding the exchange of Public Trust Land, changes in use of various portions of the property (including the publicly-owned Seawall Lot 351), and subdivision associated with the Project. On March 22, 2012, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting and adopted Motion No. 18565 determining that the these actions are consistent with the objectives and policies of the General Plan and the Priority Policies of Section 101.1.

On March 22, 2012, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Conditional Use Application No. 2007.0030E.

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

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

**MOVED**, that the Commission hereby adopts findings under the California Environmental Quality Act, including rejecting alternatives as infeasible, adopting a Statement of Overriding Considerations, and the adopting Mitigation, Monitoring, and Reporting Program attached as Exhibits A, based on the following findings:

## FINDINGS

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

In determining to approve the 8 Washington Street project described in Section I below (referred to herein as the "Project"), the San Francisco Planning Commission ("Agency" or "Planning Commission") makes and adopts the following findings of fact and decisions regarding mitigation measures and alternatives, and adopts the statement of overriding considerations, based on substantial evidence in the whole record of this proceeding and under the California Environmental Quality Act ("CEQA"), California Public Resources Code Sections 21000 et seq., particularly Sections 21081 and 21081.5, the Guidelines for Implementation of CEQA ("CEQA Guidelines"), 14 California Code of Regulations Sections 15000 et seq., particularly Sections 15091 through 15093, and Chapter 31 of the San Francisco Administrative Code.

This document is organized as follows:

Section I provides a description of the Project proposed for adoption, 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;

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

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

Section V identifies improvement measures that would further reduce impacts identified as less than significant and describes the disposition of the improvement measures;

Section VI discusses mitigation measures and project modifications proposed by commenters and, for mitigation measures or project modifications proposed by commenters that are not being adopted, describes the reasoning why the Agency is rejecting these mitigation measures and project modifications;

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

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

The Mitigation Monitoring and Reporting Program ("MMRP") for the mitigation measures that have been proposed for adoption is attached with these findings as **Exhibit A**. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. **Exhibit A** provides a table setting forth each mitigation measure listed in the Final Environmental Impact Report for the Project ("Final EIR" or "FEIR") that is required to reduce or avoid a significant adverse impact. **Exhibit A** 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 **Exhibit A**.

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

## **I. APPROVAL OF THE PROJECT**

The Project is the same as the Large Fitness Center Project Variant ("Project Variant") that was analyzed in the Final EIR, Chapter VII, C&R IV.37-44, except that the Project Variant would provide 160 residential units whereas the Project would provide 134 residential units, 26 fewer units than under the Project Variant. Furthermore, the Project Variant would provide 420 parking spaces (160 residential and 260 public parking spaces), whereas the Project would provide 382 parking spaces (127 residential and 255 public parking spaces), 38 parking spaces fewer than under the Project Variant. Under the Project

Variant, the café to be constructed at the corner of The Embarcadero and Jackson Street would be approximately 1,915 square feet, whereas it would be approximately 1,800 square feet under the Project. A more detailed summary of the Project Variant and its environmental analysis is contained in Sections I.C and I.D.

#### A. Project Description

The Project involves the development of two mixed-use buildings containing 134 residential units, ground floor restaurants and retail of about 20,000 gross square feet, a new indoor and outdoor health club and aquatics facility, new public parks and open space and an underground parking garage. The proposed buildings would be built to Leadership in Energy and Environmental Design (LEED) Gold standards. One of the two residential buildings would be built along The Embarcadero (four to six stories, 48-70 feet tall) and the other would be built along Drumm Street (7-12 stories, 81-136 feet tall). The residential buildings would be connected at the ground floor by a one-story central space along Washington Street, marking the main residential entrance to the buildings. A private central courtyard, accessible to residents and visible to the public, would be located in the ground-floor area between the two buildings. Setbacks would be incorporated into the building along The Embarcadero at the fifth and sixth levels, and into the building along Drumm Street at the eighth, ninth, and twelfth levels. The residential buildings would use a base isolation structural system for the building foundation.

The ground floor of the proposed residential buildings would contain a lobby and common areas, private residential amenities, retail spaces, and restaurants. The retail spaces would range in size from approximately 835 gross square feet to approximately 6,670 gross square feet. A proposed restaurant would occupy the southern portion of the east building at the ground floor and would front on The Embarcadero and Washington Street. The entrance to the restaurant would be at the chamfered southeast corner of the ground floor. Outdoor seating areas would be provided within covered patios along The Embarcadero and Washington Street. A small café/retail space is proposed for the southwest corner of the site, at Drumm Street and Washington Street.

A new public open space totaling approximately 10,450 square feet would be developed to the north of the residential buildings along the Jackson Street alignment ("Jackson Commons"). Jackson Commons would provide pedestrian views and access to the waterfront and would connect Jackson Street to The Embarcadero. Landscape and a meandering pedestrian path would lead to a more hardscaped area with

public seating at The Embarcadero. In addition, the current Drumm Street Garden Walk would be widened and improved to create a better pedestrian experience and connection to the waterfront.

The approximately 16,350 square foot new indoor fitness and health club would be located in a new one and two story building north of Jackson Street along The Embarcadero. The building form would be defined by a sloping green roof that is predominantly 17 feet in height at the southern end of the health club, and rise to a peak of 35 feet at the northern end to conceal an elevator shaft. This elevator would provide access to the second floor of the health club and to approximately 4,000 square feet of outdoor terrace space located on the roof of the new restaurant building to the north. Approximately 21,500 square feet of outdoor recreation space including at least one large lap and recreation pool would be constructed. The swimming pools would be constructed at ground level, and no tennis courts would be constructed on the site. The balance of the outdoor space would be programmed with ample lounging area, a Jacuzzi, a barbeque area and bocce ball court. An approximately 1,800 square foot café at The Embarcadero and Jackson Street would also be within the health club building and would be open to the public with outdoor seating within the Jackson Commons.

An approximately 4,000 square foot, one-story, 18-foot-tall restaurant building would be constructed immediately to the north of the proposed health club building and swim deck area. The restaurant building would front on a new, approximately 11,255 square foot, publicly accessible open space ("Pacific Park") at the northern end of the project site, which would contain an approximately 4,500 square foot children's interpretive sculptural garden. The restaurant would include an approximately 4,000 square rooftop deck, as noted above with public access via an elevator. The building would be a semi-transparent pavilion with an enclosable outdoor patio that is designed for year round use to activate the proposed publicly accessible open space.

Parking for residents and the public would be provided on three levels below the proposed residential buildings. The proposed parking would include up to 382 spaces, including 127 spaces for residents and 255 public spaces to serve the Ferry Building and Waterfront area businesses, onsite retail, restaurant, and health club uses. Pedestrian access to the public parking garage would be through an elevator entrance along Washington Street entered to the east of the residential lobby and an elevator entrance along Jackson Commons. Elevators would connect the private residential underground parking to the ground and upper floors of the proposed buildings. Vehicle access to the parking garage would be through a two-way ramp directly off of Washington Street west of the lobby entrance.

## **B. Project Objectives**

San Francisco Waterfront Partners II, LLC (the "Project Applicant") seeks to achieve the following objectives by undertaking the Project:

- To develop a high-quality, sustainable, and economically feasible high-density, primarily residential, project within the existing density designation for the site, in order to help meet projected City housing needs and satisfy the City's inclusionary affordable housing requirements.
- To create new pedestrian, public access and circulation improvements and street-level retail and/or restaurant uses that will reconnect the City with the waterfront and enhance and beautify the Ferry Building waterfront area and the Golden Gateway area.
- To develop a project that achieves high-quality urban design and LEED Gold or equivalent sustainability standards and that enhances the existing urban design character of the area.
- To increase the supply of public underground parking to support the continued economic viability of the Ferry Building Farmer's Market and the retail and restaurant uses at the Ferry Building, Pier 1 and Piers 1-1/2 – 5.
- To complete the project on schedule and within budget.
- To construct a high-quality project that includes a sufficient number of residential units to produce a reasonable return on investment for the project sponsor and its investors and is able to attract investment capital and construction financing, while generating sufficient revenue to finance the recreation, parking, and open space amenities proposed as part of the project.
- To develop a project with minimal environmental disruption.
- To construct recreation and open space that serves Golden Gateway residents, San Franciscans, and waterfront visitors alike.

The Port of San Francisco's (the "Port's") objectives for the development of Seawall Lot 351 are as follows:

Design Objectives

- The design of new development should respect the character of the Ferry Building, The Embarcadero Roadway, the mid-Embarcadero open space improvements (Harry Bridges Plaza and Sue Bierman Park), and the Golden Gateway project.



- Construct new development which complements the rich architectural character of the Embarcadero National Register Historic District and is complementary to the architectural features of the pier bulkhead buildings.
- Reinforce the large scale (grand boulevard) of The Embarcadero by using bold forms, deeply recessed building openings, and strong detailing on building façades facing The Embarcadero.
- Consider emphasis on the corner of Washington and The Embarcadero in a manner that strengthens or enhances the Mid-Embarcadero open spaces and pedestrian experience.
- To define the north edge of adjacent open space, new development should acknowledge the massing and street enclosure relationship with the bulkhead buildings across The Embarcadero (e.g., bold forms of similar height, constructed to The Embarcadero edge).
- Maintain and enhance the view corridors along The Embarcadero and down Washington Street. Recognize the visual connection from the Ferry Building and Pier 1 to Coit Tower in a manner that preserves the iconic vista and acknowledges the landmark status of these sites.
- Propose a building height and massing that fits within the neighborhood context formed by the William Heath Davis Building of the Golden Gateway Center, the Golden Gateway Commons condominiums and the heights of the historic Pier 1 through Pier 5 bulkhead buildings.
- Preserve open views and pedestrian access through landscaped improvements or waterfront-serving activity that does not require a permanent structure (e.g., outdoor café, flower market, bike shop) along the sewer easement in the SWL 351 portion of the Jackson Street right-of-way.
- Proposed design should consider the appearance of all rooftop equipment as seen from the street and the elevation of neighboring buildings and hills. Consider active roofs, with careful placement of elevator towers that provide access to the roof.
- Primary uses and pedestrian entrances should face The Embarcadero, and incorporate lighting and other amenities to create enlivened street activity.
- Avoid blank ground floor walls along The Embarcadero and Washington Street by providing views into the ground floor of buildings.
- Avoid service and parking access from The Embarcadero.
- Design and locate parking facilities to minimize their aesthetic presence and impact on the surrounding area.

- Utilize best efforts to meet or exceed the City's Green Building Standards and best sustainability practices.
- Comply with Regional Water Quality Control Board performance criteria and the Port's Storm Water Management Plan for the reduction of stormwater pollution impacts associated with newly constructed facilities.

#### Development Program Objectives

- Promote public enjoyment of and access to the waterfront by providing a destination that welcomes diverse users, including workers, San Francisco residents, and visitors to the waterfront and the adjacent public open spaces including Sue Bierman Park and Justin Herman Plaza.
- Encourage pedestrian flow from the Ferry Building, Pier 1, and Sue Bierman Park to the site and to the greater waterfront through project design, onsite public open spaces, location of parking, and appropriate uses.
- Activate and revitalize the waterfront edge during the evenings and weekends to complement the weekday office uses in the adjacent downtown buildings.
- Create an enlivened pedestrian experience along The Embarcadero and Washington Street by considering multiple uses and storefronts on the ground floor and well located public open space on the site.
- Reconnect the downtown and landside neighborhoods with the waterfront and make the area inviting to workers and local residents as well as visitors.
- Provide a development program which includes no fewer than 90 parking spaces for visitors to the Ferry Building waterfront area. Operate parking in a manner to optimize utilization and minimize impact on traffic and the neighborhood.
- Realize Port revenue to support the Port's public trust responsibilities, which include maintaining maritime industries, creating public-oriented activities and open space waterfront improvements, preserving historic maritime resources, and maintaining Port facilities.

#### **C. Environmental Review**

The San Francisco Planning Department ("Planning Department"), as lead agency for the Project, initiated environmental review of the Project after the Project Applicant filed an environmental

evaluation (“EE”) application on January 3, 2007. In accordance with Sections 15063 and 15082 of the CEQA Guidelines, the Planning Department published a Notice of Preparation of an EIR/Initial Study (the “NOP/Initial Study”) for the initial project proposal on December 8, 2007 to focus the scope of the EIR on potentially significant effects of the initial project proposal. Publication of the NOP/Initial Study initiated a 30-day public comment period, and comment letters were submitted to the Planning Department during this period.

On August 15, 2008, the Port issued a Request for Proposals (RFP) for the development of Seawall Lot 351. The RFP was re-issued on November 10, 2008. Two parties submitted timely proposals: San Francisco Waterfront Partners II and a development group led by Dhaval Panchal (which later withdrew its proposal). On February 24, 2009, the Port Commission authorized Port staff to enter into an exclusive negotiating agreement with San Francisco Waterfront Partners II, finding that the proposal submitted by San Francisco Waterfront Partners II meets the requirements of the RFP and meets the Port’s objectives for Seawall Lot 351.

In February 2009, Supervisor David Chiu urged the Port of San Francisco to engage the San Francisco Planning Department to lead a planning analysis of the Port’s surface parking lots north of Market Street. The Port Commission funded a focused study managed by the Planning Department to foster community consensus on the future of Port Seawall Lot 351 and at other seawall lot properties on the northern waterfront. Public participation and comment was sought in a series of five public workshops. This work began in May 2009 and was completed in May 2010. The Planning Department published the results of its study in June 2010 in a document entitled *Northeast Embarcadero Study: An Urban Design Analysis for the Northeast Embarcadero Area*. On July 8, 2010, the San Francisco Planning Commission adopted a resolution that it “recognizes the design principles and recommendations of the Study” and “urges the Port of San Francisco to consider the recommendations of the Northeast Embarcadero Study when considering proposals for new development in the study area.” The Planning Commission resolution did not adopt the Northeast Embarcadero Study as a planning document. The resolution states that the Planning Commission did not commit to approve any project to be considered within the Northeast Embarcadero Study area in the future, and that no such project could be considered until after completion of environmental review under the California Environmental Quality Act (CEQA).

On July 27, 2010, SFWP submitted an EE application for a revised project proposal. The San Francisco Planning Department then prepared the Draft EIR, which describes the proposed project and the environmental setting, identifies potential impacts, presents mitigation measures for impacts found to be significant or potentially significant, and evaluates project alternatives. In assessing construction and operational impacts of the project, the Draft EIR considers the impact of the Pproject and the cumulative impacts associated with the proposed project in combination with other past, present, and future actions

with potential for impacts on the same resources. Each environmental issue presented in the Draft EIR is analyzed with respect to significance criteria that are based on the San Francisco Planning Environmental Review ("ER") guidance regarding the environmental effects to be considered significant. ER guidance is, in turn, based on CEQA Guidelines Appendix G, with some modifications.

The Department published the Draft EIR on June 15, 2011, which was circulated to local and state agencies and to interested organizations and individuals for review and comment for over a 60-day public review period, which ended on August 15, 2011. The San Francisco Planning Commission held a public hearing to solicit testimony on the Draft EIR on July 21, 2011. A court reporter was present at the public hearing, transcribed the oral comments verbatim, and prepared written transcripts. The Planning Department also received written comments on the Draft EIR, which were sent through mail, fax, or email.

The San Francisco Planning Department then prepared the C&R. This document, which provides written response to each comment received on the Draft EIR, was published on December 22, 2011 and included copies of all of the comments received on the Draft EIR and individual responses to those comments. The C&R provided additional, updated information and clarification on issues raised by commenters, as well as Planning Department Draft EIR text changes. The Draft EIR, the C&R and all errata sheets, and all of the supporting information constitute the Final EIR.

The Final EIR includes updates and refinements to the Draft EIR project description, including the Project Variant, which is a design variation that modifies limited features of the proposed project described in the Draft EIR. As discussed in the Final EIR, the Project Variant would be comprised of the same uses as the proposed project described in the Draft EIR. The two residential buildings south of Jackson Commons would be similar to the Draft EIR's proposed project in their lobby, restaurant and retail spaces, and access. However, the Project Variant would have 160 residential units instead of the 165 residential units proposed for the project as described in the DEIR, and the Project Variant may also include a base isolation structural system as part of the foundation for the residential buildings. The proposed parking garage and its entrance on Washington Street would remain the same.

The proposed Jackson Commons would remain in the same location under the Project Variant. The proposed health club building north of Jackson Commons would be larger in size under the Project Variant (16,350 gross square feet as compared to 12,800 gross square feet), but similar in height to the Draft EIR's proposed project. Under the Project Variant, the café located in the health club building would be similar in size (1,915 gross square feet compared to 1,850 gross square feet) as under the Draft EIR's proposed project. Under the Project Variant, the recreational swimming and lap pools would be at ground level, and no tennis courts would be constructed on the project site. In addition to the landscaping proposed for Pacific Park, the Project Variant would include a children's interpretative

sculpture garden with an interactive water feature. The amount of off-street parking would remain 420 off street spaces under the Project Variant, with 160 spaces allocated to the 160 residential units and 260 spaces of public parking. Total restaurant/retail space would be reduced from 29,100 gross square feet to 19,800 gross square feet under the Project Variant as compared to the project described in the DEIR.

The Planning Commission reviewed and considered the Final EIR. In certifying the Final EIR, the Planning Commission determined that the Final EIR does not add significant new information to the Draft EIR that would require recirculation of the EIR under CEQA because the Final EIR contains no information revealing (1) any new significant environmental impact that would result from the Project or from a new mitigation measure proposed to be implemented, (2) any substantial increase in the severity of a previously identified environmental impact, (3) any feasible project alternative or mitigation measure considerably different from others previously analyzed that would clearly lessen the environmental impacts of the Project, but that was rejected by the Project's proponents, or (4) that the Draft EIR was so fundamentally and basically inadequate and conclusory in nature that meaningful public review and comment were precluded.

#### **D. Environmental Analysis of the Project Variant**

As discussed above, the Final EIR includes a description and analysis of the environmental impacts of the Project Variant, which is incorporated herein by reference. The Final EIR concludes that the impacts and mitigation measures would be substantially the same for the Project Variant as that are for the Draft EIR's proposed project. (C&R IV.38-44). More specifically, the Final EIR concludes that the environmental effects of the Project Variant relating to population and housing, utilities and service systems, public services, geology and soils, hazards and hazardous resources, mineral and energy resources, agricultural and forest resources, land use, aesthetics, historic architectural resources, noise, effects on pedestrian-level winds, sea level rise, hydrology, and biological resources would be substantially the same as those described under the DEIR's proposed project. (C&R IV.38) All mitigation measures described for these topics under the DEIR's proposed project would be applicable for the Project Variant. (C&R IV.38).

The analysis and conclusions presented in the "Tidelands Trust and State Lands Commission" subsection of the Plans and Policies subchapter would be the same for the Project Variant even though the configuration of the public trust exchange would be slightly different than under the Draft EIR's proposed project. (C&R IV.38). While the base isolation structural system of the Project Variant would require excavating foundation for the residential buildings 3 to 5 feet deeper than for the Draft EIR's proposed project, the Project Variant's impacts with respect to archeological resources would remain less than significant with the mitigation measures set forth in Mitigation Measure M-CP-1a: Archaeological Testing, Monitoring and Data Recovery and Reporting, Mitigation Measure M-CP-1b: Interpretation, and Mitigation Measure M-CP-6: Accidental Discovery. (C&R IV.38-39).

Compared to the proposed project, the Project Variant would generate approximately 2 fewer vehicular trips to and from the site during the peak hour, and about 127 fewer daily vehicle trips. This decrease would be considered to be within the daily variation of traffic and would not modify the intersection levels of service results or conclusions presented for the DEIR's proposed project in Section IV.D, Transportation and Circulation. With the base isolation structural system, excavation for foundations

would be slightly deeper, resulting in additional haul truck trips to remove more soil from the project site during construction. The additional 1,100 to 1,230 truck loads (2,200 to 2,460 one-way trips) would not be expected to increase the total number of truck trips per day generated during the excavation phase, but could extend the amount of time needed to complete excavation by an additional two to four weeks. There would be about 100 fewer piles in the foundation; therefore, pile driving would take less time, offsetting the additional time needed for excavation, and reducing the number of truck trips for delivery of construction materials to the project site. The impacts of construction traffic would remain as described for the proposed project in Impact TR-8 and as discussed under subheading "Project Construction/America's Cup Host and Venue Agreement," in C&R Chapter III, Section B, Project Description. Therefore, the analysis, conclusions, and mitigation measures presented in Section IV.D, Transportation and Circulation, would be substantially similar for the Project Variant. (C&R IV.40-41).

With respect to air quality impacts, while there would be an approximately 15 percent increase in the number of truck trips generated during construction for the additional excavation with the Project Variant, no new significant impact would occur. The construction health risk assessment analysis presented for the DEIR's proposed project would not change substantially with the additional construction-related haul truck trips for the Project Variant, because emissions from the haul trucks represent a small fraction of the total on-site diesel particulate emissions during construction. The health risk impacts during construction would be significant and unavoidable, as for the DEIR's proposed project. While the larger fitness center would generate more vehicle trips than the fitness center in the DEIR's proposed project, the increase would be more than offset by a reduction in vehicle trips generated by fewer residential units and less restaurant and retail space. Hence, significant impacts identified for the proposed project would not be reduced to less-than-significant levels with the variant, and conclusions in Section IV.E, Air Quality, remain applicable to the Project Variant. (C&R IV.41).

The Project Variant would not change the features of the DEIR's proposed project that support the Planning Department's determination of consistency with San Francisco's Strategies to Address Greenhouse Gas Emissions. Therefore, the analysis and conclusions presented in Section IV.F, Greenhouse Gases Emissions, for the DEIR's proposed project would be substantially similar for the Project Variant. (C&R IV.42).

The Project Variant would have the substantially the same shadow impacts as the DEIR's Proposed Project, although moving the swimming pools from the roof top of the health club to the ground would result in more shading of the swimming pools. During the spring, summer, and autumn, the ground-level swimming pools associated with the Project Variant would receive about 4 to 6 fewer hours of sunlight each day compared to the rooftop swimming pools associated with the DEIR's proposed project. However, the existing swimming pools are shadowed by existing buildings during the mid- to late afternoon throughout the year. During the winter, the ground-level swimming pools associated with the Project Variant would be similarly shadowed each day compared to DEIR's proposed project. (C&R IV.2, 42).

Although all of the tennis courts that currently exist on the project site would be eliminated under the Project Variant, impacts on recreation would remain less than significant. The recommended supply of tennis courts is 1 court for every 5,000 residents. The current ratio is 1 court for each 3,537 residents (810,000 residents / 215 tennis courts, 168 public and 61 private). With the DEIR's proposed project and its removal of five existing tennis courts at the Golden Gateway Tennis and Swim Club, the ratio would increase to 1 court for every 3,616 residents. With the Project Variant and its four fewer courts than the DEIR's proposed project, the ratio would increase to 1 court for every 3,682 residents. The number of

residents per tennis court would remain lower than the recommended standard of 1 court for every 5,000 residents. The analysis and conclusions presented in Section IV.H, Recreation, would be similar for the Project Variant. (C&R IV.42-44).

As stated above, the Project that is approved by the Planning Commission is the same as the Project Variant, except that the Project Variant would provide 160 residential units whereas the Project would provide 134 residential units, 26 fewer units than under the Project Variant. Furthermore, the Project Variant would provide 420 parking spaces (160 residential and 260 public parking spaces), whereas the Project would provide 382 parking spaces (127 residential and 255 public parking spaces), 38 parking spaces fewer than under the Project Variant. The reduction of 26 residential units, compared to the Project Variant, would result in a corresponding slight reduction in transportation impacts, and would not appreciably change other impact analyses or conclusions in the EIR. The reduction of 38 parking spaces, compared to the Project Variant would not change traffic impacts identified for the Project Variant. The maximum parking demand for the project would be below the 382 parking spaces to be provided on site, and thus would not change the parking impacts analysis and conclusions in the EIR.

#### **E. Approval Actions**

Local and state agencies will rely on the Final EIR for the approval actions listed below and in doing so will adopt CEQA findings, including a statement of overriding considerations and a mitigation monitoring and reporting program.

##### **1. Planning Commission**

- Certification of the Final EIR;
- Recommend approval of a General Plan amendment to allow an increase in height on a portion of the site to 92 feet and to 136 feet and to allow the bulk of the Project;
- Recommend approval of a Zoning Map amendment to allow an increase in height on a portion of the site to 92 feet and to 136 feet and to allow the bulk of the Project;
- Approval of a Planned Unit Development/Conditional Use Permit pursuant to Planning Code Sections 303 (Conditional Use), 304 (PUD), 253 (review of structures over 40 feet in any "R" District), 271(b) (Bulk Limit Exception), 151 and 204.5(c) (off-street parking for residential uses in excess of maximum accessory amounts), 151 (reduction in off-street parking requirements for non-residential uses), 152 (modification of off-street loading requirements), 209.7(d) (provision of a public parking garage for spaces to serve the Ferry Building and Waterfront area), 209.8(c) (commercial use above ground floor for the health club), 209.8(f) (non-residential use exceeding 6,000 gross square feet), 134 (rear yard requirement);
- A determination by the Planning Commission of consistency with the *General Plan* pursuant to Charter Section 4.105 and Administrative Code Section 2A.53;

- Joint adoption by the Planning Commission and the Recreation and Park Commission of a resolution establishing a new absolute cumulative limit for allowable new shadow on Sue Bierman Park to accommodate the new shadow on that park that would result from the Project (no cumulative limit currently exists for Sue Bierman Park); and
- Shadow impact determination by the Planning Commission, after review and comment by the San Francisco Recreation and Park Department and Commission under Section 295 of the Planning Code.

## **2. Recreation and Park Commission**

- Joint adoption by the Planning Commission and the Recreation and Park Commission of a resolution establishing a new absolute cumulative limit for allowable new shadow on Sue Bierman Park to accommodate the new shadow on that park that would result from the Project (no cumulative limit currently exists for Sue Bierman Park); and
- Review and comment under Section 295 of the Planning Code.

## **3. Port Commission**

- Approval of a purchase and sale agreement to convey a portion of Seawall Lot 351 to the Project Applicant for residential development after implementation of the public trust exchange;
- Approval of a lease disposition and development agreement, ground lease, and related transactional documents governing development and operation of improvements by the Project Applicant on portions of Seawall Lot 351 retained by the Port;
- Approval of a Public Trust Exchange Agreement to effect removal of the public trust use limitations from the portion of Seawall Lot 351 proposed for residential use and imposition of public trust use limitations on the portions of the 8 Washington site proposed for open space and restaurant use; and
- Approvals to form a Mello-Roos Community Facilities District (CFD), maintenance CFD, and Infrastructure Financing District (IFD) to finance construction and maintenance of public facilities serving the site.

## **4. Department of Public Works**

- Approval of a Tentative Subdivision Map;
- Approval by the San Francisco Department of Public Works of the proposed removal of street trees and “significant trees”; and



- Approval by the San Francisco Department of Public Works of proposed curb cuts along Drumm and Washington Streets, expanded sidewalks on Washington Street and Drumm Street, and lane reconfiguration on Washington Street to remove the landscaped median.

#### **5. Board of Supervisors**

- Approval of a General Plan amendment to allow an increase in height on a portion of the site to 92 feet and to 136 feet and to allow the bulk of the Project;
- Approval of a Zoning Map amendment to allow an increase in height on a portion of the site to 92 feet and to 136 feet and to allow the bulk of the Project;
- Approval of a purchase and sale agreement to convey a portion of Seawall Lot 351 to the Project Applicant for residential development after implementation of the public trust exchange;
- Approval of a ground lease governing development and operation of improvements by the Project Applicant on certain portions of Seawall Lot 351 retained by the Port;
- Approval of a Public Trust Exchange Agreement to effect removal of the public trust use limitations from the portion of Seawall Lot 351 proposed for residential use and imposition of public trust use limitations on the portions of the 8 Washington site proposed for open space and restaurant use; and
- Approvals to form a Mello-Roos Community Facilities District (CFD), maintenance CFD, and Infrastructure Financing District (IFD) to finance construction and maintenance of public facilities serving the site.

#### **6. State Lands Commission**

- Approval of a Public Trust Exchange Agreement to effect removal of the public trust use limitations from the portion of Seawall Lot 351 proposed for residential use and imposition of public trust use limitations on the portions of the 8 Washington site proposed for open space and restaurant use.

#### **7. San Francisco Public Utilities Commission / Port**

- Approval from the SFPUC for discharging into the combined sewer system as a result of dewatering the site.
- Approval of a Stormwater Control Plan by the Port in compliance with San Francisco Stormwater Design Guidelines.

#### **8. San Francisco Department of Health**

- Approval of a site mitigation plan by the San Francisco Department of Health under San Francisco's Maher Ordinance (Article 22A of the San Francisco Health Code); and
- Approval of a dust control plan by the San Francisco Department of Health under Article 22B of the San Francisco Health Code.

#### **E. Contents and Location of Record**

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

- The Notice of Preparation/Initial Study and all other public notices relating to the Project.
- The Final EIR and all documents referenced in or relied upon by the EIR. (The references in these findings to the EIR or FEIR include both the Draft EIR and the C&R documents.)
- All information including written evidence and testimony provided by City staff to the Planning Commission relating to the EIR, the Project, and the alternatives set forth in the EIR.
- All information provided by the public, including the proceedings of the public hearings on the adequacy of the Draft EIR and the transcripts of the July 21, 2011 public hearing and written correspondence received by Planning Department staff during the public comment period of the Draft EIR, and the public meeting on March 22, 2012, at which the Planning Commission certified completion of the Final EIR.
- All other documents comprising the record pursuant to Public Resources Code Section 21167.6(e).

The Agency has relied on all of the documents listed above in reaching its decision on the Project.

The public hearing transcript, a copy of all letters regarding the Draft EIR received during the public review period, the administrative record, and background documentation for the Final EIR, as well as additional materials concerning approval of the Project and adoption of these findings are contained in Planning Commission files, located at 1650 Mission Street, Suite 400, San Francisco, CA 94103. Linda Avery, Planning Commission Secretary, is the custodian of records for the Planning Commission. All files have been available to the Agency and the public for review in considering these findings and whether to approve the Project.

#### **F. Requirement for Findings of Fact**

CEQA requires public agencies to consider the potential effects of their discretionary activities on the environment and, when feasible, to adopt and implement mitigation measures that avoid or substantially lessen the effects of those activities on the environment. Specifically, Public Resources Code section 21002 provides that “public agencies should not approve projects as proposed if there are feasible alternatives or feasible mitigation measures available which would substantially lessen the significant environmental effects of such projects[.]” The same statute states that the procedures required by CEQA “are intended to assist public agencies in systematically identifying both the significant effects of proposed projects and the feasible alternatives or feasible mitigation measures which will avoid or substantially lessen such significant effects.” Section 21002 goes on to state that “in the event [that] specific economic, social, or other conditions make infeasible such project alternatives or such mitigation measures, individual projects may be approved in spite of one or more significant effects thereof.”

The mandate and principles announced in Public Resources Code Section 21002 are implemented, in part, through the requirement that agencies must adopt findings before approving projects for which EIRs are required. (See Pub. Resources Code, § 21081, subd. (a); CEQA Guidelines, § 15091, subd. (a).) For each significant environmental effect identified in an EIR for a proposed project, the approving agency must issue a written finding reaching one or more of three permissible conclusions. The three possible findings are:

- (1) Changes or alterations have been required in, or incorporated into, the project which mitigate or avoid the significant effects on the environment.
- (2) Those changes or alterations are within the responsibility and jurisdiction of another public agency and have been, or can and should be, adopted by that other agency.
- (3) Specific economic, legal, social, technological, other considerations, including considerations for the provision of employment opportunities for highly trained workers, make infeasible the mitigation measures or alternatives identified in the environmental impact report.

(Public Resources Code Section 21081, subd (a); see also CEQA Guidelines Section 15091, subd. (a).)

Public Resources Code section 21061.1 defines “feasible” to mean “capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social and technological factors.” CEQA Guidelines section 15364 adds another factor: “legal” considerations. (See also *Citizens of Goleta Valley v. Board of Supervisors (Goleta II)* (1990) 52 Cal.3d 553, 565.)

The concept of “feasibility” also encompasses the question of whether a particular alternative or mitigation measure promotes the underlying goals and objectives of a project. (*City of Del Mar v. City of*

*San Diego* (1982) 133 Cal.App.3d 410, 417 (*City of Del Mar*.) “[F]easibility’ under CEQA encompasses ‘desirability’ to the extent that desirability is based on a reasonable balancing of the relevant economic, environmental, social, and technological factors.” (*Ibid.*; see also *Sequoyah Hills Homeowners Assn. v. City of Oakland* (1993) 23 Cal.App.4th 704, 715 (*Sequoyah Hills*); see also *California Native Plant Society v. City of Santa Cruz* (2009) 177 Cal.App.4th 957, 1001 [after weighing “‘economic, environmental, social, and technological factors’ ... ‘an agency may conclude that a mitigation measure or alternative is impracticable or undesirable from a policy standpoint and reject it as infeasible on that ground’”].)

With respect to a project for which significant impacts are not avoided or substantially lessened, a public agency, after adopting proper findings, may nevertheless approve the project if the agency first adopts a statement of overriding considerations setting forth the specific reasons why the agency found that the project’s “benefits” rendered “acceptable” its “unavoidable adverse environmental effects.” (CEQA Guidelines, §§ 15093, 15043, subd. (b); see also Pub. Resources Code, § 21081, subd. (b).) The California Supreme Court has stated, “[t]he wisdom of approving . . . any development project, a delicate task which requires a balancing of interests, is necessarily left to the sound discretion of the local officials and their constituents who are responsible for such decisions. The law as we interpret and apply it simply requires that those decisions be informed, and therefore balanced.” (*Goleta II, supra*, 52 Cal.3d at p. 576.)

Because the EIR identified significant effects that may occur as a result of the project, and in accordance with the provisions of the Guidelines presented above, Agency hereby adopts these findings as part of the approval of the Project. These findings reflect the independent judgment of the Agency and constitute its best efforts to set forth the evidentiary and policy bases for its decision to approve the Project in a manner consistent with the requirements of CEQA. These findings, in other words, are not merely informational, but rather constitute a binding set of obligations that come into effect with the Agency’s approval of the Project.

#### **G. Findings About Significant Environmental Impacts and Mitigation Measures**

The following Sections II, III and IV set forth the Agency’s findings about the Final EIR’s determinations regarding significant environmental impacts and the mitigation measures proposed to address them. These findings provide the written analysis and conclusions of the Agency regarding the environmental impacts of the Project and the mitigation measures included as part of the Final EIR and adopted by the Agency as part of the Project. To avoid duplication and redundancy, and because the Agency agrees with, and hereby adopts, the conclusions in the Final EIR, these findings will not repeat the analysis and conclusions in the Final EIR, but instead incorporate them by reference in these findings and rely upon them as substantial evidence supporting these findings.

In making these findings, the Agency has considered the opinions of staff and experts, other agencies and members of the public. The Agency finds that the determination of significance thresholds is a judgment decision within the discretion of the City and County of San Francisco; the significance thresholds used in the Final EIR are supported by substantial evidence in the record, including the expert opinion of the 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 and these findings hereby incorporate by reference the discussion and analysis in the Final EIR supporting the Final EIR’s determination regarding the Project’s impacts and mitigation measures designed to address those impacts. In making these findings, the Agency ratifies, adopts and incorporates in these findings the determinations and conclusions of the Final EIR relating to environmental impacts and mitigation measures, except to the extent any such determinations and conclusions are specifically and expressly modified by these findings.

The Agency adopts and incorporates the mitigation measures set forth in the Final EIR and the attached MMRP as described below to substantially lessen or avoid the potentially significant and significant impacts of the Project. In adopting these mitigation measures, the Agency intends to adopt each of the mitigation measures proposed in the Final EIR for the Project unless otherwise identified as infeasible or outside of the jurisdiction of the Agency. The Agency recognizes that some of these mitigation measures may be partially or wholly within the jurisdiction of other agencies, including but not limited to the San Francisco Municipal Transportation Agency (“SFMTA”), the Department of Building Inspection (“DBI”), the Department of Public Works (“DPW”), and the Department of Public Health (“DPH”). The Agency finds that the following mitigation measures are partially or wholly within the jurisdiction of these other agencies, that these agencies can implement the following mitigation measures, and the Agency urges these agencies to implement the following mitigation measures:

<b>MITIGATION MEASURE</b>	<b>AGENCY</b>
Mitigation Measure M-CP-1a (Archeological Testing, Monitoring and Data Recovery and Reporting)	California State Native American Heritage Commission
Mitigation Measure M-TR-9 (Travel Demand Management)	SFMTA
Mitigation Measure Noise-1 (Construction Noise)	DPW
Mitigation Measure Noise-2 (Title 24 Compliance)	DBI

Mitigation Measure AQ-7 (Building Design and Ventilation Requirements)	DBI
Mitigation Measure M-SLR-3 (Emergency Plan)	DBI
Mitigation Measure M-BI-4 (Conformity with the Planning Department's Standards for Bird Safe Buildings)	DBI
Mitigation Measure Hazards-1 (Flammable Vapors During Construction)	DBI
Mitigation Measure Hazards-2 (Vapor Intrusion During Operation)	DBI / DPH

In order implement the mitigation measures set forth in the Final EIR and the attached MMRP, the Agency is adopting all of the mitigation measures as conditions of approval of the Project. With respect to the mitigation measures that are partially or wholly under the jurisdiction of other agencies, the Agency finds that such mitigation measures fall within the normal permitting and enforcement authority of those agencies and, therefore, it is reasonable to conclude that those agencies will assist in the implementation and enforcement of the mitigation measures.

In the event a mitigation measure recommended in the Final EIR has inadvertently been omitted in these findings or the MMRP, such mitigation measure is hereby adopted and incorporated in the findings below by reference. In addition, in the event the language describing a mitigation measure set forth in these findings or the MMRP fails to accurately reflect the mitigation measures in the Final EIR due to a clerical error, the language of the policies and implementation measures as set forth in the Final EIR shall control. The impact numbers and mitigation measure numbers used in these findings reflect the impact and mitigation measure numbers used 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, the initial finding obviates the need for such repetition because in no instance is the Agency rejecting the conclusions of the FEIR or the mitigation measures recommended in the FEIR for the Project.

## **II. IMPACTS FOUND TO BE LESS THAN SIGNIFICANT AND THUS REQUIRING NO MITIGATION**

Under CEQA, no mitigation measures are required for impacts that are less than significant. (Pub. Resources Code, Section 21002; CEQA Guidelines, Section 15126.4, subd. (a)(3), 15091.) Based on substantial evidence in the whole record of this proceeding, the Agency finds that implementation of the Project will not result in any significant impacts in the following areas and that these impact areas, therefore, do not require mitigation:

### **A. Land Use**

- **Impact LU-1**, The proposed project would not physically divide an established community. (DEIR IV.A.8-9)

- **Impact LU-2**, The proposed project would not have a substantial adverse impact on the existing character of the vicinity. (DEIR IV.A.9-11) (C&R IV.20)
- **Impact LU-3**, The proposed project would not result in a significant cumulative impact related to Land Use. (DEIR IV.A.11)

**B. Aesthetics**

- **Impact AE-1**, The proposed project would not substantially affect scenic vistas and scenic resources visible from publicly accessible areas in the project vicinity. (DEIR IV.B.16-18) (C&R IV.21-22)
- **Impact AE-2**, The proposed project would not cause a substantial adverse change in the existing visual character of the project site and its surroundings. (DEIR IV.B.18-21) (C&R IV.21)
- **Impact AE-3**, The proposed project would not result in a significant cumulative impact related to Aesthetics. (DEIR IV.B.22)

**D. Transportation**

- **Impact TR-1**, The proposed project would not result in significant transportation impacts in the proposed project vicinity due to vehicle traffic. (DEIR IV.D.22-23)
- **Impact TR-2**, The proposed project would not result in significant impacts to transit systems in the proposed project vicinity. (DEIR IV.D.23-24)
- **Impact TR-3**, The proposed project would not result in significant impacts to pedestrians in the proposed project vicinity. (DEIR IV.D.24-26)
- **Impact TR-4**, The proposed project would not result in significant transportation impacts to bicycles in the proposed project vicinity. (DEIR IV.D.26-27)
- **Impact TR-5**, The proposed project would not result in a significant impact related to an increase in the number of vehicles parking in the project vicinity. (DEIR IV.D.28-29) (C&R IV.24-25)
- **Impact TR-6**, The proposed project would not result in a significant unmet need for loading spaces. (DEIR IV.D.29-30)
- **Impact TR-7**, The proposed project would not impair emergency vehicle access near the project site. (DEIR IV.D.30)
- **Impact TR-8**, Construction of the proposed project would not cause a significant increase in traffic near the project site. (DEIR IV.D.30-32) (C&R IV.25)

- **Impact TR-10**, The proposed project would not make a considerable contribution to a significant cumulative impact on transit systems in the proposed project vicinity. (DEIR IV.D.35-37)

**E. Air Quality**

- **Impact AQ-1**, Construction of the proposed project would not violate an air quality standard or contribute to an existing or projected air quality violation, either individually or cumulatively. (DEIR IV.E.17-18) (C&R IV.25)
- **Impact AQ-2**, The proposed project would not result in significant impacts related to fugitive dust resulting from project construction activities. (DEIR IV.E.18-20)
- **Impact AQ-4**, Operation of the proposed project would not violate an air quality standard or make a cumulatively considerable contribution to an existing or projected air quality violation. (DEIR IV.E.24-25)
- **Impact AQ-5**, The proposed project would not result in substantial levels of CO and would not make a cumulatively considerable contribution to existing levels of CO. (DEIR IV.E.25-26)
- **Impact AQ-11**, The proposed project would not conflict with or obstruct implementation of the 2010 Clean Air Plan. (DEIR IV.E.36-37)

**F. Greenhouse Gases**

- **Impact GHG-1**, The proposed project would generate greenhouse gas emissions, but not in 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. (DEIR IV.F.15-16)

**G. Shadow**

- **Impact SH-1**, The proposed project would not adversely affect the use of any park or open space under the jurisdiction of the Recreation and Park Commission. (DEIR IV.G.33-34)
- **Impact SH-2**, The proposed project would not create new shadow in a manner that substantially affects outdoor recreation facilities or other public areas. (DEIR IV.G.34-45) (C&R IV.27-29)
- **Impact SH-3**, The proposed project would not result in a significant cumulative impact related to Shadow. (DEIR IV.G.45)

**H. Recreation**



- **Impact RE-1**, The construction of recreational facilities as part of the proposed project would not result in adverse physical effects on the environment. (DEIR IV.H.9-10) (C&R IV.32-33, 57)
- **Impact RE-2**, 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 create a need for new or physically altered park or recreational facilities beyond those included as part of the proposed project. (DEIR IV.H.10-12) (C&R IV.33, 57)
- **Impact RE-3**, The proposed project would not have a significant adverse effect on recreational opportunities. (DEIR IV.H.12-15) (C&R IV.34-35)
- **Impact RE-4**, The proposed project would not result in a significant cumulative impact related to Recreation. (DEIR IV.H.15)

**I. Sea Level Rise**

- **Impact SLR-1**, The proposed project would not expose people or structures to a significant risk of loss, injury, or death involving flooding, including flooding as a result of the failure of a levee or dam. (DEIR IV.I.13-14)
- **Impact SLR-2**, The proposed project would not expose people or structures to a significant risk of inundation by seiche, tsunami, or mudflow. (DEIR IV.I.14)
- **Impact SLR-4**, The proposed project would not result in a significant cumulative impact related to Sea Level Rise. (DEIR IV.I.16)

**J. Biological Resources**

- **Impact BI-1**, The project would not 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 Game or U.S. Fish and Wildlife Service. (DEIR IV.J.7)
- **Impact BI-3**, The proposed project would not conflict with local policies or ordinances protecting biological resources. (DEIR IV.J.9-10) (C&R IV.36)
- **Impact BI-5**, The proposed project would not result in substantial adverse cumulative effects related to Biological Resources. (DEIR IV.J.11-12)

**K. Other Impacts Found Less Than Significant in the Initial Study and Not Requiring Mitigation**

The following potential individual and cumulative environmental effects of the initial project proposal were determined to be less than significant in the NOP/Initial Study. Although the NOP/Initial Study

was prepared for the initial project proposal, the Agency finds that the conclusions of NOP/Initial Study continue to be applicable to the Project with respect to each of the topics that are determined are be less than significant. The Project would occupy the same site as the initial project proposal and, like the initial project proposal, would call for disturbance of the entire project site. The Project would include a substantially similar mix and quantity of uses as the initial project proposal but would include fewer residential units (134 residential units compared to 170 under the initial project proposal). (DEIR Intro.3-4). Based on substantial evidence in the whole record of this proceeding, the Agency finds that implementation of the Project will not result in any significant impacts in the following areas and that these impact areas, therefore, do not require mitigation:

- **Land Use** (all topics, but discussed in the EIR for information purposes) (Initial Study 42-44)
- **Aesthetics** (light and glare) (Initial Study 45)
- **Population and Housing** (all topics) (Initial Study 47-50)
- **Cultural and Paleontological Resources** (historical architectural resources, unique paleontological or geologic resources) (Initial Study 50-51)
- **Transportation and Circulation** (air traffic patterns, emergency access) (Initial Study 52-53)
- **Noise** (Initial Study 53-57)
- **Air Quality** (odors) (Initial Study 58-63)
- **Wind** (NOP/Initial Study 63-64)
- **Utilities and Service Systems** (all topics) (Initial Study 69-73)
- **Public Services** (all topics) (Initial Study 73);
- **Biological Resources** (Initial Study 77-80)
- **Geology and Soils** (all topics) (Initial Study 80-86);
- **Hydrology and Water Quality** (all topics) (Initial Study 87-95);
- **Hazards/Hazardous Materials** (all topics except for release of hazardous materials discussed in Section III below) (Initial Study 95-108);
- **Minerals/Energy Resources** (all topics) (Initial Study 108-111); and
- **Agricultural Resources** (all topics) (Initial Study 112).

The NOP/Initial Study was prepared for the initial project proposal, the conclusions of also identified certain environmental effects that would be reduced to less than significant through recommended mitigation measures included in the NOP/Initial Study. Those environmental effects and mitigation measures are discussed in Section III.

**L. Growth Inducing Impacts**

The Project would intensify the use and density of the project site, providing new residential and expanded employment opportunities. The NOP/Initial Study (Appendix A to the Draft EIR, pp. 47-50) estimated that the population increase on the project site would be about 388 new persons (assuming 170 residential units constructed), and concluded that this would not be a substantial increase in population in the context of the projected population increase Citywide. The NOP/Initial Study also estimated that the proposed project could add approximately 70 employees to the City's economy, generating a demand for about 28 new dwelling units in San Francisco. These increases would not be substantial in the context of employment in the City as a whole. The Project is a mixed-use, residential infill project within a densely developed residential area at the edge of the downtown. The area is already served by municipal infrastructure and public services that have sufficient capacity to accommodate the project. The Project would not require or involve the expansion of infrastructure capacity that could accommodate additional growth. It would not stimulate new housing demand in the surrounding area that would not have existed without the project. For these reasons, the Project would not result in a significant growth-inducing impact. (DEIR V.1)

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

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 proposed in the Final EIR and as recommended for adoption by the Agency. The full explanation of the potentially significant environmental impacts is set forth in Section IV of the Draft EIR, the Notice of Preparation/Initial Study attached as Appendix A to the Draft EIR, and in some cases is further explained in the C&R. In many cases, mitigation measures will be implemented by the Project Applicant. In these cases, implementation of mitigation measures by the Project Applicant or other developer or facility operator have been or will, in future agreements, be made conditions of Project approval. In the case of other mitigation measures, an agency of the City will have responsibility for implementation of mitigation measures.

The mitigation measures proposed for adoption in Sections III and IV are the same as the mitigation measures identified in the Final EIR. The full text of all of the mitigation measures as proposed for adoption is contained in Exhibit A, the Mitigation Monitoring and Reporting Program. As explained

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

Based on the analysis contained in the Final EIR and the standards of significance, the Agency finds that that implementation of the proposed mitigation measures discussed in this Section will reduce each of the potentially significant impacts described below to a less-than-significant level.

**A. Archeological Resources**

- **Impact CP-1: Project construction activities could disturb the remains of the scuttled ship *Bethel* (and possibly other scuttled Gold Rush era ships).** (DEIR IV.C.15) Disturbance or removal of the scuttled ship *Bethel* could materially impair the physical characteristics of the resource that convey its association with 19th century trade, waterfront development during the Gold Rush, and the notorious waterfront speculator Frederick Lawson. It could also impair the ability of the resource to embody, and yield important information about, distinctive characteristics of 19th century ship design and construction. These effects would be considered a substantial adverse change in the significance of an historical resource and would therefore be a potentially significant impact under CEQA.

**M-CP-1a: Archaeological Testing, Monitoring and Data Recovery and Reporting.** M-CP-1a requires a qualified archaeological consultant selected from the pool of qualified archaeological consultants maintained by the Planning Department to prepare, submit for the ERO's approval, and implement a plan for archeological testing. In addition, the qualified archeological consultant will undertake construction monitoring and/or a data recovery program if required. The qualified archeological consultant's work will be conducted in accordance with the M-CP-1a mitigation measure and the standards and requirements set forth in the *Archaeological Research Design/Treatment Plan for the 8 Washington Street Project*, January 2003; and *Addendum Archaeological Research Design and Treatment Plan for the 8 Washington Street Project*, February 2011, thereby ensuring the significance of CRHR-eligible archaeological resources would be preserved and/or realized in place. (DEIR IV.C.15)

**M-CP-1b: Interpretation.** M-CP-1b requires a qualified archaeological consultant having expertise in California urban historical and marine archaeology to develop and implement a feasible, resource-specific program for post-recovery interpretation of resources and artifacts encountered within the Project site. The particular program for interpretation of artifacts that

are encountered within the Project site will depend upon the results of the data recovery program. All plans and recommendations for interpretation must be approved by the ERO. Implementation of M-CP-1a and M-CP-1b would reduce Impact CP-1 to a less than significant level. (DEIR IV.C.15-20)

- **Impact CP-2: Project construction activities would have the potential to disturb the remains of wharf structures.** (DEIR IV.C.20) Construction activities within or near the current alignments of Jackson and Pacific Streets may disturb remains of the Jackson and Pacific wharves. Removal or damage of these features could impair the physical characteristics of the resource that convey their association with the Gold Rush and would impair the potential of these features to yield important historic information. These effects would be considered a substantial adverse change in the significance of an historical resource and would therefore be a potentially significant impact under CEQA. With implementation of Mitigation Measures M-CP-1a and M-CP-1b, the Project would not cause a substantial adverse change to the significance of this archaeological resource type, if present within the Project site. (DEIR IV.C.20)

**M-CP-1a: *Archaeological Testing, Monitoring and Data Recovery and Reporting.*** (Discussed above under Impact CP-1) (DEIR IV.C.15-19)

**M-CP-1b: *Interpretation.*** (Discussed above under Impact CP-1) (DEIR IV.C.19-20)

- **Impact CP-3: Project construction activities would have the potential to disturb the remains of wharf-side discards.** (DEIR IV.C.20) Construction activities within or near the current alignments of Jackson and Pacific Streets may disturb remains of Gold Rush era wharf-side discards along the Jackson and Pacific wharves. If still present, these features may be considered significant under CRHR Criterion 4 (Information Potential). This effect would be considered a substantial adverse change in the significance of an archaeological resource and would therefore be a potentially significant impact under CEQA. With implementation of Mitigation Measures M-CP-1a and M-CP-1b, the Project would not cause a substantial adverse change to the significance of this archaeological resource type, if present within the Project site. (DEIR IV.C.21)

**M-CP-1a: *Archaeological Testing, Monitoring and Data Recovery and Reporting.*** (Discussed above under Impact CP-1) (DEIR IV.C.15-19)

**M-CP-1b: *Interpretation.*** (Discussed above under Impact CP-1) (DEIR IV.C.19-20)

- **Impact CP-4: Project construction activities would disturb the remains of the Old Seawall.** (DEIR IV.C.21) Construction activities within or near Seawall Lot 351 would require complete removal of an approximately 440-foot-long segment of the Old Seawall running through the Project site. The Old Seawall is significant under Criterion 1 (Events), and may also be considered potentially significant under Criterion 4 (Information Potential) if its actual construction deviates from the BSHC's detailed specifications. If the actual construction of the segment of seawall underlying Seawall 351 deviates from the detailed BSHC's specifications, removal of this segment would materially impair the ability of this segment to yield information about the actual construction of the Old Seawall that is not available in the historic record. This effect would be considered a substantial adverse change in the significance of an historical resource and would therefore be a potentially significant impact under CEQA. With implementation of Mitigation Measures M-CP-1a and M-CP-1b, the Project would not cause a substantial adverse change to the significance of this archaeological resource type, if present within the Project site. (DEIR IV.C.21)

**M-CP-1a: *Archaeological Testing, Monitoring and Data Recovery and Reporting.*** (Discussed above under Impact CP-1) (DEIR IV.C.15-19)

**M-CP-1b: *Interpretation.*** (Discussed above under Impact CP-1) (DEIR IV.C.19-20)

- **Impact CP-5: Project construction activities would have the potential to disturb the remains of 19th century commercial and residential deposits.** (DEIR IV.C.21-22) Construction activities may disturb and remove artifacts associated with the Chinese laundry, saloons, and boarding houses that are known to have existed on the Project site. If still present, these features may be considered significant under CRHR Criterion 4 (Information Potential). Disturbance of these features would materially impair the potential of these features to yield historic information about the Chinese population in San Francisco, the lives of sailors and waterfront workers, and waterfront businesses and activities. This effect would be considered a substantial adverse change in the significance of an historical resource and would therefore be a potentially significant impact under CEQA. With implementation of Mitigation Measures M-CP-1a and M-CP-1b, the Project would not cause a substantial adverse change to the significance of this archaeological resource type, if present within the Project site.

**M-CP-1a: *Archaeological Testing, Monitoring and Data Recovery and Reporting.*** (Discussed above under Impact CP-1) (DEIR IV.C.15-19)

**M-CP-1b: *Interpretation.*** (Discussed above under Impact CP-1) (DEIR IV.C.19-20)

- **Impact CP-6: Project construction activities would have the potential to disturb unknown remains.** (DEIR IV.C.22) Construction activities may disturb unknown remains within the Project site area. Disturbance or removal of unknown remains could materially impair the physical characteristics of the unknown resource, which would be considered a substantial adverse change in the significance of an historical resource and would therefore be a potentially significant impact under CEQA.

**M-CP-6** requires that the Project Applicant to distribute the Planning Department's archaeological resource "ALERT" sheet to inform all field and construction personnel of the potential presence of archaeological resources within the Project site and the procedures in the event such resources are encountered during construction activities. This measure calls for immediate suspension of soils disturbing activity in the vicinity of the discovery and notification of the ERO in the event that indications of archeological resources are discovered during soil disturbing activities. The ERO may require that an archeological consultant be retained to evaluate the resource and make recommendations and to prepare and submit a Final Archeological Resources Report for the ERO's approval. The ERO may require specific additional measures to be implemented by the Project Applicant. Implementation of Mitigation Measure M-CP-6 would ensure that the significance of archeological resources, if present within the Project site, would be preserved in the event such resources are accidentally encountered during demolition and groundwork activities. (DEIR IV.C.23-24) (C&R IV.56)

- **Impact CP-7: Project construction activities would have the potential to contribute to cumulative impacts related to Archaeological Resources.** (DEIR IV.C.24) When considered with past, present, and foreseeable future development projects along and near the San Francisco waterfront, the disturbance of archaeological resources within the project site could contribute to a cumulative loss in the of ability of the San Francisco's waterfront to convey its association with historic events and persons, to embody distinctive characteristics of design and construction, and to yield significant historic and scientific information about development of the early San Francisco waterfront, maritime history, and underrepresented populations in the historical record. With implementation of Mitigation Measures M-CP-1a and M-CP-1b, the Project would not cause a substantial adverse change to the significance of this archaeological resource type, if present within the Project site. (DEIR IV.C.24)

**M-CP-1a: *Archaeological Testing, Monitoring and Data Recovery and Reporting.*** (Discussed above under Impact CP-1) (DEIR IV.C.15-19)

**M-CP-1b: *Interpretation.*** (Discussed above under Impact CP-1) (DEIR IV.C.19-20)

**B. Air Quality**

- **Impact AQ-6: Operation of the proposed project would expose sensitive receptors to substantial levels of PM2.5 and other TACs.** If the Project's emergency generator operates for more than 35 hours per year or the project sponsor installs a generator that does not meet an emissions standard equivalent to a Tier 2 engine equipped with a Level 3 verified diesel emission control device, emissions from project operations could result in potentially significant health risk impacts to nearby sensitive receptors. (DEIR IV.E.26-28)

**M-AQ-6** requires that the Project's emergency generator meet the emissions standards equivalent to a Tier 2 engine equipped with a Level 3 verified emissions control device and be tested no more than 35 hours per year, and requires the Project Applicant to maintain and make available to the ERO upon request records of annual fuel use and operating hours. With implementation of M-AQ-6 the Project's mobile and stationary source emissions would have a less than significant health risk impact to nearby sensitive receptors. (DEIR IV.E.28-29)

- **Impact AQ-9: Project operations would result in considerable contribution to already cumulatively significant levels of PM2.5 and other TACs on off-site sensitive receptors.** (DEIR IV.E.35-36) Where potential health risks exceed the cumulative thresholds regardless of the risk contribution of a proposed project, the BAAQMD considers projects that result in an increase in health risks above the project-level thresholds to also result in a considerable contribution to cumulative health risk impacts. The Project's vehicle emissions and stationary source emissions could contribute additional health risks that exceed BAAQMD's project-level thresholds of significance. Through implementation of M-AQ-6 and the project's trip reduction measures, the combined sum of the project's stationary source and mobile source health risk emissions would be mitigated to below the project level thresholds, therefore the Project's contribution to cumulative health risk impacts would be less than cumulatively considerable.

**M-AQ-6** (Discussed above under **Impact AQ-6**) (DEIR IV.E.28-29)

**C. Biological Resources**

- **Impact BI-2: The project would remove migratory bird habitat and impede the use of nesting (nursery) sites.** (DEIR IV.J.7-8) The trees on the Project site could provide nesting habitat for resident urban-adapted and migratory songbirds. During construction, the existing on-site trees and shrubbery would be removed. Vegetation removal during the



breeding season (approximately March through August) could remove trees that support active nests. As a result, there would be a short-term loss of nesting habitat.

**M-BI-2** requires that vegetation removal activities for the proposed project be conducted during the non-breeding season (i.e., September through February) to avoid impact to nesting birds or that preconstruction surveys be conducted by qualified ornithologist for work scheduled during the breeding season (March through August). If active songbird or raptor nests are found in the work area, buffers shall be established until the young have fledged. With implementation of M-BI-2, this impact would be less than significant. (DEIR IV.J.8)

**Impact BI-4: The new buildings would adversely impact bird movement and migration.** (DEIR IV.J.10-11) The *Standards for Bird-Safe Buildings* provide guidelines for evaluating the hazards posed to birds by glazing and proximity to landscaping. The Standards identify building designs and glazing treatments that may pose hazards, and identify treatments that will provide safe buildings for birds. **M-BI-4** requires the Project to conform to applicable requirements of the *Standards for Bird-Safe Buildings*, Public Review Draft, October 2010. In the event that Standards for Bird Safe Buildings are adopted and effective at the time a building permit for the project is sought, the Project is required to comply with the adopted Standards in addition to any provisions contained in the Public Review Draft, October 2010 that in the ERO's judgment would provide greater protection for birds. Final *Standards for Bird-Safe Buildings* were adopted by the City, effective October 7, 2011, and the project is required to comply with those standards. Implementation of M-BI-4 would ensure that the Project would not result in a significant impact related to bird strikes. (DEIR IV.J.11)

#### D. Noise

- **The proposed project would expose persons to pile driving noise during foundation construction.** (DEIR I.18; Initial Study 54-55, 114)

**Mitigation Measure Noise-1** requires pre-drilling site holes to the maximum depth feasible, scheduling pile-driving activity for times of the day that would disturb the fewest people, using state-of-the-art noise shielding and muffling devices, and providing at least 48 hours prior notification of pile-driving activities to owners and occupants within 200 feet of the Project site. Based on implementation of Mitigation Measure Noise-1, and given the short-

term, temporary period of pile driving activity, pile driving noise would not be considered a significant environmental impact. (DEIR I.18; Initial Study, 114)

- **Residents of the proposed project would be exposed to traffic noise along adjacent roadways.** (DEIR I.18; Initial Study 57)

**Mitigation Measure Noise-2** requires a detailed analysis of noise reduction requirements for the proposed buildings. Noise insulation features identified and recommended by the analysis must be included in the building design to reduce potential interior noise levels to the maximum extent feasible. Implementation of Mitigation Measure Noise-2 would reduce the impact of exterior noise levels on the proposed residences would not be a significant impact. (DEIR I.18; Initial Study, 57, 114)

#### E. Hazards and Hazardous Materials

- **If hazardous materials are present in the soil, groundwater, or within existing buildings on the project site, project site clearance, demolition, grading, and excavation activities could result in a release of hazardous materials.** (DEIR I.18; Initial Study 102-105). Based on the historic presence of hydrocarbons in the soil and groundwater and the potential for methane in filled areas, flammable vapors could be present that could pose a fire or explosion risk to workers and the public during construction, and/or cause nuisance vapors, adverse health effects, or flammable or explosive conditions during Project operations.
- **Mitigation Measure Hazards-1** requires a soil vapor survey to evaluate the presence of potentially flammable vapors prior to final design of the proposed building. Should the survey identify the potential presence of flammable vapors at levels greater than the lower flammability limit or lower explosive limit, then the Project Applicant shall require the construction contractor to include measures to control flammable gases during construction (such as ventilation) in the construction site safety plan and to implement these measures. With this measure, potential impacts related to exposure to flammable or explosive vapors during construction would be reduced to less than significant. (DEIR I.18; Initial Study 102, 115)
- **Mitigation Measure Hazards-2** requires a screening evaluation, site-specific evaluation, and implementation of remediation or engineering measures to control vapor intrusion in accordance with guidance developed by the California Department of Toxic Substances Control as well as monitoring, if needed on the basis of the soil vapor survey conducted in accordance with Mitigation Measure Hazards-1. With this measure, potential impacts

related to exposure to flammable vapors during Project operation would be reduced to less than significant. (DEIR I.18; Initial Study, 103-04, 115-16)

**F. Mitigation Measures from Initial Study That Have Been Superseded or Replaced**

The NOP/Initial Study identified the following two mitigation measures to reduce the initial proposed project's potential environmental impacts to less than significant. The Agency finds that based on substantial evidence in the record these two mitigation measures have been superseded and replaced by the analysis and mitigation measures of the Draft EIR as well as new law as set forth below.

- **Mitigation Measure Bio-1 (Protection of Birds During Tree Removal):** The NOP/Initial Study identified this mitigation measure to implement protective measures to assure implementation of the Migratory Bird Treaty Act and compliance with state regulations during tree removal. (Initial Study 77-78, 115). The topic of Biological Resources is restudied in the Draft EIR due to the publication of the draft Standards for Bird-Safe Buildings in October 2010 after publication of the NOP/Initial Study. (DEIR Intro.5). The Agency finds that the NOP/Initial Study analysis of Biological Resources is superseded by that of the FEIR, and that Mitigation Measure Bio-1 is replaced with Mitigation Measure BI-2, which similarly requires preconstruction survey and the creation of buffer zones if active nests are found (DEIR Intro.5; I.19, IV.J.8)
- **Mitigation Measure AQ-1 (Construction Air Quality):** The NOP/Initial Study identified this mitigation measure to reduce the quantity of dust generated during site preparation and construction, and to reduce construction exhaust emission of PM10. (Initial Study pp. 59, 114). Since publication of the NOP/Initial Study, the Bay Area Air Quality Management District (BAAQMD) adopted new BAAQMD CEQA Guidelines in June 2010, and the construction related air quality impacts of the Project were restudied in the Draft EIR (IV.E.13). The FEIR identified a new mitigation measure, Mitigation M-AQ-3 (Construction Equipment), to reduce the air quality impacts of construction equipment as recommended by the updated BAAQMD CEQA Guidelines. (IV.E.23-24). The FEIR also identified Mitigation Measures M-AQ-6 and M-AQ-7 to reduce the operation air quality impacts on sensitive receptors (IV.E.28-29, 33). In addition, the San Francisco Board of Supervisors approved a series of amendments to the San Francisco Building and Health Codes called the Construction Dust Control Ordinance (Ordinance 176-08, effective July 30, 2008) to reduce the quantity of dust generated during site preparation, demolition, and construction work. The Ordinance requires that all site preparation work, demolition, or other construction activities within San Francisco which have the potential to create dust or to expose or disturb

more than 10 cubic yards or 500 square feet of soil comply with specified dust control measures whether or not the activity requires a permit from DBI. For project sites greater than one half-acre in size, such as the project site, the Ordinance requires that the project sponsor submit a Dust Control Plan for approval by the San Francisco Health Department. (DEIR E.14, 19-20). The Agency finds that analysis of air quality impacts in the Final EIR has superseded the analysis in the NOP/Initial Study, and that the Project's compliance with the Construction Dust Control Ordinance and with the new air quality mitigation measures identified in the FEIR has replaced and superseded Mitigation Measure AQ-1 of the NOP/Initial Study.

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

The DEIR identified a number of significant environmental effects (or impacts) to which the Project would cause or contribute. Some of these significant effects can be avoided or reduced to a less-than-significant level through the adoption of feasible mitigation measures; these effects are described in Section III above. Other effects are significant and unavoidable. Some of these unavoidable significant effects can be substantially lessened by the adoption of feasible mitigation measures, but still remain significant and unavoidable with mitigation. Other significant and unavoidable effects cannot be substantially lessened or avoided by the adoption of feasible mitigation measures. For reasons set forth in the Statement of Overriding Considerations in Section VIII below, however, the Agency has determined that overriding economic, social, and other considerations outweigh the significant and unavoidable effects of the Project.

Based on substantial evidence in the whole record of these proceedings, the Agency finds that, where feasible, changes or alterations have been required, or incorporated into, the Project to reduce the significant environmental impacts identified in the Final EIR. The Agency 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 that may substantially lessen, but do not avoid (i.e., reduce to less than significant levels), some of the potentially significant or significant environmental effects associated with implementation of the Project as described in FEIR Chapter IV. The Agency adopts all of these mitigation measures as proposed in the FEIR that are relevant to the Project and are within the Agency's jurisdiction as set forth in the MMRP, more particularly described in Exhibit A.

Based on the analysis contained within the Final EIR and the standards of significance, the Agency finds that because some aspects of the Project would cause potentially significant impacts for which feasible mitigation measures are not available to reduce the impact to a less-than-significant level, these impacts are *significant and unavoidable*. The Agency recognizes that although mitigation measures are

identified in the Final EIR that would reduce many potentially significant impacts to less-than-significant levels, for some potentially significant and unavoidable impacts, the measures would not fully mitigate impacts to a less than significant level, or are uncertain, infeasible, or within the jurisdiction of another agency, and therefore those impacts remain significant and unavoidable or potentially significant and unavoidable.

The Agency determines that the following significant impacts on the environment, as reflected in the Final EIR, are unavoidable, but under Public Resources Code Section 21081(a)(3) and (b), and CEQA Guidelines Sections 15091(a)(3), 15092(b)(2)(B), and 15093, the Agency determines that the impacts are acceptable due to the overriding considerations described in Section VIII below. This finding is supported by substantial evidence in the record of this proceeding.

**A. Transportation**

- **Impact TR-9: The proposed project would make a considerable contribution to cumulative traffic impacts at study intersections.** (DEIR IV.D.34-35) Under 2035 cumulative conditions, the operation of The Embarcadero / Washington Street intersection would degrade to LOS F. The Project's contribution to the 2035 cumulative impacts would be considerable, and thus would be considered significant. Implementation of Mitigation Measure M-TR-9 would reduce the Project's contribution to cumulative impacts but because it is uncertain how much reduction in Project traffic would result from the mitigation measure, the impact would remain *significant and unavoidable*. The Embarcadero / Washington Street intersection would operate at an acceptable level of service in 2035 if the recommendations of the Northeast Embarcadero Study regarding Washington Street were not implemented and number of lanes were maintained at the status quo with minor adjustments to the traffic signal timings.
- **Mitigation Measure M-TR-9: Travel Demand Management Plan.** The Project Applicant will develop and implement a basic Travel Demand Management (TDM) Plan for the residential and commercial uses at the site. The Plan will build upon those TDM elements already being provided as part of the Project, such as secured bicycle parking and care share spaces, to which it will add additional components such as facilitating maps of local pedestrian and bicycle routes, transit stops and routes, and providing a taxi call service for the restaurant. The mitigation measure will be triggered if and at the time the changes to The Embarcadero/Washington Street identified in the Northeast Embarcadero Study are implemented. (DEIR IV.D.35)

**B. Sea Level Rise**

- **Impact SLR-3: The proposed project would expose people or structures to increased risk of flooding due to climate-induced sea level rise.** (DEIR IV.I.15) The difference between the Project site's elevation and a 100-year flood event is 1.2 feet, and under the higher sea-level-rise estimates, the Project site would be inundated during a 100-year event. Measures such as raising the underlying grade of the project site or constructing a berm around the project site to protect it against inundation are not available to this urban infill site. Raising the underlying grade would impede the easy and level flow of pedestrians and wheelchairs into the ground floor, and would require interior or exterior steps, landings, ramps and/or lifts to comply with Americans with Disabilities Act (ADA) and Building Code requirements, which would substantially reduce the amount and marketability of ground-floor space and, with the elevated position of the ground floor above the street, would impede visual, spatial and physical connectivity between pedestrians at street level and ground floor activities. For these reasons, raising the elevation of the Project site alone, without an area-wide approach that similarly raised the grade of the entire area, would not be feasible. Pursuant to *Ballona Wetlands Land Trust v. City of Los Angeles* (2011) 201 Cal.App.4th 455, 473-475, an impact to a project caused by the environment is not an impact that must be analyzed in an EIR. This decision was issued after the Agency prepared the EIR. Nevertheless, out of an abundance of caution, and in light of the fact that another court may not adopt the reasoning set forth in this decision, the Agency notes that this impact was identified and discussed within the EIR and this impact was determined to be *significant and unavoidable*. Although the Mitigation Measure M-SLR-3 would not reduce this impact to a less-than-significant level, it would serve to reduce this risk to residents and businesses. The Agency therefore adopts this measure.

**Mitigation Measure M-SLR-3: Emergency Plan.** The Project Applicant in conjunction with the building manager must prepare an initial Emergency Plan that includes at a minimum: monitoring by the building manager of agency forecasts of tsunamis and floods, methods for notifying residents and businesses of such risks, and evacuation plans. The plan must be prepared prior to occupancy of any part of the Project, and the plan must be updated annually. The building manager must provide educational meetings for residents and businesses at least three times per year and conduct drills regarding the Emergency Plan at least once per year. (DEIR IV.I.16)

### C. Air Quality

- **Impact AQ-3: Construction of the proposed project would expose sensitive receptors to substantial levels of PM2.5 and other TACs, including DPM.** (DEIR IV.E.20-22) The excess

cancer risk and incremental PM<sub>2.5</sub> concentrations at the maximally exposed individual due to project construction emissions exceed the significance thresholds established by the BAAQMD CEQA Guidelines. Mitigation Measure M-AQ-3 calls for all off-road construction equipment to be equipped with Tier 3 diesel engines or better. Because the analysis is based on default construction equipment inventory, it is not possible to know whether retrofitting with Level 3 verified diesel emission controls for all equipment would be feasible, or to quantify the resulting reduction in DPM for the mitigated scenario. However, even with implementation of the most effective measures to reduce DPM emissions, construction health risks would not be mitigated to below the excess incremental cancer risk significance threshold of 10 in a million. Thus, even with all feasible mitigation, the Project's construction emissions would have a *significant and unavoidable* health risk impact to nearby sensitive receptors.

**Mitigation M-AQ-3: Construction Equipment.** All off-road construction equipment is required to be equipped with Tier 3 (Tier 2 if greater than 750 hp) diesel engines or better to the extent feasible. Certain types of equipment – including but not limited to excavators, backhoes, and concrete boom pumps, are identified as candidates for retrofitting with CARB-certified Level 3 verified diesel emission controls (Level 3 VDECs, which are capable of reducing DPM emissions by 85% or better). For the purposes of this mitigation measure, “feasibility” refers to the availability of newer equipment in the subcontractor's fleet that meets these standards, or the availability of older equipment in the subcontractor's fleet that can be feasibly modified to incorporate Level 3 VDECs. All diesel generators used for Project construction must meet Tier 4 emissions standards. (DEIR IV.E.23-24)

- **Impact AQ-7: The proposed project would expose new (on-site) sensitive receptors to significant levels of PM<sub>2.5</sub> and other TACs from a single source.** (DEIR IV.E.29-33) The maximum estimated single-source cancer risk for new residents due to an individual source within 1,000 feet of the project boundary exceeds the significance threshold of 10 in a million cancer risk and the significance threshold of 0.3 ug/m<sup>3</sup> for PM<sub>2.5</sub>. Therefore, the health risk impacts associated with siting sensitive receptors at the site near single sources of PM<sub>2.5</sub> and TACs is considered significant.

Mitigation measures may involve reducing emissions from the project or reducing a receptor's exposure to emissions. The project does not have the ability to mitigate emissions from offsite emission sources. Offsite stationary source emission rates are regulated by BAAQMD through the operator's air permits, while emission standards for vehicles and marine vessels are regulated by U.S. EPA and CARB. The proposed project would reduce

emissions from the proposed project's emergency generator through implementation of Mitigation Measure M-AQ-6, and emissions from the proposed project's mobile sources would be reduced to the maximum extent feasible with measures to reduce automobile trips to and from the Project site.

Potential mitigation measures to reduce exposure for on-site receptors to emissions from on-site and off-site sources also include installation of mechanical ventilation with high-efficiency particulate air (HEPA) filters in project building ventilation systems, and planting trees at the site. However, although tree planting may reduce certain risks at lower level units, trees may be ineffective for reducing risks to residents that reside on higher floors. To further protect the Project's residential uses from nearby TACs the Project shall implement Mitigation Measure M-AQ-7, below. This mitigation measure would reduce risk associated with DPM exposure only when the receptor is indoors at home and the ventilation system is in operation.

While some commenters proposed other potential mitigation measures to address Impact AQ-7, including phasing development of the residential portion of the project to allow time for CARB diesel regulations to take effect, tiered plantings between the project and The Embarcadero, continuous ventilation, and inoperable windows, and eliminating outdoor decks, these measures are infeasible for the reasons more fully set forth in the Draft EIR and C&R. While the project would be required to plant trees, trees may be ineffective at reducing risks to residents on the higher floors, and planting more trees of tiered plantings would not change this conclusion. Furthermore, the effectiveness of plantings to reduce air pollutant concentrations depends on multiple factors, including the type of tree and wind speed, many of which are not currently quantifiable, therefore the potential success of this mitigation is not known and the mitigation is considered to be infeasible. Eliminating the options of opening windows, using outdoor decks and open space, and controlling a residential unit's ventilation system would seriously reduce the marketability of the residential units, and therefore these measures are infeasible. Phasing of the residential development to allow time for CARB diesel regulations to take effect is not feasible because the reduction in diesel emissions is a continuing process, and there is no one future point in time when the regulations will take effect in lowering diesel emissions. Furthermore, the impacts of future CARB regulations on diesel emissions were included in the EIR analysis to the extent feasible. Despite implementation of all feasible mitigation, this potential impact relating to single-source risk on new receptors would remain *significant and unavoidable*. (DEIR IV.E.33) (C&R IV.4-12)



**M-AQ-6: *Emergency Generator Emissions Standards and Operating Hours.*** (Discussed in Section III above under Impact AQ-6) (DEIR IV.E.28-29)

**M-AQ-7: *Building Design and Ventilation Requirements.*** The Project Applicant is required to submit a ventilation plan for the proposed buildings that show that the building ventilation systems remove at least 80 percent of the PM2.5 pollutants from habitable areas. The ventilation system is required to be designed by an engineer certified by ASHRAE, who must provide a written report documenting that the system offers the best available technology to minimize outdoor to indoor transmission of air pollution. In addition to installation of an air filtration system, the project sponsor shall present a plan that ensures ongoing maintenance for the ventilation and filtration systems. Disclosures to buyers and renters must inform occupants about the air quality analysis and the proper use of any installed air filtration system.

- **Impact AQ-8: The proposed project would expose new (on-site) sensitive receptors to cumulatively considerable levels of PM2.5 and other TACs from off-site and on-site sources.** (DEIR IV.E.34-35) The estimated cumulative cancer risk for new residents due to the on-site sources, off-site stationary sources, roadway sources and ferry terminal sources within 1,000 feet of the Project boundary exceeds the significance threshold of 100 in a million for cumulative impacts. The PM2.5 concentration exceeds the significance threshold of 0.8 ug/m3. While implementation of Mitigation Measure M-AQ-6 would reduce emissions from the Project's on-site generator by restricting operating hours and requiring emissions standards equivalent to a Tier 2 engine equipped with Level 3 VDEC, there is no additional feasible mitigation for this on-site source. Implementation of Mitigation Measure M-AQ-7 would reduce exposure of the on-site residential uses to health risks by requiring that the building's ventilation systems reduce PM2.5 level by at least 80 percent in habitable areas, thereby also reducing the potential for increased cancer risks at the site. The remaining off-site sources are not within the control of the Project Applicant or the City, and thus the Project does not have the ability to reduce emissions from these offsite sources. Despite implementation of all feasible mitigation, the Project would result in a *significant and unavoidable* impact with respect to exposing new sensitive receptors to cumulatively considerable levels of PM2.5 and other TACs from off-site and on-site sources.

**M-AQ-6: *Emergency Generator Emissions Standards and Operating Hours.*** (Discussed in Section III above under Impact AQ-6) (DEIR IV.E.28-29)

**M-AQ-7: *Building Design and Ventilation Requirements.*** (Discussed above under Impact AQ-7) (DEIR IV.E.33)

- **Impact AQ-10: Project construction activities would result in a considerable contribution to cumulatively significant levels of PM2.5 and other TACs on off-site receptors.** (DEIR IV.E.36) Operational emissions from roadways, ferry operations and off-site stationary sources total greater than 100 in a million excess cancer risk. In addition, the estimated cancer risk from Project construction is approximately 198 in a million, which by itself exceeds the cumulative construction health risk thresholds. Construction of the Project would exceed the project level thresholds for construction-related excess cancer risk and incremental annual average PM2.5 levels; therefore construction of the proposed project would result in a considerable contribution to cumulatively significant health risks impact on offsite sensitive receptors. Mitigation measures for project construction are described in Mitigation Measure M-AQ-3 regarding construction equipment. No additional feasible mitigation, beyond that already identified in mitigation M-AQ-3, has been identified to reduce health risks to offsite receptors from Project emissions; thus, this impact would be *significant and unavoidable* despite incorporation of all feasible mitigation.
- **M-AQ-3: Construction Equipment.** (Discussed above under Impact AQ-3) (DEIR IV.E.23-24)

#### V. IMPROVEMENT MEASURES THAT WOULD FURTHER REDUCE IMPACTS IDENTIFIED AS LESS THAN SIGNIFICANT

This section identifies improvement measures included in the Final EIR that would further reduce impacts identified as less than significant. The Agency finds that the improvement measures identified in this Section V would provide further reductions in impacts that are already less than significant. The Agency adopts the following improvement measures as conditions of project approval. These measures are also identified in the MMRP.

- **Impact TR-1: The proposed project would not result in significant transportation impacts in the project vicinity due to vehicle traffic.** (DEIR IV.D.22-23). Project-generated vehicle trips would result in minor increases in the average delay per vehicle at all intersections; however, these intersections would continue to operate at acceptable service levels, and the Project would not cause significant traffic impacts.

**Improvement Measure TR-1: Garage Signage.** To minimize the possibility of traffic congestion due to vehicles queuing on Washington Street when entering the proposed garage, an electronic sign, to be activated when the garage is full, will be installed by the garage entrance on Washington Street. The sign will also direct motorists towards the Golden Gateway garage (1,350 spaces), located two blocks to the west of the project site, as an alternative parking location. (DEIR IV.D.23)

- **Impact TR-3: The proposed project would not result in significant impacts to pedestrians in the proposed project vicinity.** (DEIR IV.D.24-26) While conflicts between pedestrians and vehicles could occur at the Project garage driveway, the Project would not cause any major conflict or interfere with pedestrian movements in the area.

**Improvement Measure TR-3: Pedestrian Alert Device.** In order to improve the visibility and awareness of cars and pedestrians at the garage entrance, the Project Applicant will install an audible and visual device at the garage entrance to automatically alert pedestrians when a vehicle is exiting the facility, and will install a sign at the top of the garage ramp facing exiting vehicles with the words “Caution – Watch for Pedestrians” to warn motorists to be observant of pedestrians on the sidewalk. (DEIR IV.D.26) (C&R IV.24)

- **Impact TR-8: Construction of the proposed project would not cause a significant increase in traffic near the project site.** (DEIR IV.D.31-32) While construction truck traffic on streets near the Project site would cause a temporary lessening of their traffic-carrying capacities due to the slower movement and larger turning radii of trucks, all of the transportation impacts connected with construction of the Project would be temporary in duration and would be less than significant.

**Improvement Measure TR-8a: Limitation on Trucking Hours.** During construction, the Project Applicant agrees to limit truck movements to the hours between 9 AM and 3:30 PM (or other times, if approved by SFMTA) to minimize construction traffic occurring between 7 and 9 AM or between 3:30 and 6 PM peak traffic hours, when trucks could temporarily impede traffic and transit flow. (DEIR IV.D.32)

**Improvement Measure TR-8b: Agency Consultation.** The Project Applicant and construction contractor(s) will meet with the Traffic Engineering Division of SFMTA, the Fire Department, Muni, and the Planning Department to determine the best method to minimize traffic congestion and potential negative effects to pedestrian or bicycle circulation during construction of the proposed project. (DEIR IV.D.32)

## VI. MITIGATION MEASURES AND PROJECT MODIFICATIONS PROPOSED BY COMMENTERS

Several commenters on the DEIR suggested additional mitigation measures and/or modifications to the measures recommended in the DEIR. In considering specific recommendations from commenters, the Agency has been cognizant of its legal obligation under CEQA to substantially lessen or avoid significant environmental effects to the extent feasible. The Agency recognizes, moreover, that comments frequently

offer thoughtful suggestions regarding how a commenter believes that a particular mitigation measure can be modified, or perhaps changed significantly, in order to more effectively, in the commenter's eyes, reduce the severity of environmental effects. The Agency is also cognizant, however, that the mitigation measures recommended in the DEIR reflect the professional judgment and experience of the Agency's expert staff and environmental consultants and have been carefully considered. In considering commenters' suggested changes or additions to the mitigation measures as set forth in the DEIR, the Agency, in determining whether to accept such suggestions, either in whole or in part, considered the following factors, among others:

- (i) Whether the suggestion relates to a significant and unavoidable environmental effect of the Project, or instead relates to an effect that can already be mitigated to less than significant levels by proposed mitigation measures in the DEIR;
- (ii) Whether the proposed language represents a clear improvement, from an environmental standpoint, over the draft language that a commenter seeks to replace;
- (iii) Whether the proposal may have significant environmental effects, other than the impact the proposal is designed to address, such that the proposal is environmentally undesirable as a whole;
- (iv) Whether the proposed language is sufficiently clear as to be easily understood by those who will implement the mitigation as finally adopted;
- (v) Whether the language might be too inflexible to allow for pragmatic implementation;
- (vi) Whether the suggestions are feasible from an economic, technical, legal, or other standpoint; and
- (vii) Whether the proposal is consistent with the Project objectives.

For this project, several potentially significant and unavoidable impacts were identified and comments were received suggesting ways to further reduce those impacts. (See, e.g., C&R III.I.5, C&R III.N.5). These suggested measures either are already incorporated in the mitigation measures proposed for adoption or were considered and rejected as infeasible. (See, e.g., C&R III.I.8-12, C&R III.N.13-14). The reasons for rejecting mitigation proposed by commenters that were received during the comment period are explained in the C&R and are incorporated herein by reference.

## VII. EVALUATION OF PROGRAM ALTERNATIVES

This Section VII describes the Project as well as the Project alternatives (the “Alternatives”) and the reasons for approving the Project and for rejecting the Alternatives. This Section VII also outlines the Project’s purposes and provides a context for understanding the reasons for selecting or rejecting Alternatives.

CEQA mandates that every EIR evaluate a reasonable range of alternatives to the Project or the Project location that generally reduce or avoid potentially significant impacts of the Project. CEQA requires that every EIR also evaluate a “No Project” alternative. Alternatives provide a basis of comparison to the 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 Project.

**A. Reasons for Selection of the Project**

The overall goal of the Project is to develop a high-quality, sustainable, and economically feasible high-density, primarily residential project that complements and enhances the character of the surrounding neighborhood. The Project will provide numerous public benefits, as explained in greater detail in Section VIII, including the following:

- **Housing.** The Project will increase the City’s housing stock by providing up to 134 new housing units, and will contribute to the production of affordable housing in the City by complying with the City’s Residential Inclusionary Affordable Housing Program.
- **Parks and Open Space.** The Project would create new publicly accessible parks and open space. The Project would provide Jackson Commons, an approximately 10,450 square foot public open space and view corridor north of the proposed residential buildings that would connect the City with the waterfront along the Jackson Street alignment. The Project would also create Pacific Park, an approximately 11,840 square foot publicly accessible park at the northern end of the Project site, which would connect the City with the waterfront along the Pacific Avenue alignment. Pacific Park will include a children's interpretive sculpture garden with an interactive water feature. The Project would also provide approximately 2,890 additional square foot of open space along the existing Drumm Street pedestrian path.
- **New Neighborhood-Serving Retail Uses.** The Project would create approximately 19,800 square feet of new restaurant, café, and retail space, and replace the existing 9 outdoor tennis courts, two outdoor pools, basketball outdoor half-court and offsite 7,355 square foot fitness center with a new 16,350 square foot indoor fitness center with new outdoor swimming pool facilities, which would serve existing residents in the Golden Gateway area as well as new residents and waterfront visitors.

- **Benefits to the Port.** The Project would provide substantial benefits to the Port, including both onetime payments in connection with the Project Applicant's purchase of portions of Seawall Lot 351, and ongoing payments in perpetuity in connection with the transfer of the dwelling units that will be developed on the Project site. The Project would also replace the existing surface parking lot on Seawall Lot 351 with below grade parking facilities.
- **Transportation.** The Project would provide pedestrian and circulation improvements, including the widening of the sidewalks along The Embarcadero, Washington Streets, and Drumm Street.
- **Land Use and Urban Design.** The Project would redevelop an underutilized urban infill site that includes a large surface parking lot with a new mixed use, high-density development with housing, ground floor retail uses, and new public parks and open space.
- **Economic Development and Jobs.** The Project would generate construction jobs during the construction of the Project as well as permanent employment opportunities to support the Project's new residential and commercial uses during a period of high unemployment in the City and the region.

## **B. Alternatives Rejected and Reasons for Rejection**

The Agency is approving the Project Variant, with the minor modifications explained previously. To the extent that the Project differs from the Project as proposed in the DEIR, the Agency rejects the Project as described in the DEIR and the Agency rejects the Alternatives set forth in the Final EIR and listed below because the Agency finds, in addition to the reasons described in Section VIII below, that there is substantial evidence, including evidence of economic, legal, social, technological, and other considerations described in this Section under CEQA Guidelines 15091(a)(3), that make infeasible such Alternatives. In making these determinations, the Agency is aware that CEQA defines "feasibility" to mean "capable of being accomplished in a successful manner within a reasonable period of time, taking into account economic, environmental, social, legal, and technological factors."

### **1. Alternative A: No Project Alternative**

Consistent with Section 15126.6(e)(1) of the CEQA Guidelines, this alternative assumes that the Project site would remain in its existing condition. The No Project Alternative ("Alternative A") is rejected because it would not achieve any of the Project objectives identified in Section I. In particular, the No Project Alternative would not further any of the Project Applicant's objectives, or any of the Port's urban design, land use, and financial objectives for Seawall Lot 351.

Alternative A would fail to convert the existing surface parking and private health club uses of the Project site into a new mixed-use, residential project with ground floor retail uses that create an enlivened pedestrian experience along The Embarcadero and Washington Street, below grade parking, new publicly accessible open spaces, and new health club and swimming facilities. Alternative A would not create any new jobs, either during construction or operation of the project. Furthermore, Alternative A would not result in the production of any housing units or the payment of in lieu fees to support the construction of affordable housing.

Thus, while Alternative A would avoid impacts associated with the Project, this alternative would not further any of the Project Applicant's or Port's objectives or provide any of the benefits contemplated by the Project, and is therefore rejected. The Agency rejects Alternative A on each of these grounds independently. All of the reasons provide sufficient independent grounds for rejecting Alternative A.

## **2. Alternative B: Existing Height and Bulk**

The purpose of the Existing Height and Bulk Alternative ("Alternative B") is to provide an alternative that complies with the existing height and bulk requirements to serve as a point of comparison for the height and bulk of the Project. (DEIR.VI.5) Under Alternative B, the project site would be developed under the existing RC-4 zoning and 84-E height and bulk designations. (DEIR.VI.5) Under Alternative B, Seawall Lot 351 would be combined with the 8 Washington site, and the Project Applicant would develop the Project site with two buildings: a south building (south of the Jackson Street alignment and 40 to 65 feet tall) and a north building (north of the Jackson Street alignment and 40-65 feet tall). (DEIR.VI.6) There would be a total of 297 residential units, which would be approximately twice as many as under the Project (the Project would provide 134 residential units). (DEIR.VI.6, C&R.III.Q.27-28) Compared to the Project, Alternative B would substantially reduce the number of residential parking spaces (there would be 75 spaces instead of 127 spaces) and public parking spaces (there would be 120 spaces, including 90 spaces for the Port, whereas the Project would provide 255 public parking spaces, including the 90 parking spaces for the Port (DEIR.VI.6, C&R.III.Q.27-28) Alternative B would provide publicly accessible open space in similar quantities, locations, and configurations as would the Project, including the creation of the proposed Jackson Common and Pacific Avenue Park. (DEIR.VI.6, C&R.III.Q.27-28)

Environmental Impacts Compared to Proposed Project. Alternative B would generally result in the same impacts as the Project. While none of the Project's significant and unavoidable impacts would be avoided with Alternative B, Alternative B would lessen the Project's shadow impacts. (DEIR.VI.11; C&R.III.Q.32) Because the overall height of buildings is reduced under Alternative B compared to the Project, shadow on some public open spaces would be reduced, although Alternative B would have similar shadow impacts on Sue Bierman Park, the Embarcadero Promenade, and the Port Walk

Promenade. (DEIR.VI.11; C&R.III.Q.32) Under Alternative B, there would be more daily person trips due to the greater number of residential units than under the Project, and these additional trips would translate into additional vehicle trips during the PM peak hour. (DEIR.VI.9, C&R III.Q.30). The increased number of vehicle trips under this alternative, however, would have a marginal effect on the intersections studied in the Final EIR. The construction air quality impacts of Alternative B would be slightly greater than those for the Project due to the greater amount of construction, and operational emissions for Alternative B would be proportional to vehicle trip generation, which would be higher than that of the Project. (DEIR.VI.10, C&R III.Q.31) The risk of encountering archaeological resources during construction would increase under the Alternative B between the Jackson Street and Pacific Avenue alignments because of the residential building that would be constructed there, although the potential for encountering archeological resources would decrease south of Jackson Street because Alternative B's parking garage would only be two levels instead of three levels. (DEIR.VI.9, C&R.III.Q.28-30)

Although Alternative B would generally meet most project objectives, and while Alternative B provides an alternative that would comply with existing height and bulk requirements, the Agency rejects this alternative as infeasible within the meaning of CEQA for the following reasons:

- The block perimeter configuration for residential buildings north and south of the Jackson Street alignment could result in units with closed courtyard exposure that would make them less marketable.
- Alternative B would generally result in the same impacts as the Project and would not avoid any of the Project's significant and unavoidable impacts. Although shadow impacts would be reduced, Alternative B would result in slightly greater air quality and transportation impacts due to the greater number of residential units and construction and, therefore, does not provide a marked environmental benefit as compared to the Project.
- Alternative B does not include any replacement outdoor recreational facilities and would not further the Project Applicant's objective to construct recreation facilities to serve Golden Gateway residents, San Francisco's residents, and waterfront visitors.
- Alternative B provides an inferior urban design form compared to that of the Project because Alternative B does not provide a stepped transition from the one-two story buildings located north of the Jackson Street alignment to the eight-twelve story residential building located at the corner of Drumm and Washington Streets.
- While Alternative B would provide the Port with 90 parking spaces, Alternative B would supply fewer total public parking spaces than the Project, and therefore is less likely to meet the Project Applicant's objective to increase the supply of public underground parking to support the continued



economic viability of the Ferry Building Farmer's Market and the retail and restaurant uses at the Ferry Building, Pier 1 and Piers 1-1/2 – 5.

The Agency rejects Alternative B on each of these grounds independently. All of the reasons provide sufficient independent grounds for rejecting Alternative B.

### **3. Alternative C: Public Trust Conforming**

The purpose of the Public Trust Conforming Alternative ("Alternative C"), Seawall Lot 351 is to consider a project scheme that is consistent with the public trust values applicable to Seawall Lot 351. (DEIR VI.12). Like the Project, Alternative C would combine the 8 Washington site with Seawall Lot 351, but a hotel would be developed on Seawall Lot 351 (a use that is consistent with the public trust), rather than the residential uses proposed under the Project. (DEIR VI.12, C&R III.Q.27-28). Under Alternative C, the Project Applicant would construct four buildings, similar in scale, configuration, location, and layout to the Project, except that the health club would be 12,800 feet and include four ground level tennis courts and two rooftop pools under Alternative C. (DEIR VI.14, C&R III.Q.27-28). Alternative C would include 111 residential units and 160 hotel rooms, whereas the Project would provide 134 residential units and no hotel rooms. (DEIR VI.14, C&R III.Q.27-28). The parking garage would include 111 residential spaces and 112 public spaces, including the 90 public spaces to serve the Ferry Building and waterfront uses. Alternative C would provide publicly accessible open space in similar quantities, locations, and configurations as with the Project. (DEIR VI.14, C&R III.Q.27-28).

#### Environmental Impacts Compared to Project.

Alternative C would generally result in the same impacts as the Project. While none of the Project's significant and unavoidable impacts would be avoided with Alternative C, Alternative C would reduce the potential for encountering archeological resources during construction because the below-grade parking would not be constructed on Seawall Lot 351, and because excavation for a two-level garage south of Jackson Street would be shallower than excavation for the Project three-level garage. (DEIR VI.14-18, C&R III.Q.28-34) With mitigation, the impacts to archeological resources would be less than significant under both Alternative C and the Project. Under this alternative, there would be more daily person trips due to the addition of a hotel into the mix of project uses, and these additional person-trips would translate into additional vehicle and transit trips during the PM peak hour compared to the Project. (DEIR VI.14-18, C&R III.Q.30-31). Parking demand under Alternative C would also be more intense. The demand for parking at the midday peak hour would be for about 459 parking spaces (versus 391 for the Project), but this alternative would supply fewer spaces (111 residential and 112 public for a total of 223, instead of the 400 total parking space for the proposed project), so the shortfall of parking would be greater at the midday peak hour than in the Project. (DEIR VI.15-16, C&R III.Q.30-31) Impacts

to land use, air quality, greenhouse gases, recreation, sea level rise, and biological resources would be similar to that of the Project. (DEIR VI.15-16, C&R III.Q.28-34)

Although Alternative C would generally meets most project objectives, and although Alternative C would not require a public trust exchange, the Agency rejects this alternative as infeasible within the meaning of CEQA for the following reasons:

- Alternative C would generally result in the same impacts as the Project and would not avoid any of the Project's significant and unavoidable impacts. Although the potential for encountering archeological resources would be reduced, as with the Project, all archeological resource impacts are mitigable and less than significant under both the Project and Alternative C
- Alternative C would only create a total of 111 residential units, up to 34 fewer than with the Project, which would result in fewer housing units being added to the City's housing stock, and a smaller in-lieu fee payment under the City's Residential Inclusionary Affordable Housing Program.
- While Alternative C would provide the Port with 90 parking spaces, Alternative C would supply fewer total public parking spaces than the Project, and therefore is less likely to meet the Project Applicant's objective to increase the supply of public underground parking to support the continued economic viability of the Ferry Building Farmer's Market and the retail and restaurant uses at the Ferry Building, Pier 1 and Piers 1-1/2 – 5.

The Agency rejects Alternative C on each of these grounds independently. All of the reasons provide sufficient independent grounds for rejecting Alternative C.

#### **4. Alternative D: Develop Only 8 Washington Lots**

The purpose of the Develop Only 8 Washington Lots Alternative ("Alternative D"), is to analyze the independent development of the 8 Washington site without Seawall Lot 351 to serve as a comparison to the DEIR's proposed project. (DEIR VI.18) Under Alternative D, Seawall Lot 351 would not be included in the Project and instead would continue in its current use as a surface parking lot owned by the Port. The Project Applicant would develop the 8 Washington site with 162 residential units in two buildings: a south building (south of Jackson Street) along Drumm and Washington Streets, and a north building (north of Jackson Street), which would include an indoor athletic club and outdoor recreational facilities. (DEIR VI.19) A three level underground garage would provide a total of 325 parking spaces, whereas the Project would provide a total of 400 parking spaces in an underground garage. (DEIR VI.18; C&R III.Q.27-28) Alternative D would provide more restaurant and retail space than the Project (29,100 square feet versus 19,800), and smaller health club than the project (12,800 square feet versus 16,350 square feet).

(DEIR VI.18; C&R III.Q.27-28) Furthermore, whereas Alternative D would provide 3 tennis courts, the Project would not provide any tennis courts. Alternative D would provide less publicly accessible open space: only 6,200 sq. ft. of publicly accessible open space along the Jackson Street alignment (as opposed to the Project's 10,450 square feet), and about 1,500 sq. ft. of publicly accessible open space at the north end of the site (as opposed to the Project's 11,8400 square feet), and Alternative D would also not provide a widened Drumm Street walkway. (DEIR VI.18; C&R III.Q.27-28)

Environmental Impacts Compared to Project.

Alternative D would generally result in reduced environmental impacts compared to the Project, although these reduced impacts would not avoid the Project's significant and unavoidable impacts. Alternative D would continue an existing barrier to direct pedestrian access to The Embarcadero from Jackson Street and Pacific Avenue (which would be removed under the Project) because Seawall Lot 351 would not be part of the Alternative D. (DEIR VI.21, C&R.III.Q.27) While Alternative D would have slightly fewer vehicle and person trips compared to the DEIR's proposed project because Alternative D would provide slightly fewer residential units than the DEIR's proposed project, t, there would be slightly more person-trips and vehicle trips under Alternative D when compared to the Project because the Project would provide fewer residential units (134 units) than either the DEIR's proposed project (165 units) or Alternative D (162 units). (DEIR IV.D.22, C&R III.Q.27-28, 30) Similarly, while Alternative D and the DEIR's proposed project's air quality impacts were similar, the Project would have slightly less operational emissions than the Alternative D due to reduced vehicle trip generation. (DEIR IV.D.22-23, C&R III.Q.27-28, 31) Due to a shift in building height and volume from Seawall Lot 351 to the north side of Jackson Common, Alternative D would have a greater shadow impact on the existing Drumm Street pedestrian path, the proposed Pacific Avenue Park, the proposed Jackson Common, and the proposed swimming pools. Impacts to air quality, greenhouse gases, sea level rise, and biological resources would be similar to that of the Project.

The Agency rejects this Alternative D as infeasible within the meaning of CEQA for the following reasons:

- While Alternative D would have slightly reduced transportation impacts compared to DEIR's proposed project, Alternative D would generally result in the same impacts as the Project and would not avoid any of the Project's significant and unavoidable impacts.
- Alternative D would not further the Project Applicant's objectives to improve the pedestrian realm along The Embarcadero and to improve pedestrian and visual connectivity with The Embarcadero because no pedestrian access to The Embarcadero would be provided through the Project site along

the alignments of Jackson Street and Pacific Avenue. Alternative D would also not further the objective to develop SWL 351 in conjunction with the 8 Washington site.

- Alternative D would not further any of the Port's urban design, land use, and financial objectives for Seawall Lot 351, as presented in its Request for Proposals for Seawall Lot 351, including the replacement of the existing surface parking with a below grade parking garage and the activation of the streetscape with ground floor retail uses along The Embarcadero.
- Alternative D would provide considerably less parks and open publicly accessible open space compared to the Project, thereby resulting in fewer benefits to the public.

The Agency rejects Alternative D on each of these grounds independently. All of the reasons provide sufficient independent grounds for rejecting Alternative D.

#### **5. Alternative E: Develop Only 8 Washington Lots under Existing Height and Bulk**

The purpose of the Develop Only 8 Washington Lots under Existing Height and Bulk Alternative ("Alternative E") is to analyze the independent development of the 8 Washington site without Seawall Lot 351 under existing height and bulk requirements to serve as a comparison to the DEIR's proposed project. (DEIR VI.18) Under Alternative E, Seawall Lot 351 would continue in its current use as a surface parking lot, a use consistent with the public trust. The Project Applicant would develop 8 Washington site with two buildings: a south building (south of Jackson Street) along Drumm and Washington Streets; and a north building (north of Jackson Street). The south building would be four stories tall (40 feet tall) and would include approximately 87 residential units, 17,000 square feet of retail space, and 12,100 square feet of restaurant space at the ground floor. (DEIR VI.25) The north building (approximately 40 feet tall) would contain four indoor tennis courts, 30,000 square feet of indoor athletic club facilities, as well as four rooftop outdoor tennis courts, and one ground-level outdoor tennis court (a total of nine tennis courts). (DEIR VI.18) The athletic club facility would also include two ground-level outdoor swimming pools. (DEIR VI.18) A two-level, underground parking garage would be constructed beneath the south building for 21 residential spaces and 120 public spaces (a total of 141 parking spaces). Alternative E would provide less open space than the Project, including approximately 6,200 square feet along the Jackson Street right-of-way, and approximately 6,200 square feet at the end of Pacific Avenue. (DEIR VI.18)

#### Environmental Impacts Compared to Project.

Alternative E would have reduced environmental impacts compared to the Project, although none of the proposed project's significant impacts would be avoided with Alternative E. While the mix of land uses

for Alternative E would be similar to the Project, land use impacts would be less under Alternative E because there would be substantially fewer residential units (87 units compared to 134 units). (DEIR VI.27; C&R.III.Q.27-28) Alternative E would continue an existing barrier to direct pedestrian access to The Embarcadero from Jackson Street and Pacific Avenue because Seawall Lot 351 would not be part of the Project. (DEIR VI.27; C&R.III.Q.27-28) Under this Alternative D, there would be fewer residential units than in the Project, resulting in fewer person-trips and fewer vehicle trips, and the transportation impacts would be less intense than under the Project. (DEIR VI.28; C&R.III.Q.30-31) Operational emissions for this alternative would be proportional to vehicle trip generation, which would be substantially less than that of the Project. (DEIR VI.28-29; C&R.III.Q.31) As a result of the 40 foot height of the south building, Alternative E would have less shadow impacts on Sue Bierman Park, Jackson Common and other open spaces, although the reduction in building height would not eliminate shadows. (DEIR VI.29-30; C&R.III.Q.32) Furthermore, Alternative E would increase shadow impacts to the Drumm Street walkway. Impacts relating to greenhouse gases, sea level rise, and biological resources would be similar to that of the Project.

Besides the No Project Alternative, Alternative E would be the environmentally superior alternative due to its reduced development program, site disturbance, and building heights. (DEIR VI.30)

The Agency rejects this Alternative E as infeasible within the meaning of CEQA for the following reasons:

- Alternative E would not further the Project Applicant's objectives to improve the pedestrian realm along The Embarcadero and to improve pedestrian and visual connectivity with The Embarcadero because no pedestrian access to The Embarcadero would be provided through the Project site along the alignments of Jackson Street and Pacific Avenue. Alternative D would also not further the objective to develop SWL 351 in conjunction with the 8 Washington site.
- Alternative E would not further any of the Port's urban design, land use, and financial objectives for Seawall Lot 351, as presented in its Request for Proposals for Seawall Lot 351, including the replacement of the existing surface parking with a below grade parking garage and the activation of the streetscape with ground floor retail uses along The Embarcadero.
- Alternative E would provide considerably less parks and publicly accessible open space compared to the Project, thereby resulting in fewer benefits to the public.
- Alternative E would only create a total of 87 residential units, up to 58 fewer than with the Project, which would result in fewer housing units being added to the City's housing stock, and a smaller in-lieu fee payment under the City's Residential Inclusionary Affordable Housing Program.

- While Seawall Lot 351 would continue in its existing surface parking lot use under Alternative E, this alternative would supply fewer public parking spaces than the Project and therefore is less likely to meet Project Applicant's objective to increase the supply of public underground parking to support the continued economic viability of the Ferry Building Farmer's Market and the retail and restaurant uses at the Ferry Building, Pier 1 and Piers 1-1/2 – 5.

The Agency rejects the Alternative E on each of these grounds independently. All of the reasons provide sufficient independent grounds for rejecting Alternative E.

## 6. The Proposed Project Analyzed in the FEIR

As previously discussed, the Project is the same as the Large Fitness Center Project Variant ("Project Variant") that was analyzed in the Final EIR, Chapter VII, C&R IV.37-44, except that the Project Variant would provide 160 residential units whereas the Project would provide 134 residential units, 26 fewer units than under the Project Variant and 38 fewer parking spaces than the project as described in the DEIR. Furthermore, the Project Variant would provide 420 parking spaces (160 residential and 260 public parking spaces), whereas the Project would provide 382 parking spaces (127 residential and 255 public parking spaces), 38 parking spaces fewer than under the Project Variant. Under the Project Variant, the café to be constructed at the corner of The Embarcadero and Jackson Street would be approximately 1,915 square feet, whereas it would be approximately 1,800 square feet under the Project. A more detailed summary of the Project Variant and its environmental analysis is contained in Sections I.C and I.D.

The Project has slightly different environmental impacts than the FEIR's proposed project, although the impacts and mitigation measures would be substantially the same for the Project as they are for the FEIR's proposed project. (C&R IV.38-44) While the base isolation structural system of the Project would require excavating foundation for the residential buildings 3 to 5 feet deeper than for the Draft EIR's proposed project, the Project's impacts with respect to archeological resources would remain less than significant with the mitigation. (C&R IV.38-39). Compared to the Draft EIR's proposed project, the Project would generate fewer vehicular trips to and from the site during the peak hour resulting in reduced transportation impacts. (C&R III.Q.30-31). However, with the base isolation structural system, excavation for foundations would be slightly deeper for the Project, resulting in additional haul truck trips to remove more soil from the project site during construction. (C&R III.Q.30-31)

With respect to air quality impacts, while there would be an approximately 15 percent increase in the number of truck trips generated during construction for the additional excavation with the Project, resulting in greater construction related air quality impacts. (C&R III.Q.31) While the larger fitness center would generate more vehicle trips than the Draft EIR's proposed project, this increase would be

offset by the reduction in trips from the fewer residential units and retail and restaurant space of the project. (C&R III.Q.31) The Draft EIR's proposed project would replace 4 of the existing tennis courts on the project site and the Project would not provide any tennis courts, thereby resulting in a greater reduction of tennis courts under the Project; nevertheless, impacts on recreation would remain less than significant for both the Draft EIR's proposed project and the Project, and the number of residents per tennis court would remain lower under the Project than the recommended standard of 1 court for every 5,000 residents. (C&R IV.42-44)

The Agency rejects the Draft EIR's proposed project as infeasible within the meaning of CEQA for the following reasons:

- While the Draft EIR's proposed project would generally meet the Project Sponsor's and Port's objectives for the project, the design of the health club under the Draft EIR's proposed project does not respond to comments from the public requesting that the swimming pools be on the ground instead of on the roof and that the swimming facilities be enlarged. (C&R.III.Q.22-23) The Project responds to these comments by modifying the design of the health club to provide larger swimming facilities on the ground level. (C&R.III.Q.28-29).
- The Project would result in fewer vehicular trips generated compared to the Draft EIR's proposed project because the Project would provide fewer residential units and less retail and residential space. In this respect, the Project incorporates those elements of project alternatives that proposed reducing transportation impacts (and associated air quality impacts) by reducing the number of units in the project.

The Agency rejects the Draft EIR's proposed project on each of these grounds independently. All of the reasons provide sufficient independent grounds for rejecting Draft EIR's proposed project.

### **C. Alternatives Considered but not Analyzed in Detail**

The EIR explains that an Initial Project Proposal Alternative, Hotel Only / Preservation of Existing Health Club Alternative, Offsite Alternative / Broadway Alternative, Reduced Sea Level Rise Impact Alternative were considered but rejected because they either would not achieve most of the Project Applicant's and the Port's objectives, would not reduce significant environmental project impacts, and/or do not represent feasible alternatives for other economic, social or environmental reasons. (EIR VI.31-34). The Agency finds each of these reasons provide sufficient independent grounds for rejecting these alternatives.

In addition, several comments received in comments on the DEIR suggested that the EIR should analyze

additional alternatives, such as a no parking garage alternative, a zero or reduced parking alternative that has more emphasis on public transit, a parking code alternative, a parking validation system alternative, a more practical reduced height alternative, a design options alternative that keeps all of the existing Athletic Club's outdoor uses, or an alternative consistent with the Asian Neighborhood Design's Community Vision for San Francisco's Northeast Waterfront. (C&R III.Q.1-7, 16-20). The C&R document explains that the alternatives proposed by commenters would not achieve most of the Project Applicant's and Port's objectives, would not reduce significant environmental project impacts, and/or do not represent feasible alternatives for other economic, social or environmental reasons, or are similar to alternatives that were considered but rejected in the Draft EIR. (C&R III.Q.13-16, 21-22). The Agency finds each of these reasons provide sufficient independent grounds for rejecting these Alternatives.

#### **VIII. STATEMENT OF OVERRIDING CONSIDERATIONS**

Pursuant to CEQA section 21081 and CEQA Guideline 15093, the Agency 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 these significant and unavoidable impacts and is an overriding consideration warranting approval of the Project. Any one of the reasons for approval cited below is sufficient to justify approval of the Project. Thus, even if a court were to conclude that not every reason is supported by substantial evidence, the Agency will stand by its determination that each individual reason is sufficient. The substantial evidence supporting the various benefits can be found in the preceding findings, which are incorporated by reference into this Section VIII, and in the documents found in the record of proceedings relating to the Final EIR.

On the basis of the above findings and the substantial evidence in the whole record of this proceeding, the Agency specifically finds that there are significant benefits of the proposed Project to support approval of the Project in spite of the unavoidable significant impacts, and therefore makes this Statement of Overriding Considerations. Specifically, notwithstanding the significant and unavoidable impacts to Transportation (Impact TR-9), and Air Quality (Impacts AQ-3, AQ-7, AQ-8, AQ-10), the Project benefits as described below and described elsewhere in this document, outweigh these impacts.

As noted in Section IV.B, pursuant to *Ballona Wetlands Land Trust v. City of Los Angeles* (2011) 201 Cal.App.4th 455, 473-475, Impact SLR-3, as an impact to the Project caused by the environment, is not an impact that must be analyzed in the EIR. Nevertheless, out of an abundance of caution the EIR analyzed this impact, and concluded that this impact is significant and unavoidable. The Agency finds that, even if this impact were a significant and unavoidable impact for CEQA purposes, the benefits described below and described elsewhere in this document, also outweigh this impact.



The Agency 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. All mitigation measures proposed in the FEIR that are applicable to the Project are adopted as part of this approval action. Furthermore, the Agency has determined that any remaining significant effects on the environment found to be unavoidable are acceptable due to the following specific overriding economic, technical, legal, social and other considerations. Any alternatives proposed by the public are rejected for the reasons set forth in the DEIR, C&R, the preceding findings, and the reasons set forth herein.

The Project has the following benefits:

- **Housing.** The Project will increase the City's housing stock by providing up to 134 new housing units. The Project will also contribute to the production of affordable housing units in the City by paying an in lieu fee in compliance with the City's Residential Inclusionary Affordable Housing Program. Furthermore, because there are no existing housing units on the Project site, the Project will not result in the demolition of any existing housing units or the displacement or relocation of any residents.
- **Parks and Open Space.** The Project would create new parks and publicly accessible open space where none currently exists. In particular, the Project would create a 10,450 square foot public open space corridor north of the proposed residential buildings that would reconnect the City with the waterfront along the Jackson Street alignment (Jackson Commons). The Project would also create an 11,840 square foot publicly accessible park at the northern end of the site along and north of the Pacific Avenue alignment (Pacific Park). These new open spaces would both visually and physically reconnect the City with the waterfront. In addition, the Project would provide an additional 2,890 square feet of publically accessible open space along the existing Drumm Street pedestrian path.
- **New Neighborhood-Serving Retail Uses.** The Project would create approximately 19,800 square feet of ground floor, restaurant, retail and café space, where none currently exists, which would serve existing residents in the Golden Gateway area as well as new residents and waterfront visitors.
- **Benefits to the Port.** The Project would provide substantial benefits to the Port, including both one time payments in connection with the Project applicant's purchase of portions of Seawall Lot 351, and ongoing payments in perpetuity in connection with the transfer of condominium units that will be developed on the Project site. These revenues would be used to support the Port's public trust responsibilities. The Port would also receive revenue from the infrastructure financing district that would be established as part of the Project, and these revenues would be

used to fund a variety of Port improvement projects. The Project would also provide the Port with underground public parking facilities, including at least [90] public parking spaces to serve and support the continued economic viability of the Ferry Building and the Waterfront area. Furthermore, the Project would beautify and enliven the Ferry Building and Waterfront area by replacing the existing surface parking lot on Seawall Lot 351 with a dense, mixed use development with underground parking and ground floor retail uses.

- **Transportation.** The Project would provide pedestrian and circulation improvements, including pedestrian access through the former Jackson Street and Pacific Avenue rights-of-way which are currently blocked by the Golden Gateway Tennis & Swim Club. The Project would be located near an abundance of transit options and adjacent to the Downtown, Chinatown, and North Beach areas, which would encourage residents, visitors, and workers to travel to and from the project site by transit, bicycle and foot, rather than by private automobile.
- **Land Use and Urban Design.** The Project would redevelop an underutilized urban infill site, which currently consists of a surface parking lot and health club facilities surrounded by a 14 foot tall chain-link fence, with a new mixed use, high-density development with housing, ground floor retail uses, and new public parks open space. The Project would enliven and activate the pedestrian experience along The Embarcadero and Washington Street by including multiple, ground floor, retail uses and well-designed public open space that would be located within walking distance of multi-modal transit stations. The Project would reconnect the Downtown and landside neighborhoods with the Waterfront and would make the area inviting to workers and local residents as well as visitors.
- **Economic Development and Jobs.** The Project would generate jobs during the construction of the Project as well as permanent employment opportunities to support the Project's new residential and commercial uses during a period of high unemployment in the City and the region. The Project would encourage participation by small and local business enterprises through a comprehensive employment and contracting policy. The Project's new retail uses would provide opportunities for resident employment and business ownership, and the proposed addition of up to 134 new households would strengthen business at existing establishments in the vicinity of the project site. Furthermore, the Project will provide the City with net new property value by developing an underutilized infill site with new residential and commercial uses, taxes on which will help fund critical City services and programs.

Having considered these benefits, the Agency finds that the benefits of the Project outweigh the unavoidable adverse environmental effects, and that the adverse environmental effects are therefore acceptable. The Agency further finds that each of the above considerations is sufficient to approve the

Project. For each of the reasons stated above, and all of them, the Project should be implemented notwithstanding the significant unavoidable adverse impacts identified in the Final EIR.

### DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby **ADOPTS FINDINGS** under the California Environmental Quality Act, including rejecting alternatives as infeasible, adopting a Statement of Overriding Considerations, and adopting Mitigation, Monitoring, and Reporting Programs attached as Exhibit A.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on March 22, 2012.

Linda D. Avery  
Commission Secretary

AYES: Fong, Antonini, Borden, Miguel

NAYS: Sugaya, Wu

ABSENT: Moore

ADOPTED: March 22, 2012



**EXHIBIT A:  
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
(Includes Text for Adopted Mitigation and Improvement Measures)**

<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
<p>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.</p> <p>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 proposed project, at the discretion of the project sponsor either:</p> <p>A) The proposed project shall be re-designed so as to avoid any adverse effect on the significant archaeological resource; or</p> <p>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.</p> <p><u>Archaeological Monitoring Program (AMP)</u></p> <p>If the ERO in consultation with the archaeological consultant determines that an archaeological monitoring program shall be implemented, the archaeological monitoring program shall minimally include the following provisions:</p> <ul style="list-style-type: none"> <li>The archaeological consultant, project sponsor, and ERO shall meet and consult on the scope of the AMP reasonably 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. 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;</li> <li>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;</li> <li>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 the project archaeological consultant, determined</li> </ul>	<p>Archaeological consultant to submit results of testing, and in consultation with ERO, determine whether redesign of a data recovery program is warranted.</p> <p>Project sponsor and project archaeologists, in consultation with ERO</p> <p>Archaeological monitor and project sponsor's construction contractors</p>	<p>construction</p> <p>At the completion of the archaeological testing program</p> <p>Prior to any demolition or removal activities, and during construction at any location</p> <p>As construction contractors are retained, prior to any soils-disturbing activities.</p> <p>Schedules for monitoring to be established in the</p>	<p>Consultant to submit report of findings from testing program to Planning Department</p> <p>Consultant to prepare Archaeological Monitoring Program (AMP) in consultation with the ERO</p> <p>Archaeological consultant to advise all construction contractors</p> <p>Archaeological monitor to observe construction according to the schedules established in the AMP for</p>	

**EXHIBIT A:  
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
(Includes Text for Adopted Mitigation and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Responsibility	Status/Date Completed
<p>that project construction activities could have no effects on significant archaeological deposits;</p> <ul style="list-style-type: none"> <li>• The archaeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis;</li> <li>• 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, the pile-driving activity shall be terminated 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.</li> </ul> <p>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.</p> <p><u>Archaeological Data Recovery Program</u>  The archaeological data recovery program shall be conducted in accord with an archaeological data recovery plan (ADRP). The 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, should be limited to the portions of the historical property that could be adversely affected by the proposed project. Destructive data recovery methods shall not be applied to portions of the archaeological resources if nondestructive methods are practical.  The scope of the ADRP shall include the following elements:</p> <ul style="list-style-type: none"> <li>• <i>Field Methods and Procedures.</i> Descriptions of proposed field strategies, procedures, and operations.</li> <li>• <i>Cataloguing and Laboratory Analysis.</i> Description of selected cataloguing</li> </ul>	<p align="center">Archaeological consultant</p> <p align="center">Project sponsor and project archaeologist, in consultation with ERO</p>	<p>AMP, in consultation with ERO.</p> <p>Upon completion of soil-disturbing activities</p> <p>Considered complete once verification of curation occurs.</p>	<p>each site</p> <p>Archaeological monitor shall temporarily redirect construction activities as necessary and consult with ERO</p> <p>Written report of findings of monitoring program to be submitted to ERO</p> <p>Consultant to prepare Archaeological Data Recovery Program in consultation with ERO.  Final ADRP to be submitted to ERO</p>	

**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
 (Includes Text for Adopted Mitigation and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Responsibility	Status/Date Completed
<p>system and artifact analysis procedures.</p> <ul style="list-style-type: none"> <li>• <i>Discard and Deaccession Policy.</i> Description of and rationale for field and post-field discard and deaccession policies.</li> <li>• <i>Interpretive Program.</i> Consideration of an on-site/off-site public interpretive program during the course of the archaeological data recovery program.</li> <li>• <i>Security Measures.</i> Recommended security measures to protect the archaeological resource from vandalism, looting, and non-intentionally damaging activities.</li> <li>• <i>Final Report.</i> Description of proposed report format and distribution of results.</li> <li>• <i>Curation.</i> Description of the procedures and recommendations for the curation of any recovered data having potential research value, identification of appropriate curation facilities, and a summary of the accession policies of the curation facilities.</li> </ul> <p><u>Human Remains and Associated or Unassociated Funerary Objects</u>            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 Coroner of the City and County of San Francisco and in the event of the Coroner’s determination that the human remains are Native American remains, notification of the California State Native American Heritage Commission (NAHC) who shall appoint a Most Likely Descendant (MLD) (Pub. Res. Code Sec. 5097.98). The archaeological consultant, project sponsor, and MLD shall make all reasonable efforts to develop an agreement for the treatment of, with appropriate dignity, human remains and associated or unassociated funerary objects (<i>CEQA Guidelines</i> Sec. 15064.5(d)). The agreement should take into consideration the appropriate excavation, removal, recordation, analysis, custodianship, curation, and final disposition of the human remains and associated or unassociated funerary objects.</p>	<p>Project sponsor and project archaeologist, in consultation with ERO</p>	<p>Ongoing throughout soils-disturbing activities</p>	<p>If applicable, upon discovery of human remains and/or associated or unassociated funerary objects, the consultant shall notify the Coroner of the City and County of San Francisco, and in the event of the Coroner’s determination that the human remains, notification of the California State Native American Heritage Commission who shall appoint a Most Likely Descendant (MLD) who shall make reasonable efforts to develop an agreement for the treatment of human remains and/or associated or unassociated funerary objects.</p>	

**EXHIBIT A:  
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
(Includes Text for Adopted Mitigation and Improvement Measures)**

<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
<p><u>Final Archaeological Resources Report</u>  The archaeological consultant shall submit a Draft 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 final report.</p> <p>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 copy, one unbound copy and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest in or the high interpretive value of the resource, the ERO may require a different final report content, format, and distribution than that presented above.</p> <p>Implementation of the approved plan for testing, monitoring, and data recovery under Mitigation Measure M-CP-1a would ensure that the information potential of archaeological resources that may be encountered during construction of the project would be preserved and/or realized. With this mitigation, the proposed project would not have a significant impact on archaeological resources.</p>	<p>Project sponsor and project archaeologist, in consultation with ERO</p>	<p>Upon completion of cataloguing and analysis of recovered data and findings.</p> <p>Upon approval of Final Archaeological Resources Report by ERO</p>	<p>Consultant to prepare draft and final Archeological Resources Report reports. The ERO to review and approve the Final Archeological Resources Report</p> <p>Consultant to transmit final, approved documentation to NWIC and San Francisco Planning Department.</p> <p>Consultant shall prepare 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.</p>	
<p><b>Mitigation Measure M-CP-1b: Interpretation</b>  Based on a reasonable presumption that archaeological resources may be present within the project site, and that the potential significance of some such resources may be may be premised on CRHR 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 proposed project on buried or submerged historical resources.</p> <p>The project sponsor shall implement an approved program for interpretation of resources. The project sponsor shall retain the services of a qualified archaeological consultant having expertise in California urban historical and marine archaeology. The</p>	<p>Project sponsor and project archaeologist, in consultation with ERO</p>	<p>Prior to and during construction activities</p>	<p>ERO to approve final interpretation program</p>	



**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
 (Includes Text for Adopted Mitigation and Improvement Measures)**

<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
<p>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 ARDTP): surface commemoration of the original location of resources; display of resources and associated artifacts (which may offer an underground view to the public); display of interpretive materials such as graphics, photographs, video, models, and public art; and academic and popular publication of the results of the data recovery.</p> <p>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.</p>				

**EXHIBIT A:  
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
(Includes Text for Adopted Mitigation and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Responsibility	Status/Date Completed
<p><b>Mitigation Measure M-CP-6: Accidental Discovery</b>  The following mitigation measure is required to avoid any potential adverse effect from the proposed project on accidentally discovered buried or submerged historical resources as defined in <i>CEQA Guidelines</i> Section 15064.5(a)(c). The project sponsor shall distribute the Planning Department archeological resource “ALERT” sheet to the project prime contractor; to any project subcontractor (including demolition, excavation, grading, foundation, pile driving, etc. firms); or utilities firm involved in soils disturbing activities within the project site. Prior to any soils disturbing activities being undertaken, each contractor is responsible for ensuring that the “ALERT” sheet is circulated to all field personnel, including machine operators, field crew, pile drivers, supervisory personnel, etc. The project sponsor shall provide the Environmental Review Officer (ERO) with a signed affidavit from the responsible parties (prime contractor, subcontractor(s), and utilities firm) to the ERO confirming that all field personnel have received copies of the Alert Sheet.</p> <p>Should any indication of an archeological resource be encountered during any soils disturbing activity of the project, the project Head Foreman and/or project sponsor shall immediately notify the ERO and shall immediately suspend any soils disturbing activities in the vicinity of the discovery until the ERO has determined what additional measures should be undertaken.</p> <p>If the ERO determines that an archeological resource may be present within the project site, the project sponsor shall retain the services of a qualified archeological consultant. The archeological consultant shall advise the ERO as to whether the discovery is an archeological resource, retains sufficient integrity, and is of potential scientific/historical/cultural significance. If an archeological resource is present, the archeological consultant shall identify and evaluate the archeological resource. If the archeological consultant determines that continuation of construction in the vicinity of the archaeological resource may have a significant impact on the resources, the consultant shall provide recommendations to the ERO regarding how to avoid such an impact. Based on the recommendations reviewed and approved by the ERO, the ERO shall require such specific additional measures to be implemented by the project sponsor that the ERO finds necessary to implement the approved consultant’s recommendations.</p> <p>Measures might include: preservation in situ of the archeological resource; an archaeological monitoring program; or an archeological testing program. If an archeological monitoring program or archeological testing program is required, it shall</p>	<p>Project sponsor to prepare “ALERT” sheet and provide signed affidavit from project contractor, subcontractor(s) and utilities firm(s) stating that all field personnel have received copies of the “ALERT” sheet</p> <p>Project sponsor and project contractor’s Head Foreman</p> <p>Project sponsor and project archaeologist</p>	<p>Prior to soils disturbance activities</p> <p>During soils disturbance activities</p> <p>When determined necessary by the ERO.</p>	<p>ERO to approve signed affidavit</p> <p>ERO to determine if additional measures are necessary</p> <p>ERO to determine if additional measures are necessary to implement</p>	

**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
 (Includes Text for Adopted Mitigation and Improvement Measures)**

<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
<p>be consistent with the Environmental Planning (EP) division guidelines for such programs. The ERO may also require that the project sponsor immediately implement a site security program if the archeological resource is at risk from vandalism, looting, or other damaging actions.</p> <p>The project archeological consultant shall submit a Final Archeological Resources Report (FARR) to the ERO that evaluates the historical significance of any discovered archeological resource and describes the archeological and historical research methods employed in the archeological monitoring/data recovery program(s) undertaken. Information that may put at risk any archeological resource shall be provided in a separate removable insert within the final report.</p> <p>Copies of the Draft FARR shall be sent to the ERO for review and approval. Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archaeological Site Survey Northwest Information Center (NWIC) shall receive one (1) copy and the ERO shall receive a copy of the transmittal of the FARR to the NWIC. The EP division of the Planning Department shall receive one bound copy, one unbound copy, and one unlocked, searchable PDF copy on CD of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public interest or interpretive value, the ERO may require a different final report content, format, and distribution than that presented above.</p>	<p>Project sponsor and project archaeologist to prepare draft and final FARR</p>	<p>When determined necessary by the ERO</p>	<p>ERO to review and approve final FARR</p>	
<b>Transportation Mitigation Measures</b>				
<p><b>Mitigation Measure M-TR-9: Travel Demand Management Plan</b>            The project sponsor will develop and implement a basic Travel Demand Management (TDM) Plan for the residential and commercial uses at the site. The Plan will build upon those TDM elements already being provided as part of the Proposed Project, such as secured bicycle parking and care share spaces, to which it will add additional components such as facilitating maps of local pedestrian and bicycle routes, transit stops and routes, and providing a taxi call service for the restaurant. The mitigation measure will be triggered if and at the time the changes to The Embarcadero/Washington Street identified in the NES are implemented.</p>	<p>Project sponsor and construction contractor(s) to develop and implement</p>	<p>The mitigation measure will be triggered if and at the time the changes to The Embarcadero/Washington Street identified in the Northeast Embarcadero Study (NES) are implemented.</p>	<p>If triggered, project sponsor shall provide a draft TDM Plan to Planning Department and SFMTA for review and approval.</p>	
<b>Noise Mitigation Measures</b>				
<p><b>Mitigation Measure Noise-1: Construction Noise</b>            Pile driving would be required for this project. The project sponsor shall require</p>	<p>Project sponsor and project construction</p>	<p>During construction. At least 48 hours prior to pile</p>	<p>Project sponsor to provide copies of pile driving</p>	

**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
 (Includes Text for Adopted Mitigation and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Responsibility	Status/Date Completed
<p>construction contractors to pre-drill site holes to the maximum depth feasible based on soil conditions. The project sponsor shall also require that contractors schedule pile-driving activity for times of the day that would be in accordance with the provisions of the San Francisco Noise Ordinance and in consultation with the Director of Public Works, to disturb the fewest people. Contractors shall be required to use construction equipment with state-of-the-art noise shielding and muffling devices. At least 48 hours prior to pile-driving activities, the project sponsor shall notify building owners and occupants within 200 feet of the project site by fliers posted on each floor in each building and distributed by building management of the dates, hours, and expected duration of such activities.</p>	<p>contractor(s)</p>	<p>driving activities, the Project Sponsor shall notify building owner and occupants within 200 feet of the project site of the dates, hours, and expected duration of such activities.</p>	<p>schedule approved by DPW and notices to building owners and occupants to Planning Department.</p>	
<p><b><u>Mitigation Measure Noise-2: Title 24 Compliance</u></b>          The project sponsor shall conduct a detailed analysis of noise reduction requirements for the proposed buildings. Noise insulation features identified and recommended by the analysis shall be included in the building design, as specified in the <i>San Francisco General Plan</i> Land Use Compatibility Guidelines for Community Noise to reduce potential interior noise levels to the maximum extent feasible.</p>	<p>Project sponsor shall retain a qualified acoustical consultant to conduct analysis and include in building design</p>	<p>Prior to issuance of building permit</p>	<p>Consultant to submit report to Department of Building Inspection.           Department of Building Inspection to review building plans to ensure recommendations are included.</p>	
<b><i>Air Quality Mitigation Measures</i></b>				
<p><b>Mitigation M-AQ-3: Construction Equipment</b>          All off-road construction equipment shall be equipped with Tier 3 (Tier 2 if greater than 750 hp) diesel engines or better. The following types of equipment were identified as candidates for retrofitting with CARB-certified Level 3 verified diesel emission controls (Level 3 VDECs, which are capable of reducing DPM emissions by 85% or better), due to their expected operating modes (i.e., fairly constant use at high revolution per minute):</p> <ul style="list-style-type: none"> <li>• Excavators</li> <li>• Backhoes</li> <li>• Rubber-Tired Dozers</li> <li>• Concrete Boom Pumps</li> <li>• Concrete Trailer Pumps</li> <li>• Concrete Placing Booms</li> <li>• Soil Mix Drill Rigs</li> <li>• Soldier Pile Rigs</li> <li>• Shoring Drill Rigs</li> </ul> <p>All diesel generators used for project construction must meet Tier 4 emissions</p>	<p>Project sponsor and project construction contractor(s) shall implement</p>	<p>Project sponsor, with assistance from project construction contractor(s) shall submit quarterly reports regarding compliance with construction equipment usage</p>	<p>Project sponsor to submit quarterly reports to Planning Department</p>	

<b>EXHIBIT A:  MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  (Includes Text for Adopted Mitigation and Improvement Measures)</b>				
<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
standards. As described previously, modeling default equipment inventories were used because site specific information not available at the time of this analysis; hence, the equipment listed above may or may not be used for the project. To the extent that the above listed types of equipment are used for project construction, those equipment types will be required to meet DPM emission standards equivalent to Tier 3 (Tier 2 if greater than 750 hp) engines with Level 3 VDECs, if feasible. For the purposes of this mitigation measure, “feasibility” refers to the availability of newer equipment in the subcontractor’s fleet that meets these standards, or the availability of older equipment in the subcontractor’s fleet that can be feasibly modified to incorporate Level 3 VDECs. It should be noted that for specialty equipment types (e.g. drill rigs, shoring rigs and concrete pumps) it may not be feasible for construction contractors to modify their current, older equipment to accommodate the particulate filters, or for them to provide newer models with these filters pre-installed. Therefore, this mitigation measure may be infeasible.				
<b>Mitigation M-AQ-6: Emergency Generator Emissions Standards and Operating Hours</b> To ensure that health risk impacts from the proposed project do not result in significant impacts to on- and off-site sensitive receptors, the project’s emergency generator shall meet the following requirements: 1. The project sponsor shall ensure that the emergency generator proposed as part of the project meets the emissions standards equivalent to a Tier 2 engine equipped with a Level 3 verified emissions control device; and 2. The project sponsor shall ensure that ongoing testing of this generator is limited to no more than 35 hours per year; and The project sponsor shall maintain records of annual fuel use and operating hours and shall make those records available to the ERO upon request.	Project sponsor and project construction contractor(s) shall implement	Project sponsor, with assistance from construction contractors, shall submit quarterly reports regarding compliance and shall maintain records of annual fuel use and operating hours.	Project sponsor to submit reports to Planning Department	
<b>Mitigation M-AQ-7: Building Design and Ventilation Requirements</b> The project sponsor shall submit a ventilation plan for the proposed buildings. The ventilation plan shall show that the building ventilation systems remove at least 80 percent of the PM <sub>2.5</sub> pollutants from habitable areas. The ventilation system shall be designed by an engineer certified by ASHRAE, who shall provide a written report documenting that the system offers the best available technology to minimize outdoor to indoor transmission of air pollution. In addition to installation of an air filtration system, the project sponsor shall present a plan that ensures ongoing maintenance for the ventilation and filtration systems. The project sponsor shall also ensure the disclosure to buyers and renters regarding the findings of the analysis and inform occupant’s proper use of any installed air filtration system.	Project sponsor shall retain the services of an appropriately qualified engineer to design ventilation system and prepare report.  Project sponsor or project construction contractor(s) shall prepare maintenance	Ventilation plan report and maintenance plan to be prepared prior to issuance of building permit.  Project sponsor and building manger or real estate agent shall disclose results of ventilation plan and inform future	Planning Department and Department of Building Inspection to review plans and report for ventilation system.  Project sponsor to provide disclosure documents to Planning Department.	

**EXHIBIT A:  
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
(Includes Text for Adopted Mitigation and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Responsibility	Status/Date Completed
	<p align="center">plan.  Project sponsor shall prepare disclosure documents.</p>	<p align="center">occupants' on the proper use of installed air filtration system at a meeting related to signing ownership papers or rental agreement.</p>		
<b><i>Sea Level Rise Mitigation Measures</i></b>				
<p><b>Mitigation Measure M-SLR-3: Emergency Plan</b>  The project sponsor, in conjunction with the building manager, shall prepare an initial Emergency Plan that shall include at a minimum: monitoring by the building manager of agency forecasts of tsunamis and floods, methods for notifying residents and businesses of such risks, and evacuation plans. The plan shall be prepared prior to occupancy of any part of the proposed project. The building manager shall maintain and update the Emergency Plan annually. The building manager shall provide educational meetings for residents and businesses at least three times per year and conduct drills regarding the Emergency Plan at least once per year.</p>	<p align="center">Project sponsor and Building Manager shall prepare Emergency Plan</p>	<p align="center">Prior to occupancy   Building manager shall provide Emergency Plan educational meetings at least 3 times per year</p>	<p align="center">Project sponsor to provide copies of emergency plan to Planning Department and Department of Building Inspection, and shall provide copies of annual updates and evidence of meetings.</p>	
<b><i>Biological Resources Mitigation Measures</i></b>				
<p><b>Mitigation Measure M-BI-2: Vegetation Removal During the Non-Breeding Season or Preconstruction Survey</b>  Vegetation removal activities for the proposed project shall be conducted during the non-breeding season (i.e., September through February) to avoid impact to nesting birds or preconstruction surveys shall be conducted for work scheduled during the breeding season (March through August). Preconstruction surveys shall be conducted by a qualified ornithologist, authorized by CDFG to conduct such activities, to determine if any birds are nesting in or in the vicinity of vegetation. The preconstruction survey shall be conducted within 15 days prior to the start of work from March through May (since there is higher potential for birds to initiate nesting during this period), and within 30 days prior to the start of work from June through August. If active songbird nests are found in the work area, a buffer of 50 feet between the nest and work area shall be established. If active raptor nests are found in the work area, a buffer of 200 feet shall be established between the nest and the work area. No work will be allowed with the buffer(s) until the young have successfully fledged. In some instances, the size of the nest buffer can be reduced and its size shall therefore be determined by the biologist in consultation with the CDFG, and shall be based to a large extent on the nesting species, its sensitivity to disturbance, and the type and frequency of disturbance.</p>	<p align="center">Project sponsor to retain qualified professional consultant to carry out and report on surveys</p>	<p align="center">Prior to construction, a preconstruction survey shall be conducted by a qualified botanist within 15 days prior to the start of work from March through May</p>	<p align="center">Copies of report from surveys to be provided to Planning Department</p>	

**EXHIBIT A:  
MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT  
(Includes Text for Adopted Mitigation and Improvement Measures)**

MEASURES ADOPTED AS CONDITIONS OF APPROVAL	Responsibility for Implementation	Schedule	Monitoring/Reporting Responsibility	Status/Date Completed
<p><b>Mitigation Measure M-BI-4: Conformity with the Planning Department’s Standards for Bird-Safe Buildings</b></p> <p>The proposed project shall conform with the applicable requirements of San Francisco Planning Department <i>Standards for Bird-Safe Buildings</i>, Public Review Draft, October 2010 that would apply to the proposed project. In the event that <i>Standards for Bird Safe Buildings</i> are adopted and effective at the time a building permit for the proposed project is sought, the proposed project shall comply with the adopted Standards in addition to any provisions contained in the Public Review Draft, October 2010, not included in the adopted Standards that, in the judgment of the ERO, would provide greater protection for birds.</p>	Project sponsor shall conform to applicable requirements	Prior to building permit issuance	Planning Department and Department of Building Inspection	
<b>Hazards and Hazardous Materials Mitigation Measures</b>				
<p><b>Mitigation Measure Hazards-1: Flammable Vapors During Construction:</b> The project sponsor shall implement a soil vapor survey to evaluate the presence of potentially flammable vapors prior to final design of the proposed building. Should the survey identify the potential presence of flammable vapors at levels greater than the lower flammability limit or lower explosive limit, then the project sponsor shall require the construction contractor to include measures to control flammable gases during construction (such as ventilation) in the construction site safety plan and to implement these measures.</p>	<p>Project sponsor and qualified soil surveyors shall prepare a soil vapor survey</p> <p>Project sponsor and project construction contractor(s) shall implement</p>	<p>Prior to the issuance of building permit</p> <p>During construction</p>	Project sponsor to provide copy of survey report to Department of Building Inspection	
<p><b>Mitigation Measure Hazards–2: Vapor Intrusion During Operation:</b> Based on the results of the soil vapor survey conducted in accordance with Mitigation Measure Hazards-1, the project sponsor shall perform a screening evaluation to assess the worst-case risks related to vapor intrusion into the subsurface structure following construction. Should the screening evaluation indicate substantial risk, then the project sponsor shall conduct additional site characterization as necessary and conduct a site-specific evaluation, including fate and transport modeling, to more accurately evaluate site risks. Should the site-specific evaluation indicate substantial risk, the project sponsor shall implement either soil and/or groundwater remediation to remove vapor sources or engineering measures such as a passive or active vent system and a membrane system to control intrusion of vapors into the proposed structure and conduct long-term monitoring for potential intrusion of vapors until risk-based cleanup levels have been met. The degree of monitoring would depend upon site specific conditions and the level of volatile organic compounds present. These actions shall be conducted in accordance with the California Department of Toxic Substances Control guidance, <i>Interim Final, Guidance for Evaluation and Mitigation of Subsurface Vapor</i></p>	<p>Project sponsor and qualified consultant shall perform a screening evaluation, and shall conduct additional site characterization and evaluation if recommended in screening evaluation.</p> <p>Project Sponsor to determine if remediation is required and</p>	<p>Prior to issuance of building permit</p> <p>Project sponsor, with assistance from qualified consultant, shall conduct monitoring for the</p>	<p>Project sponsor shall submit draft and final screening evaluation and monitoring plan to San Francisco Department of Public Health for review and approval.</p> <p>Department of Building Inspection shall ensure that any engineering measures recommended in site-specific evaluation on reports.</p>	

<b>EXHIBIT A: MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT (Includes Text for Adopted Mitigation and Improvement Measures)</b>				
<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
<i>Intrusion to Indoor Air</i> dated December 15, 2004, revised February 7, 2005 or the current version of this guidance at the time of construction. The screening level and site-specific evaluations shall be conducted under the oversight of the SFDPH and methods for compliance with this measure shall be specified in the site mitigation plan prepared in accordance with Article 22A of the San Francisco Health Code and subject to review and approval by the SFDPH.	implement long-term monitoring for potential intrusion.	duration of construction activities .		
<b>IMPROVEMENT MEASURES FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT</b>				
<b>Improvement Measure TR-1: Garage Signage</b> To minimize the possibility of traffic congestion due to vehicles queuing on Washington Street when entering the proposed garage, an electronic sign, to be activated when the garage is full, will be installed by the garage entrance on Washington Street. The sign will also direct motorists towards the Golden Gateway garage (1,350 spaces), located two blocks to the west of the project site, as an alternative parking location.	Project sponsor and project construction contractor(s) to install garage signage	Prior to building occupancy	Planning Department and Department of Building Inspection	
<b>Improvement Measure TR-3: Pedestrian Alert Device</b> The project sponsor will install an audible and visual device at the garage entrance to automatically alert pedestrians when a vehicle is exiting the facility. A sign will also be installed at the top of the garage ramp facing exiting vehicles with the words "Caution - Watch for Pedestrians" to warn motorists to be observant of pedestrians on the sidewalk.	Project sponsor and project construction contractor(s) to install pedestrian alert device	Prior to building occupancy	Planning Department and Department of Building Inspection	
<b>Improvement Measure TR-8a: Limitation on Trucking Hours</b> During construction, the project sponsor agrees to limit truck movements to the hours between 9 AM and 3:30 PM (or other times, if approved by SFMTA) to minimize construction traffic occurring between 7 and 9 AM or between 3:30 and 6 PM peak traffic hours, when trucks could temporarily impede traffic and transit flow.	Project sponsor and project construction contractor(s) to limit trucking hours	During construction	Planning Department and SFMTA	
<b>Improvement Measure TR-8b: Agency Consultation</b> The project sponsor and construction contractor(s) will meet with the Traffic Engineering Division of SFMTA, the Fire Department, Muni, and the Planning Department to determine the best method to minimize traffic congestion and potential negative effects to pedestrian or bicycle circulation during construction of the proposed project.	Project sponsor and project construction contractor(s) to consult with Planning Department,	Prior to building permit issuance	Planning Department, SFMTA, SF Fire Department, and Muni to approve method to minimize traffic congestion and potential negative	



<b>EXHIBIT A:            MITIGATION MONITORING AND REPORTING PROGRAM FOR THE 8 WASHINGTON / SEAWALL LOT 351 PROJECT            (Includes Text for Adopted Mitigation and Improvement Measures)</b>				
<b>MEASURES ADOPTED AS CONDITIONS OF APPROVAL</b>	<b>Responsibility for Implementation</b>	<b>Schedule</b>	<b>Monitoring/Reporting Responsibility</b>	<b>Status/Date Completed</b>
	SFMTA, SF Fire Department, and Muni and implement best method to reduce traffic congestion and potential negative effects during construction		effects to pedestrian or bicycle circulation	