



SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- Inclusionary Housing (Sec. 315)
- Jobs Housing Linkage Program (Sec. 313)
- Downtown Park Fee (Sec. 139)
- Transit Impact Development Fee (Admin Code)
- First Source Hiring (Admin. Code)
- Child Care Requirement (Sec. 314)
- Other (Eastern Neighborhoods-Sec. 423 & 426)

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Planning Commission Motion No. 18690 HEARING DATE: AUGUST 16, 2012

Date: August 6, 2012
Case No.: **2012.0409B**
Project Address: **China Basin Landing**
 aka 980 Third Street & 185 Berry Street
Zoning: MUO (Mixed Use Office)
 90-X Height and Bulk District
Block/Lot: 3803/005
Project Sponsor: Reuben & Junius LLP
 One Bush Street, Suite 600
 San Francisco, CA 94104
Staff Contact: Tara Sullivan – (415) 558-6257
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Recommendation: **Approval with Conditions**

ADOPTING FINDINGS APPROVING ALLOCATION OF OFFICE SQUARE FOOTAGE UNDER THE 2011-2012 ANNUAL OFFICE-DEVELOPMENT LIMITATION PROGRAM FOR A PROPOSED PROJECT LOCATED AT 980 THIRD STREET & 185 BERRY STREET, COLLECTIVELY KNOWN AS CHINA BASIN LANDING, THAT WOULD AUTHORIZE 101,982 GROSS SQUARE FEET OF OFFICE USE AT 185 BERRY STREET, WHICH WOULD RESULT IN A TOTAL OF 838,982 GROSS SQUARE FEET OF OFFICE USE ON THE SITE (492,000 SQUARE FEET AT 980 THIRD STREET AND 346,982 SQUARE FEET AT 185 BERRY STREET), PURSUANT TO PLANNING CODE SECTIONS 321, 322, AND 842.66 ON ASSESSOR'S BLOCK 3803, LOT 005 IN THE MUO (MIXED USE OFFICE) DISTRICT AND WITHIN THE 90-X HEIGHT AND BULK DISTRICT.

PREAMBLE

On March 29, 2012, Reuben & Junius LLP, on behalf of San Francisco SPF Acquisition, LLC (hereinafter "Project Sponsor") filed Application No. 2012.0409B (hereinafter "Application") with the Planning Department (hereinafter "Department") for an Office Allocation Authorization to establish 101,982 gross square feet of office use at China Basin Landing, specifically at the 185 Berry Street building, which will

result in a total of 346,982 gross square feet of office use at 185 Berry Street. The existing 492,000 gross square feet of office use will remain at 980 Third Street. In sum, the total amount of office use at China Basin Landing would increase to 838,982 gross square feet.

The Project is exempt from the California Environmental Quality Act ("CEQA") as a Class 1 categorical exemption.

On August 16, 2012, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting on Office Allocation Application No. 2012.0409B.

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

MOVED, that the Commission hereby authorizes the Office Allocation requested in Application No. 2012.0409B, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

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

1. The above recitals are accurate and constitute findings of this Commission.
2. **Site Description and Present Use.** China Basin Landing is a full-block site of approximately 226,675 square feet, located on Mission Creek between Third and Fourth Streets. The property consists of two buildings: 980 Third Street (the Wharfside building) and 185 Berry Street (the Berry Street building). 980 Third Street was constructed in 1922 and is an office building with approximately 492,000 square feet of space.¹ 185 Berry Street was constructed in 1991 and contains approximately 245,000 square feet of office space and 101,982 square feet of research and development use. The property is zoned MUO (Mixed-Use Office) with a 90-X height and bulk limit.
3. **Surrounding Properties and Neighborhood.** China Basin Landing is in the northeast portion of the South of Market neighborhood, directly across from Mission Bay. AT&T Park is across Third Street to the northeast of the site and the Caltrain Station is half-block to the southwest of the site on Fourth Street. The neighborhood is characterized by large scale office and residential buildings with heights ranging from four-to-eight stories. The majority of the adjacent area is within the Mission Bay Redevelopment Area. The area has undergone considerable new development in the past two decades, which is reflected in the building styles and uses.

¹ There is approximately 4,560 square feet of retail space in this building at the ground floor.

4. **Project Description.** The proposal is to authorize 101,982 gross square feet of office space pursuant to Planning Code Sections 321, 322, and 844.66, at China Basin Landing, specifically at the 185 Berry Street building, which will result in a total of 346,982 gross square feet of office use at 185 Berry Street. The existing 492,000 gross square feet of office use will remain at 980 Third Street. In sum, the total amount of office use at China Basin Landing would increase to 838,982 gross square feet. There are no alterations proposed for the exterior of the building.
5. **Public Comment.** The Department received no public comment on this project.
6. **Planning Code Compliance.** The Commission finds and determines that the Project is consistent with the relevant provisions of the Code in the following manner:

- A. **Open Space.** Section 135.3 requires conversions to new office space in Eastern Neighborhoods Mixed Use Districts to provide and maintain usable open space for that new office space at a ratio of one square foot per 50 square feet of new office space, and/or pay an in-lieu fee. The project proposes 101,982 square feet of new office space. Only the new office space is subject to current open space controls, which equals 2,040 square feet.

The proposed project is required to have 2,040 square feet of open space; there is approximately 61,650 gross square feet on site, located on the promenade along Mission Creek and between the two buildings. The total office use at China Basin Landing will be 838,982 square feet, which would require approximately 16,779 square feet of open space. The site contains 61,650 square feet of open space, thus China Basin Landing site complies with the open space provisions of the Planning Code.

- B. **Parking.** Section 151.1 does not require any off-street parking in the MUO District, and provides maximum parking amounts based on land use type.

The proposed project includes no new off-street parking. However, under previous approvals, China Basin Landing has 240 independently-accessible parking spaces and/or 320 valet parking spaces on site.

- C. **Loading.** Section 152.1 requires certain amounts of off-street freight loading spaces based on the type and size of uses in a project. The proposed project does not require a loading space.

The proposed project includes no new loading spaces. However, under previous approvals, China Basin Landing has four loading spaces on site.

- D. **Development Fees.** The Project is subject to the following three fees: 1) Transit Impact Development Fee per Planning Code Section 411; 2) Child Care Fee per Section 414; and 3) Eastern Neighborhoods Community Impact Fee per Planning Code Section 423.

The Project Sponsor shall pay the appropriate Transit Impact Development, Child Care and Eastern Neighborhoods Community Impact fees, pursuant to Planning Code Sections 411, 414 and 423, at the appropriate stage of the building permit application process.

- E. **Laboratory Uses.** Sections 842.85 (Laboratory, Life Science) and 842.86 (Laboratory, not including Life Science) define laboratory uses in the MUO District. Both types of laboratory uses are permitted as-of-right in the MUO Zoning District.

Laboratory uses are principally permitted at China Basin Landing and can be located anywhere within the China Basin Landing property. The existing laboratory uses will be allowed to remain on the site. Approval of the office use will not preclude this use(s) from remaining at China Basin Landing.

- F. **Office Allocation.** Section 321 establishes standards for San Francisco's Office Development Annual Limit. In determining if the proposed Project would promote the public welfare, convenience and necessity, the Commission considered the seven criteria established by Code Section 321(b)(3), and finds as follows:

I. APPORTIONMENT OF OFFICE SPACE OVER THE COURSE OF THE APPROVAL PERIOD IN ORDER TO MAINTAIN A BALANCE BETWEEN ECONOMIC GROWTH ON THE ONE HAND, AND HOUSING, TRANSPORTATION AND PUBLIC SERVICES, ON THE OTHER.

China Basin Landing has been primarily used for office space since the 1970's. 980 Third Street has been entirely used as office space; 185 Berry Street has been a combination of office and laboratory uses. The majority of square footage at 185 Berry Street is used for office (245,000 square feet) and the allocation of the remaining 101,982 square feet for office use will allow for greater flexibility with leasing the building to tenants. The existing laboratory uses at 185 Berry Street are permitted as-of-right and the allocation of the office use will not preclude this use from remaining on the subject property. There is currently more than 3.7 million gross square feet of available "Large Cap" office space in the San Francisco, thus the allocation of 101,982 square feet will not deplete the amount available. Additionally, the Project is subject to various development fees that will benefit the surrounding community. Therefore, the Project will help maintain the balance between economic growth, housing, transportation and public services.

II. THE CONTRIBUTION OF THE OFFICE DEVELOPMENT TO, AND ITS EFFECTS ON, THE OBJECTIVES AND POLICIES OF THE GENERAL PLAN.

The Project is consistent with the General Plan, as outlined in Section 8 below.

III. THE QUALITY OF THE DESIGN OF THE PROPOSED OFFICE DEVELOPMENT.

The proposed 101,982 square feet of office space will be allocated to 185 Berry Street at China Basin Landing, for a total of 838,982 square feet of office space at China Basin Landing. 185

Berry Street was constructed between 1981-1985 with an addition constructed in 2005. 980 Third Street is a converted warehouse building constructed in 1922. While the office use in this proposal will be allocated to 185 Berry Street, office uses are legally allocated to both buildings. There will be no exterior additions to 185 Berry Street or 980 Third Street associated with this proposal.

IV. THE SUITABILITY OF THE PROPOSED OFFICE DEVELOPMENT FOR ITS LOCATION, AND ANY EFFECTS OF THE PROPOSED OFFICE DEVELOPMENT SPECIFIC TO THAT LOCATION.

- a) Use. *The Project is within the MUO (Mixed Use Office) Zoning District, which permits office uses as-of-right. The majority of the uses at China Basin Landing are office and the additional allocation of 101,928 square feet is compatible with the remainder of the property and with the adjacent neighborhood.*
- b) Transit Accessibility. *China Basin Landing is well served by public transportation. The CalTrain station is located a half-block to the southwest at Fourth and Berry Streets, and the MUNI T-Third Street line runs along King Street one block to the north of China Basin Landing. Further, as a part of the Transportation Management Program established in 2005, the property owner provides a free shuttle service to regional transit facilities in Downtown San Francisco. This service will continue to be provided. The Central Subway will run along the 4th Street corridor, which is located in the immediate vicinity.*
- c) Open Space Accessibility. *China Basin Landing has a large amount of open space for the tenants on site. There is 27,000 square feet open space 'courtyard' between the two buildings and a 32,640 square foot promenade along Mission Creek. The promenade is publicly available on a 24-hour basis; the courtyard is available to tenants and the general public during regular business hours. The Planning Code requires 2,040 square feet of open space for the new office use. The total office use at China Basin Landing will be 838,982 square feet, which would require approximately 16,779 square feet of open space. China Basin Landing is exceeding this Code requirement.*
- d) Urban Design. *The proposed office space is for the existing structure at 185 Berry Street at China Basin Landing. This building was constructed in 1981-1985 with an addition in 2005, and fits into the contemporary style of the adjacent buildings in the neighborhood. 980 Third Street was constructed in 1922. Both buildings are compatible and relate to each other in terms of scale, fenestration pattern, and materials. Both are good examples of the mixed use character of the built environment in the area.*
- e) Seismic Safety. *China Basin Landing meets current seismic requirements outlined by the Building Code.*

V. THE ANTICIPATED USES OF THE PROPOSED OFFICE DEVELOPMENT IN LIGHT OF EMPLOYMENT OPPORTUNITIES TO BE PROVIDED, NEEDS OF EXISTING

BUSINESSES, AND THE AVAILABLE SUPPLY OF SPACE SUITABLE FOR SUCH ANTICIPATED USES.

- a) Anticipated Employment Opportunities. *The Project includes a total of 101,982 gross square feet of new office space. There will be a total of 838,982 square feet of office use allocated for China Basin Landing, which will be located in both 980 Third Street and 185 Berry Street. China Basin Landing has tenants ranging from technology and telecommunication companies, laboratory and research centers, marketing, real estate, and other general office uses. The allocation of 101,982 square feet of office space at China Basin Landing will enable these businesses to remain on the property while allowing the flexibility of spaces on the site.*
- b) Needs of Existing Businesses. *China Basin Landing will supply 838,982 square feet of office space in the SoMa and Mission Bay neighborhoods. This area has become a popular location for technology companies, which prefer large open offices. China Basin Landing provides this space which allows for the maximum use of the site and attracts additional like-minded businesses to the neighborhood. In contrast to Downtown, office rents in this area are generally lower and provide valuable space for smaller and/or younger businesses. Further, Mission Bay has a high concentration of laboratory and research uses and China Basin Landing will be able to continue to offer this use on site. Office uses will be allocated to the entirety of China Basin Landing, thus allowing for maximum flexibility for these new and emerging businesses. Since office space is relatively limited in this neighborhood, due to its mixed use character, an overconcentration of office use is unlikely, and the area will continue to provide a vibrant mix of uses.*
- c) Availability of Space Suitable for Anticipated Uses. *As mentioned above, China Basin Landing has the ability to provide a substantial amount of office space for emerging businesses. The neighborhood has become a popular location for technology companies, which prefer large open offices. China Basin Landing provides this space which allows for the maximum use of the site and attracts additional like-minded businesses to the neighborhood. The project will provide quality office space that is suitable for a variety of office uses and sizes.*

VI. THE EXTENT TO WHICH THE PROPOSED DEVELOPMENT WILL BE OWNED OR OCCUPIED BY A SINGLE ENTITY.

The building will not be owner-occupied. The owner will lease the office space to one or more office tenants.

VII. THE USE, IF ANY, OF TRANSFERABLE DEVELOPMENT RIGHTS ("TDR's") BY THE PROJECT SPONSOR.

The Project does not include any Transfer of Development Rights.

7. **Section 101.1 Priority Policy Findings.** Section 101.1(b)(1-8) establishes Eight Priority Planning Policies and requires review of permits for consistency with said policies.

The Commission finds and determines that the Project is consistent with the eight priority policies, for the reasons set forth below.

- a) That Existing Neighborhood-Serving Retail Uses be Preserved and Enhanced and Future Opportunities for Resident Employment in and Ownership of Such Businesses Enhanced.

China Basin Landing has approximately 4,560 square feet of retail at 980 Third Street, which primarily serves the on-site tenants. Other than this small retail space, China Basin Landing does not contain any neighborhood-serving retail uses, nor does the proposal include any retail. However, the immediate neighborhood has a large amount of neighborhood serving uses, which serve the adjacent residential and mixed uses, as well as the office uses at China Basin Landing. The addition of 101,982 square feet of office space will increase the demand for neighborhood-serving retail use in the surrounding neighborhood.

- b) That Existing Housing and Neighborhood Character be Conserved and Protected in Order to Preserve the Cultural and Economic Diversity of Our Neighborhoods.

The Project includes no exterior additions to the existing building and will not remove or add any housing. The Project falls in the SoMa/Mission Bay area, which has undergone several area plans over the past two decades and has seen the development of residential units mingled with retail, eating and drinking, and office uses. AT&T Park is adjacent to China Basin Landing – all of these uses provide a diverse cultural and economic base for the neighborhood and San Francisco. As such, an overconcentration of office use is unlikely, and the area will continue to provide a vibrant mix of uses.

- c) The City's Supply of Affordable Housing be Preserved and Enhanced.

There is no existing affordable or market-rate housing at China Basin Landing. Although the applicant will not contribute fees to the Jobs-Housing Linkage Program, other impacts fees will enhance the quality of life for the residents through physical amenities. Therefore, the Project is consistent with this priority policy.

- d) That Commuter Traffic not Impede Muni Transit Service or Overburden our Streets or Neighborhood Parking.

The area is well served by a variety of transit options, including MUNI and BART. It is a half-block from the CalTrains station and one block from the T-Third Street line and the future Central Subway Corridor. Further, the property owner provides a shuttle to transit services Downtown. It is also near several streets that are part of the City's growing bicycle network. While the MUO District does not have any off-street parking requirements, there are 240 independently-accessible parking spaces and/or 320 valet parking spaces on site, all a part of previous Planning Commission approvals. Therefore, the proposal should have no significant impact on transit or neighborhood parking.

- e) That a Diverse Economic Base be Maintained by Protecting our Industrial and Service Sectors from Displacement due to Commercial Office Development, and that Future Opportunities for Resident Employment and Ownership in these Sectors be Enhanced.

The proposal to authorize 101,982 square feet of office space at China Basin Landing will not demolish any industrial or service sector uses. Further, this allocation will provide or increase local resident employment and demand for new neighborhood-serving businesses in the area.

- f) That the City Achieve the Greatest Possible Preparedness to Protect Against Injury and Loss of Life in an Earthquake.

The Project will not create any new space that does not meet current seismic safety standards.

- g) That Landmarks and Historic Buildings be Preserved.

China Basin Landing consists of two buildings: 980 Third Street, which was constructed in 1922, and 185 Berry Street, which was constructed in 1981-1985, with an addition in 2005. Neither structure has been identified as a landmark building. Further, there are no exterior alterations as a part of this proposal and it will not impact any Landmarks or historic buildings in the vicinity.

- h) That our Parks and Open Space and their Access to Sunlight and Vistas be Protected from Development.

The proposed Project does not include any exterior additions to the existing buildings, and there will be no effect to parks, open space, access to sunlight, or vista views.

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

COMMERCE AND INDUSTRY
Objectives and Policies

OBJECTIVE 1:

MANAGE ECONOMIC GROWTH AND CHANGE TO ENSURE ENHANCEMENT OF THE TOTAL CITY LIVING AND WORKING ENVIRONMENT.

Policy 1.1:

Encourage development which provides substantial net benefits and minimizes undesirable consequences. Discourage development which has substantial undesirable consequences that cannot be mitigated.

Policy 1.3:

Locate commercial and industrial activities according to a generalized commercial and industrial land use plan.

OBJECTIVE 2:

MAINTAIN AND ENHANCE A SOUND AND DIVERSE ECONOMIC BASE AND FISCAL STRUCTURE FOR THE CITY.

Policy 2.1:

Seek to retain existing commercial and industrial activity and to attract new such activity to the city.

OBJECTIVE 3:

PROVIDE EXPANDED EMPLOYMENT OPPORTUNITIES FOR CITY RESIDENTS, PARTICULARLY THE UNEMPLOYED AND ECONOMICALLY DISADVANTAGED.

Policy 3.1:

Promote the attraction, retention and expansion of commercial and industrial firms which provide employment improvement opportunities for unskilled and semi-skilled workers.

Policy 3.4:

Assist newly emerging economic activities.

The proposal to authorize 101,982 square feet of office space at China Basin Landing meets the goals of the Commerce & Industry Element. It will allow for new office tenants to locate to this area, will provide flexibility of office space and use on the site, and will serve San Francisco's needs for providing new office space. In addition, this portion of the City has been a focus of new plan areas and development, and the proposal to authorize additional office space at China Basin Landing is in keeping with these area plans while promoting new economic activity and businesses. It will enable the China Basin Landing site and the neighborhood to retain and attract new office tenants. The allocation of the 101,982 office use will enable the entirety of China Basin Landing to provide office uses, while enabling flexibility with current tenants. Lastly, authorization of the office space will result in the collection of significant development fees that will benefit the community and would not otherwise be required.

EAST SOMA AREA PLAN
Objectives and Policies

OBJECTIVE 1.1:

ENCOURAGE PRODUCTION OF HOUSING AND OTHER MIXED-USE DEVELOPMENT IN EAST SOMA WHILE MAINTAINING ITS EXISTING SPECIAL MIXED-USE CHARACTER.

Policy 1.1.2:

Encourage small flexible, office space throughout East SoMa and encourage larger office in the 2nd Street Corridor.

OBJECTIVE 1.4:

SUPPORT A ROLE FOR "KNOWLEDGE SECTOR" BUSINESSES IN EAST SOMA.

Policy 1.4.3:

Continue to allow larger research and development office-type uses that support the Knowledge Sector in the 2nd Street Corridor.

The authorization of 101,982 square feet of office space at China Basin Landing is in keeping with the East SoMa Area Plan. It will continue to contribute to the mixed use character of this portion of San Francisco, and is close to the Second Street Corridor, which is a focus of office development. Further, the authorization of office use will allow for flexibility of space and tenants at China Basin Landing, for it will permit additional 'knowledge sector' businesses to locate here while still accommodating the existing research and development uses on site. Lastly, authorization of the office space will result in the collection of significant development fees that will benefit the community and would not otherwise be required.

9. The Project is consistent with and would promote the general and specific purposes of the Planning Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.
10. The Commission finds that granting the Office Authorization in this case would promote the public welfare, convenience and necessity of the City for the reasons set forth above.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby **APPROVES Office Development Application No. 2012.0409B** subject to the conditions attached hereto as Exhibit A, which is incorporated herein by reference as though fully set forth, in general conformance with the plans stamped Exhibit B and dated August 16, 2012, on file in Case Docket No. 2012.0409B.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Section 321 and 322 Office-Space Allocation to the Board of Appeals within fifteen (15) days after the date of this Motion. The effective date of this Motion shall be the date of adoption of this Motion if not appealed (after the 15-day period has expired) OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. For further information, please contact the Board of Appeals at (415) 575-6880, 1660 Mission, Room 3036, San Francisco, CA 94103.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on August 16, 2012.

Linda D. Avery
Commission Secretary

AYES: Fong, Wu, Moore, Sugaya, Antonini, Hillis

NAYS:

ABSENT: Borden

ADOPTED: August 16, 2012

EXHIBIT A

AUTHORIZATION

This authorization is for and Office Allocation Authorization to establish 101,982 gross square feet of office use at China Basin Landing, specifically at the 185 Berry Street building, for a total of 838,982 gross square feet of office use on the site (492,000 square feet at 980 Third Street, 346,982 square feet at 185 Berry Street), located at Block 3803, Lot 005, pursuant to Planning Code Section(s) **321, 322, and 842.66** within the **MUO** District and a **90-X** Height and Bulk District; in general conformance with plans, dated **August 6, 2012**, and stamped "EXHIBIT B" included in the docket for Case No. **2012.0409B** and subject to conditions of approval reviewed and approved by the Commission on **August 16, 2012** under Motion No. **18690**. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on **August 16, 2012** under Motion No **18690**.

NOTE: There have been several Notice of Special Restrictions ("NSRs") placed on 185 Berry Street that are associated with past entitlement approvals. Variances were granted by the Zoning Administrator in 1997 (Variance Case No. 89.448V, dated March 13, 1990) and 2004 (Variance Case No. 2003.0997V, dated June 30, 2004) for off-street parking requirements. While the former M-2 Zoning District had parking requirements, these were removed when the property was rezoned to MUO in 2008. Because no mandatory parking requirements currently exist for 185 Berry Street, the 1997 and the 2004 NSRs that relate to parking can be removed from the property. The condition requiring China Basin Landing to provide a Transportation Management Program to operate a shuttle service to downtown transit terminals still applies to the property. This condition is duplicated in Planning Commission Motion Nos. 17069 (Case No. 2005.0106C, dated July 28, 2005) and 17070 (Case No. 2005.0106B, dated July 28, 2005), which authorized the Planned Unit Development at 185 Berry Street. Therefore, the release of the 1997 and 2004 NSRs will not remove that service from the property. Lastly, the release of the 2001 NSR is justified because this project was never constructed and was specifically revoked in later Planning Commission approvals.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. **18690** shall be reproduced on the Index Sheet of construction plans submitted with the site or building permit application for the Project. The Index Sheet of the construction plans shall reference to the Conditional Use authorization and any subsequent amendments or modifications.

SEVERABILITY

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

CHANGES AND MODIFICATIONS

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

Conditions of approval, Compliance, Monitoring, and Reporting

PERFORMANCE

Validity and Expiration. The authorization and right vested by virtue of this action is valid for three years from the effective date of the Motion. A building permit from the Department of Building Inspection to construct the project and/or commence the approved use must be issued as this Office Development is only an approval of the proposed project and conveys no independent right to construct the project or to commence the approved use. The Planning Commission may, in a public hearing, consider the revocation of the approvals granted if a site or building permit has not been obtained within 18 months of the date of the Motion approving the Project. Once a site or building permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. The Commission may also consider revoking the approvals if a permit for the Project has been issued but is allowed to expire and more than three (3) years have passed since the Motion was approved.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Extension. This authorization may be extended at the discretion of the Zoning Administrator only where failure to issue a permit by the Department of Building Inspection to perform said tenant improvements is caused by a delay by a local, State or Federal agency or by any appeal of the issuance of such permit(s).

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Development Timeline - Office. Pursuant to Planning Code Section 321(d) (2), construction of an office development shall commence within 18 months of the effective date of this Motion. Failure to begin work within that period or to carry out the development diligently thereafter to completion, shall be grounds to revoke approval of the office development under this Office Allocation Authorization.

Permits for a portion of office use at 185 Berry Street may be permitted under this Motion; however, the allocation will only vest for those portions that are subject to the associated building permit. The entirety of the 101,982 square feet must be vested by the issuance of building permit(s) to enact the office space to

185 Berry Street prior to the 18 month deadline. After the 18 month deadline noted above, the Planning Commission will monitor the office allocation at China Basin Landing on an annual basis pursuant to Planning Commission Resolution No. 16418 (dated May 30, 2002).

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

PROVISIONS

Transportation Management Program. Pursuant to Planning Code Section 163, the Project Sponsor shall provide on-site transportation brokerage services for the actual lifetime of the project. The Project Sponsor currently operates this Program under Planning Commission Motion Nos. 17069 and 17070. If there are to be any modifications to this Program, the Project Sponsor will contact the Planning Department and execute a new agreement with the Planning Department documenting the project's Transportation Management Program, subject to the approval of the Planning Director.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Transit Impact Development Fee. Pursuant to Planning Code Sections 411 (formerly Chapter 38 of the Administrative Code) and 179.1(g), the Project Sponsor shall pay the Transit Impact Development Fee (TIDF) as required by and based on drawings submitted with the Building Permit Application. Prior to the issuance of a temporary certificate of occupancy, the Project Sponsor shall provide the Planning Director with certification that the fee has been paid.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Childcare Requirements for Office and Hotel Development Projects. Pursuant to Section 414 (formerly 314), the Project Sponsor shall pay the in-lieu fee as required. The net addition of gross floor area subject to the fee shall be determined based on drawings submitted with the Building Permit Application.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Eastern Neighborhoods Infrastructure Impact Fee. Pursuant to Planning Code Section 423 (formerly 327), the Project Sponsor shall comply with the Eastern Neighborhoods Public Benefit Fund provisions through payment of an Impact Fee pursuant to Article 4.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

MONITORING - AFTER ENTITLEMENT

Enforcement. Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other City departments and agencies for appropriate enforcement action under their jurisdiction.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Revocation due to Violation of Conditions. Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

Sidewalk Maintenance. The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, <http://sfdpw.org>

Community Liaison. Prior to issuance of a building permit to construct the project and implement the approved use, the Project Sponsor shall appoint a community liaison officer to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org