



# SAN FRANCISCO PLANNING DEPARTMENT

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## Executive Summary DETERMINATION OF COMPLIANCE UNDER PLANNING CODE SECTION 309

HEARING DATE: FEBRUARY 10, 2011

*Date:* January 27, 2011  
*Case No.:* 2006.1524EBKXV  
*Project Address:* 350 MISSION STREET  
*Existing Zoning:* C-3-O(SD) (Downtown Office Special Development)  
350-S/150-S Height and Bulk District  
*Block/Lot:* 3710/017  
*Project Sponsor:* GLL US Office, LP  
c/o James Reuben of Reuben & Junius, LLP  
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San Francisco, CA 94104  
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### PROJECT DESCRIPTION

The Project would entail the demolition of the existing four-story building at the Project Site and construction of a new 24-story, tall office building, reaching a roof height of 350 feet, with a mechanical screen reaching a height of approximately 374 feet. The building would include approximately 340,000 square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space. The Project is designed to achieve LEED Platinum certification.

### SITE DESCRIPTION AND PRESENT USE

The Project Site is an 18,909 sq. ft., roughly square, parcel located at the northeast corner of Mission and Fremont Streets. The Project Site is within the C-3-O District and the 550-S Height and Bulk District, and is also within the proposed Transit Center District Plan ("TCDP") Area.

At present, the Project Site is four-story building containing approximately 95,000 sq. ft. of office and retail/personal services uses. The three upper floors are currently vacant. They were previously occupied by Heald College, which recently moved its San Francisco campus to a new location at 875 Howard Street. The ground-floor is presently occupied by several retail tenants.

### SURROUNDING PROPERTIES & NEIGHBORHOOD

The Project Site is located in an area characterized by dense urban development. Existing height limits on the subject block range from 450 to 550 feet. There are many high-rise structures containing dwellings, offices and other commercial uses. The Project Site is surrounded by a number of high-rise buildings. 45 Fremont Street is a 34-story office building located directly to the north. 50 Beale Street is a 23-story office building located to the east. 50 Fremont Street is a 43-

story office building across Fremont Street to the west. The Millennium (301 Mission Street) is a residential development consisting of a 60-story residential building and an 11-story tower, located across Mission Street to the south. There are numerous smaller commercial buildings in the area as well. The site of the former Transbay Terminal and proposed Transit Center is located opposite the Project Site at the southwest corner of Mission and Fremont Streets. The future Transit Center is planned to accommodate local, regional, and national bus service, as well as Caltrain and California High Speed Rail service.

### ENVIRONMENTAL REVIEW

On September 15, 2010, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until November 11, 2010. On October 21, 2010, the Planning Commission conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On January 27, 2011, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project.

### HEARING NOTIFICATION REQUIREMENTS

TYPE	REQUIRED PERIOD	REQUIRED NOTICE DATE	ACTUAL NOTICE DATE	ACTUAL PERIOD
Classified News Ad	20 days	January 21, 2011	January 21, 2011	20 days
Posted Notice	20 days	January 21, 2011	January 21, 2011	20 days
Mailed Notice	10 days	January 31, 2010	January 20, 2011	21 days

### PUBLIC COMMENT

To date, Department staff has received no comments on the proposed project.

### ISSUES AND OTHER CONSIDERATIONS

- **Bulk:** The Project Site is located in a "S" Bulk District, which provides the following bulk controls for the lower tower of the building: a maximum length of 160 feet, a maximum diagonal dimension of 190 feet, a maximum floor size of 20,000 sq. ft., a maximum average floor size of 17,000 sq. ft. The lower tower of the project complies with the applicable bulk controls. The upper tower bulk controls are as follows: a maximum length of 130 feet, a maximum diagonal dimension of 160 feet, a maximum floor size of 17,000 sq. ft., and a maximum average floor size of 12,000 sq. ft. The upper tower exceeds the specified bulk controls for maximum diagonal dimension (each floor proposed at approximately 178 feet), and for the maximum average floor size (each floor proposed at approximately 15,020 square feet).

Pursuant to Planning Code Section 272, exceptions to bulk limits in C-3 Districts may be granted provided at least one of five specified criteria is met. The manner in which the building is separated into base, lower and upper tower divides the mass of the building into distinct elements. The base of the building is defined by a tall expanse of clear glass which provide a gracious pedestrian realm and offer views into the interior public open

space and retail areas. The top of the building is finished by a tall mechanical screen that echoes the use of tilting glass panels and the remainder of the facade, but is distinguished by the added height of these modules. At a detailed level, the tilting glass panels create a woven texture that provides depth and shadow to the building, and creates a dynamically shifting appearance to the building the changes depending on the orientation of the viewer. The added bulk is not anticipated to significantly affect light and air to adjacent buildings. The Project fronts on two wide public streets (Fremont and Mission Streets). These streets serve to maintain a separation and openness along these frontages. In addition, the building is lower in scale than many existing and planned buildings in the vicinity, including the future Transit Tower, and is proposed at a height 200 feet lower than the permitted height of the 550-S Height and Bulk District. The scale of the project is compatible with other buildings in the vicinity, and will also be compatible within the skyline from distant vantage points.

- **Separation of Towers.** Pursuant to Planning Code Section 132.1(c)(1), all structures in the "S" Bulk District provide a minimum setback of 15 feet from interior property lines and from the property lines abutting a public street or alley, as measured from the center of the public right-of-way. This setback increases along a sloping line for building heights above 300 feet. The project complies with this setback along the Mission and Fremont Street frontages. Along the east elevation, the glazed exterior wall would be set back approximately 14 feet from the side property line. The core wall, comprising about one-third of the length of the east elevation, would be set back approximately 6.5 feet from the property line. Along the north elevation, the building will be set back approximately 6.5 feet from the property line.

Section 132.1 allows exceptions to these if it is determined that restrictions on adjacent properties make it unlikely that development will occur at a height or bulk which will impair access to light and air or the appearance of separation between buildings, thereby making full setbacks unnecessary. The project site is a corner lot fronting on two wide streets, creating ample distance between it and the buildings to the south and west. The Transbay Joint Power Authority ("TJPA") has proposed to develop the southwest corner of Mission and Fremont Street as a public plaza with the low-rise Transit Center beyond. These future TJPA developments will maintain openness, light, and air to nearby blocks. Along the east elevation, the majority of the wall would encroach minimally into the required setback. Along the north elevation, the proposed setback for the project, combined with the existing courtyard on the adjacent property, would create a separation of approximately 45 feet. The adjacent properties to the north and east of the project are occupied by high-rise office buildings that are unlikely to be redeveloped in a different configuration.

- **Curb-Cut Location.** Planning Code Section 155(r) specifies that, in C-3 Districts, where alternative frontages are available, no curb cuts accessing off-street parking or loading shall be created or utilized on street frontages identified as a Transit Preferential, Citywide Pedestrian Network, or Neighborhood Commercial Streets as designated in the Transportation Element of the General Plan or designated an official City bicycle route or lane. Where no alternative frontage is available, curb cuts may be approved as an exception pursuant to Section 309 where it can be clearly demonstrated that the final

design of the parking access minimizes negative impacts to transit movement and to the safety of pedestrians and bicyclists to the fullest extent feasible. The project includes vehicular and loading access via Fremont Street, which is designated as a Transit Preferential Street in the General Plan. However, Mission Street is not a suitable alternative for vehicular access, due to heavy volumes of transit and pedestrian activity. In addition, Mission Street is designated as a Transit Preferential Street and a Citywide Pedestrian Network Street in the General Plan, and would require Conditional Use Authorization. Numerous mitigation measures are included in the Mitigation, Monitoring, and Reporting Program to minimize impacts of the curb cut to transit service, pedestrians, and cyclists.

- **Ground-Level Wind Currents.** Pursuant to Planning Code Section 148, new buildings in C-3 Districts must be designed so as not cause ground-level wind currents to exceed specified comfort levels. When preexisting ambient wind speeds exceed the comfort levels, new buildings must be designed to attenuate ambient wind speeds to meet the specified comfort level. According to the wind analysis prepared for the project, eight out of 70 test points in the vicinity currently exceed the pedestrian comfort level. Construction of the project would add one new exceedance. An exception to the requirements of Section 148 may be granted if the building cannot be shaped to meet the requirements without creating an ungainly building form, and unduly restricting the development potential of the building site, and the additional exceedances are insubstantial.

The increase in wind speeds would be minimal, ranging the maximum wind speed by two miles per hour. The percent of time that the comfort level is exceeded would remain the same, at six percent. The project would not cause wind speeds to exceed the hazard criterion of 26 miles per hour.

- **Retail at Second Level.** The project is proposed at the maximum permitted Floor Area Ratio (FAR). The Project Sponsor has indicated a desire to incorporate additional retail space at the second level, however, such space would need to be excluded from the calculation of gross floor area in order for the building to comply with the maximum FAR. Within C-3 Districts, the Planning Code allows retail spaces at mezzanine levels to be excluded from the calculation of gross floor area. As currently proposed, the second level of the project does not meet the definition of a mezzanine pursuant to the Building Code. However, a Condition of Approval has been added to the draft motion enabling the project sponsor to add the described retail space during building permit review, provided that the second level can be designed to qualify as a mezzanine. The configuration of this additional retail space would need to preserve sufficient public open space to meet the open space requirements of the Planning Code.
- **Width of Garage Opening.** Planning Code Section 155(s)(5)(A) specifies that a shared parking and loading garage entry may not exceed 27 in width. The project proposed a shared garage entry with a width of 33 feet, and is therefore requesting a Variance from this requirement.

## REQUIRED ACTIONS

In order for the project to proceed, the Commission must 1) Adopt Findings under the California Environmental Quality Act; 2) Allocate 340,320 square feet of office space under the Annual Office Development Limitation Program (Planning Code Sections 321 and 322); and, 3) Determine that the project complies with Planning Code Section 309, granting requests for three exceptions regarding General Standards for Off-Street Parking and Loading (Section 155(r)), Reduction of Ground-Level Wind Currents in C-3 Districts (Planning Code Section 148), and Bulk Limits (Planning Code Sections 270, 272). In addition, the Zoning Administrator would need to grant a Variance from the requirements for Off-Street Parking and Loading in C-3 Districts (Planning Code Section 155(s)(5)(A)), to allow a shared parking and loading garage opening with a width of 33 feet, exceeding the maximum permitted width of 27 feet.

## BASIS FOR RECOMMENDATION

- The project will add office and retail space that will contribute to the employment base of the City and bolster the viability of the Downtown Core as the center of commerce for the City.
- The new employees within the building would support commercial establishments in the surrounding area.
- The project has been designed to target LEED-Platinum certification.
- Public transit and neighborhood-serving commercial establishments are abundant in the area. Employees would be able to walk or utilize transit to commute and satisfy convenience needs without reliance on the private automobile. This pedestrian traffic will activate the sidewalks and open space areas in the vicinity.
- The Project will enhance the quality of the pedestrian experience along both Fremont and Mission Streets by providing a high-quality publicly accessible open space within the building a prominent corner.
- The project meets the goals and objectives of the draft Transit Center District Plan to concentrate office development near the future Transit Center and other high-level transit service.
- The project meets all applicable requirements of the Planning Code, aside from the exceptions requested pursuant to Planning Code Section 309 and the cited Variance request.

<b>RECOMMENDATION:</b> <b>Approval with Conditions</b>
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### Attachments:

Draft CEQA Findings Motion  
Draft Section 309 Motion  
Draft Section 321/322 Motion  
Block Book Map  
Sanborn Map  
Aerial Photograph  
Zoning District Map  
Brief from Project Sponsor, dated January 26, 2011  
Graphics Package from Project Sponsor

## Exhibit Checklist

- |   |   |
|---|---|
| <input checked="" type="checkbox"/> Executive Summary   | <input checked="" type="checkbox"/> Project sponsor submittal |
| <input checked="" type="checkbox"/> Draft Motion        | Drawings: <u>Existing Conditions</u>                          |
| <input type="checkbox"/> Environmental Determination    | <input checked="" type="checkbox"/> Check for legibility      |
| <input checked="" type="checkbox"/> Zoning District Map | Drawings: <u>Proposed Project</u>                             |
| <input checked="" type="checkbox"/> Height & Bulk Map   | <input checked="" type="checkbox"/> Check for legibility      |
| <input checked="" type="checkbox"/> Parcel Map          |   |
| <input checked="" type="checkbox"/> Sanborn Map         |   |
| <input checked="" type="checkbox"/> Aerial Photo        |   |
| <input checked="" type="checkbox"/> Context Photos      |   |
| <input checked="" type="checkbox"/> Site Photos         |   |

Exhibits above marked with an "X" are included in this packet

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Planner's Initials

KMG: G:\Documents\Projects\350 Mission\2006.1524EBKXV - 350 Mission St - Exec Sum.doc



# SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- Inclusionary Housing
- Childcare Requirement
- Jobs Housing Linkage Program
- Downtown Park Fee
- Public Art
- Public Open Space
- First Source Hiring (Admin. Code)
- Transit Impact Development Fee
- Other

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## Planning Commission Draft Motion CEQA Findings

HEARING DATE: FEBRUARY 10, 2011

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Case No.: **2006.1524EBKXV**  
Project Address: **350 MISSION STREET**  
Existing Zoning: C-3-O(SD) (Downtown Office Special Development)  
350-S/150-S Height and Bulk District  
Block/Lot: 3710/017  
Project Sponsor: GLL US Office, LP  
c/o James Reuben of Reuben & Junius, LLP  
One Bush Street, Suite 600  
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**ADOPTING FINDINGS PURSUANT TO THE CALIFORNIA ENVIRONMENTAL QUALITY ACT AND ADOPTING A STATEMENT OF OVERRIDING CONSIDERATIONS FOR A PROJECT TO DEMOLISH AN EXISTING FOUR STORY BUILDING CONTAINING OFFICE SPACE AND RETAIL USES, AND CONSTRUCT A NEW 24-STORY, 350-FOOT TALL BUILDING CONTAINING APPROXIMATELY 340,000 SQUARE FEET OF OFFICE USES, APPROXIMATELY 1,000 SQUARE FEET OF RETAIL SPACE, APPROXIMATELY 23,500 SQUARE FEET OF SUBTERRANEAN PARKING AREA, AND APPROXIMATELY 12,700 SQUARE FEET OF PUBLICLY-ACCESSIBLE INTERIOR OPEN SPACE, LOCATED AT 350 MISSION STREET (ASSESSOR'S BLOCK 3710, LOT 017), WITHIN THE C-3-O (DOWNTOWN OFFICE) DISTRICT AND THE 550-S HEIGHT AND BULK DISTRICT**

In determining to approve the proposed project located at 350 Mission Street (Assessor's Block 3710, Lot 017; the "Project Site"), the San Francisco Planning Commission ("Planning Commission" or "City") makes and adopts the following findings of fact regarding the Project and mitigation measures based on substantial evidence in the whole record of this proceeding and pursuant to the California Environmental Quality Act, California Public Resources Code Section 21000 et seq. ("CEQA"), particularly Section 21081 and 21081.5, the Guidelines for

Implementation of CEQA, 14 California Code of Regulations Section 15000 et seq. (“CEQA Guidelines”), particularly Section 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 proposed 350 Mission Street Office Development Project (“Project”), the environmental review process for the Project, the Planning Commission actions to be taken, and the location of records.

**Section II** sets forth findings regarding significant impacts and the disposition of the mitigation measures proposed in the Final EIR. **Exhibit A**, attached, contains the Mitigation Monitoring and Reporting Program (“MMRP”), which provides a table setting forth each mitigation measure listed in the Draft Environmental Impact Report, including the Initial Study contained in Appendix A of the DEIR, that is required to reduce or avoid a significant adverse impact. **Exhibit A** also includes improvement measures that will ameliorate less-than-significant Project effects. The MMRP specifies the agency responsible for implementation of each mitigation and improvement measure, establishes monitoring actions and a monitoring schedule. The MMRP is required by CEQA Section 21081.6 and CEQA Guidelines Section 15091.

**Section III** identifies significant project-specific or cumulative impacts that would not be eliminated or reduced to an insignificant level by the mitigation measures listed in **Exhibit A**.

**Section IV** identifies the Project alternatives that were analyzed in the EIR and discusses the reasons for rejecting each.

**Section V** sets forth the Planning Commission’s Statement of Overriding Considerations pursuant to CEQA Guidelines Section 15093.

## **I. Project Description and Procedural Background**

### **a. Project Site**

The Project Site is an 18,909 sq. ft., roughly square, parcel located at the northeast corner of Mission and Fremont Streets. The Project Site is within the C-3-O District and the 550-S Height and Bulk District, and is also within the proposed Transit Center District Plan (“TCDP”) Area. At present, the Project Site is four-story building containing approximately 95,000 sq. ft. of office and retail/personal services uses. The three upper floors are currently vacant. They were previously occupied by Heald College, which recently moved its San Francisco campus to a new location at 875 Howard Street. The ground-floor is presently occupied by several retail tenants.

### **b. Surrounding Area**

The Project Site is located in an area characterized by dense urban development. Existing height limits on the subject block range from 450 to 550 feet. There are many high-rise structures containing dwellings, offices and other commercial uses. The Project Site is surrounded by a



number of high-rise buildings. 45 Fremont Street is a 34-story office building located directly to the north. 50 Beale Street is a 23-story office building located to the east. 50 Fremont Street is a 43-story office building across Fremont Street to the west. The Millennium (301 Mission Street) is a residential development consisting of a 60-story residential building and an 11-story tower, located across Mission Street to the south. There are numerous smaller commercial buildings in the area as well. The site of the former Transbay Terminal and proposed Transit Center is located opposite the Project Site at the southwest corner of Mission and Fremont Streets. The future Transit Center is planned to accommodate local, regional, and national bus service, as well as Caltrain and California High Speed Rail service.

**c. Project Description**

The Project would demolish the existing four-story building at the Project Site and construct a new 24-story, tall office building, reaching a roof height of 350 feet, with a mechanical screen reaching a height of approximately 374 feet. The building would include approximately 340,000 square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space. The Project is designed to achieve LEED Platinum certification. A single entrance at the northwest corner of the Project Site on Fremont Street would provide access to both parking and loading facilities.

The Project analyzed in the EIR consists of a series of approvals that together define the terms under which the Project will occur. It is composed of the following major permits and approvals, and related and collateral actions:

- A Determination of Compliance by the Planning Commission under Section 309 of the Planning Code, including the granting of exceptions from the building bulk requirements of Planning Code Section 270, from the separation of towers requirement of Planning Code Section 132.1(c), from the ground-level wind current requirements of Planning Code Section 148, and to allow a curb cut a Transit Preferential Street pursuant to Planning Code Section 155;
- Approval by the Planning Commission of an allocation of office space under Sections 321 and 322 of the Planning Code (Office Development Annual Limit);
- Initial determination by the Planning Commission of the net addition of gross floor area of office use under Planning Code Sections 412, 413 and 414.
- Variance from the Zoning Administrator pursuant to Planning Code Section 305 for a variance from the maximum driveway width under Planning Code 155;
- General Plan and Planning Code section 101.1 priority policy consistency determinations;
- Street Space Permit from the Bureau of Street Use and Mapping for use of a public street space during project construction (for a pedestrian walkway);

- Special Traffic Permit from the Department of Parking and Traffic for use of a public street space during project construction (for a pedestrian walkway);
- Bay Area Air Quality Management District approval for Authority to Construct and Permit to Operate a diesel-powered emergency generator;
- Grading, demolition, site and building permits from the Department of Building Inspection.

**d. Environmental Review**

On June 2, 2010, the Planning Department (“Department”) published the Initial Study and provided public notice of the availability of the IS for public review and comment and of a public scoping meeting. Public notice was provided (1) by publication in a newspaper of general circulation, (2) by mail to owners and occupants within 300 feet of the Project Site, as well as to persons and organizations requesting such notice from the Department; and (3) by mail to appropriate state, local, and federal agencies, including Responsible Agencies, Trustee Agencies, and other agencies required by law to receive such notice. On June 3, 2010, copies of the DEIR were delivered to the State Clearinghouse for distribution to state agencies.

The Department held a duly advertised public scoping meeting on June 22, 2010, at which opportunity for public comment was given and received from one member of the public. The period for acceptance of written comments ended on July 2, 2010.

On September 15, 2010, the Department published the Draft Environmental Impact Report (hereinafter “DEIR”) and provided public notices of the availability of the DEIR for public review and comment and of the date and time of the Planning Commission public hearing on the DEIR. Public notice was provided (1) by publication in a newspaper of general circulation, (2) by posting Notices of Availability near the Project Site; (3) by mail to owners and occupants within 300 feet of the Project Site, as well as persons and organizations requesting such notice from the Department; and (4) by mail to appropriate state, local, and federal agencies, including Responsible Agencies, Trustee Agencies, and other agencies required by law to receive such notice.

On September 16, 2010, 15 copies of the DEIR were delivered to the State Clearinghouse for distribution to government agencies. On September 15, 2010, copies of the DEIR were mailed or otherwise delivered to a list of persons requesting it and to government agencies.

A Notice of Completion was filed with the State Secretary of Resources via the State Clearinghouse on September 16, 2010.

The Planning Commission held a duly advertised public hearing on the DEIR on October 28, 2010, at which opportunity for public comment was given. The period for acceptance of written comments ended on November 2, 2010.

The Planning Department prepared responses to comments on environmental issues received at the public hearing and in writing during the public review period for the DEIR, prepared revisions to the text of the DEIR in response to comments received or based on additional information that became available during the public review period, and corrected errors in the DEIR. This material was presented in the "Comments and Responses" published on January 26, 2011, which was distributed on January 27, 2011, to the Planning Commission and to all parties who commented on the DEIR, and was available to others upon request at Department offices.

A Final EIR has been prepared by the Planning Department, consisting of the DEIR, any consultations and comments received during the review process, and the Comments and Responses all as required by law. Since publication of the DEIR, no new information of significance has become available that would require recirculation of the EIR under CEQA Guidelines Section 15088.5.

**e. Planning Commission Actions**

The Planning Commission is currently considering various actions ("Actions") in furtherance of the Project, which include the following:

- Certification of the Final EIR;
- Adoption of these CEQA Findings, including mitigation measures and the MMRP;
- Determination of Compliance and granting of exceptions under Planning Code Section 309;
- Allocation of office space under Planning Code Sections 321 and 322
- Initial determination of the net addition of gross floor area of office use under Planning Code Sections 412, 413 and 414.

**f. Content and Location of Record**

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

- The EIR, and all documents referenced in or relied upon by the EIR;
- All information (including written evidence and testimony) provided by City staff to the Planning Commission relating to the EIR, the proposed approvals and entitlements, the Project, and the alternatives set forth in the EIR;
- All information (including written evidence and testimony) presented to the Planning Commission by the environmental consultant and subconsultants who prepared the EIR, or incorporated into reports presented to the Planning Commission;

- All information (including written evidence and testimony) presented to the City from other public agencies relating to the Project or the EIR;
- All applications, letters, testimony, and presentations presented to the City by the Project Sponsor and its consultants in connection with the Project;
- All information (including written evidence and testimony) presented at any public hearing or public scoping meeting related to the Project and the EIR, or submitted as comments on the DEIR;
- The MMRP; and
- All other documents comprising the record pursuant to Public Resources Code Section 21167.6(e).

The public hearing transcript, a copy of all letters regarding the Final EIR received during the public review period, the administrative record, and background documentation for the Final EIR are located at the Planning Department, 1650 Mission Street, 4<sup>th</sup> Floor, San Francisco. The Planning Commission Secretary, Linda Avery, is the custodian of these documents and materials.

These findings are based upon substantial evidence in the entire record before the Planning Commission. The references set forth in these findings to certain pages or sections of the EIR or responses to comments in the Final EIR are for ease of reference and are not intended to provide an exhaustive list of the evidence relied upon for these findings.

## **II. Findings Regarding Mitigation Measures**

The Project's FEIR includes a series of mitigation measures that have been identified that would reduce or eliminate potential environmental impacts of the Project. Mitigation measures described in FEIR include measures related to cultural resources, transportation, noise, air quality, and hazardous materials. The full text of the mitigation measures is set forth in the MMRP. The Commission hereby adopts these mitigation measures, as set forth in the attached Exhibit A to this motion, which shall be adopted as conditions of approval of the Project. The Planning Commission is adopting all mitigation measures proposed in the FEIR. The Planning Commission finds that the following mitigation measures are feasible and will mitigate the potential impacts of the Project construction to a less-than-significant level, except as otherwise described in the mitigation measure below. There are two impacts that cannot be reduced to a level of insignificance, even with adoption of the mitigation measures, and those impacts are specifically identified below. All mitigation measures shall be adopted as a condition of Project approval.

### **a. Cultural Resources**

**Impact CP-2:** The proposed project would result in damage to, or destruction of, as-yet unknown archaeological or human remains, should such remains exist beneath the project site. (Potentially Significant)

**M-CP-2: Archaeological Resources.** According to the Initial Study, contained in Appendix A of the FEIR, it is reasonable to presume that archaeological resources may be present in the soils beneath the Project Site. Any potentially significant adverse effect of below-grade excavation and Project construction on such resources can be mitigated to a less-than-significant level if the Project Sponsor retains the services of a qualified archaeological consultant to, in consultation with City staff, (i) undertake an archaeological testing program to determine whether such resources are present, and, (ii) if necessary, to implement an archaeological monitoring and/or data recovery program to ensure that construction does not significantly and adversely effect such resources.

**b. Transportation**

**Impact TR-4:** Traffic entering and exiting the proposed project garage on Fremont Street could interfere with, and be delayed by, Golden Gate Transit buses boarding at the Fremont Street curb, potentially obstructing pedestrian traffic on the east sidewalk of Fremont Street and potentially resulting in safety hazards. (Significant but Mitigable)

**Impact TR-5:** The proposed project would not result in substantial overcrowding on public sidewalks, but would create potentially hazardous conditions for pedestrians or otherwise interfere with pedestrian accessibility to the site and adjoining areas. (Significant but Mitigable)

**Impact TR-7:** The proposed project would not result in a loading demand during the peak hour of loading activities that could not be accommodated within proposed on-site loading facilities or within convenient on-street loading zones, but could create potentially hazardous conditions or significant delays affecting traffic, transit, bicycles or pedestrians. (Significant but Mitigable)

**Impact TR-9:** Project construction, along with construction of the planned Transit Center and other nearby projects, would result in disruption of nearby streets, transit service, and pedestrian and bicycle circulation. (Significant and Unavoidable)

**M-TR-4a: Relocation of Golden Gate Transit Bus Stops.** According to the FEIR, traffic entering and exiting the proposed project garage could interfere with, and be delayed by, Golden Gate Bridge, Highway, and Transportation District (“GGT”) buses boarding at the Fremont Street curb. This effect would be limited to afternoon hours, when the outbound commuter stops are in use by GGT. The impact would be avoided if the Project Sponsor were to work with the GGT and the San Francisco Municipal Transportation Authority (“MTA”) to relocate the bus stop for GGT lines 26, 27, and 44 by 20 feet south of its existing location, and to relocate the bus stop for line 38 by 20 feet north of its existing location. Relocation of the bus stops would allow adequate space for buses to pull into and out of their bus stops without being affected by vehicles entering and exiting the Project garage and loading dock. The relatively small size of the garage (61 spaces) and correspondingly low volumes of vehicles using it would further minimize the potential for conflicts.

**M-TR-4b: Garage Attendant.** According to the FEIR, stopped GGT buses on Fremont Street could partially block sightlines for vehicles leaving the garage. Some drivers could pull onto the sidewalk or into the curb lane to obtain a better view of oncoming traffic, resulting in the potential for safety hazards or obstruction of GGT buses and pedestrians. This impact would be avoided by stationing an attendant at the project driveway to assist drivers departing the garage during p.m. peak hours (3 p.m. to 7:15 p.m.) when GGT buses are present.

**M-TR-5a – M-TR-5c: Garage/Loading Dock Attendant, Pedestrian Warning Devices, Loading Dock Hours.** According to the FEIR, there is a potential for vehicles entering or exiting the garage to conflict with the relatively high volume of pedestrian traffic on Fremont Street and to potentially create an unsafe condition for pedestrians. These effects would be reduced to an insignificant level by (a) stationing a parking garage/loading dock attendant to direct vehicles entering and leaving the Project during peak periods of traffic and pedestrian activity, at a minimum from 7:00 a.m. to 9:00 a.m. and from 3:00 p.m. to 7:15 p.m.; (b) installing audiovisual warning devices to alert pedestrians to outbound vehicles from the parking garage; and (c) prohibiting the use of the loading dock when the adjacent curb lane is in use by GGT buses—currently 3 p.m. to 7:15 p.m.

**M-TR-7: Limitation on Truck Size.** According to the FEIR, trucks longer than 30 feet in length could have difficulty maneuvering into the Project's loading dock without blocking traffic on Fremont Street or obstructing pedestrian traffic on Fremont Street. However, potential impacts would be avoided by prohibiting such trucks from using the loading dock, either by directing them to use available on-street loading or by requiring vendors to make deliveries using shorter trucks. The loading dock attendant would be responsible for enforcing this measure.

**M-TR-9a – M-TR-9b: Construction-Period Golden Gate Transit Bus Stop Relocation and Construction Coordination.** According to the FEIR, several other projects, including the Transit Center, are under construction, approved, or proposed in the area. Cumulatively, construction-related traffic, temporary and/or partial street closures have the potential to disrupt traffic, transit, pedestrians or bicyclists generally. In particular, GGT buses use the eastern curb lane on Fremont Street adjacent to both the Project Site and adjacent to the Transit Center for boarding of several bus lines. Simultaneous construction of both the Project and Transit Center could preclude use of both boarding areas. Mitigation would require the project sponsor and construction manager to coordinate with the sponsors of nearby projects, City agencies, and transit providers to develop construction plans and phasing operations that would minimize impacts. To minimize potential disruption to GGT service, the MTA and GGT have tentatively agreed to relocate GGT boarding facilities to an existing transit island on Fremont Street at Market Street.

The Planning Commission finds that the foregoing mitigation measures are feasible and will mitigate Project-specific impacts on transportation to a less-than-significant level. However, because no formal arrangement has been made respecting temporary relocation of the GGT stops, and because the construction schedules of the projects in the area are subject to change, the cumulative construction impacts on traffic, transit, pedestrians and bicyclists are conservatively

judged to be significant and unavoidable. All of the foregoing measures shall be adopted as a condition of Project approval.

The Planning Commission finds that mitigation measure M-TR-9a and 9b are feasible and will mitigate Project-specific impacts on transportation to a less-than-significant level. The Planning Commission believes that GGT can and should adopt Mitigation Measures M-TR-9a and 9b. However, because no formal arrangement has been made respecting temporary relocation of the GGT stops, and because the construction schedules of the projects in the area are subject to change, the cumulative construction impacts on traffic, transit, pedestrians and bicyclists are conservatively judged to be significant and unavoidable.

**c. Noise**

**Impact NO-2:** During construction, the proposed project would result in a temporary or periodic increase in ambient noise levels and vibration in the project vicinity above levels existing without the project. (Potentially Significant)

**M-NO-2a: Noise Control Measures for Pile-Driving.** According to the Initial Study, contained in Appendix A of the FEIR, a geotechnical due diligence study recommended a mat foundation for the Project, which would not require pile driving, thereby avoiding the significant noise impacts that come with pile driving. In the event that pile driving is determined to be required, the project sponsor would require that the project contractor pre-drill holes (if feasible based on soils) for piles to the maximum feasible depth to minimize noise and vibration from pile driving. Any pile driving activity that takes place would be limited to times that would result in the least disturbance to neighboring uses.

**M-NO-2b: General Noise Control Measures.** According to the Initial Study, contained in Appendix A of the FEIR, demolition, excavation, and building construction would temporarily increase noise in the Project's vicinity. Construction equipment would generate noise and possibly vibrations that could be considered an annoyance by occupants of nearby properties. To ensure that project noise from construction activities is minimized to the maximum extent feasible, the project sponsor would use noise control techniques for trucks and equipment, locate stationary noise sources as far from adjacent properties as possible and muffle or construct barriers around such stationary noise sources, use hydraulic or electric impact tools when possible and use mufflers on any pneumatic tools, and would take other steps to minimize noise impacts on adjacent properties such as limiting construction hours and strategically selecting haul routes.

**M-NO-2c: Cumulative Construction Noise Control Measures.** According to the Initial Study, contained in Appendix A of the FEIR, to the extent that other construction projects are proposed or undertaken in close enough proximity to the Project Site such that cumulative effects related to construction noise would be anticipated, noise effects would be greater or last longer, or both. In the event that one or more nearby projects were to be undertaken at the same time as the Project, the project sponsor would cooperate with and participate in any City-sponsored construction noise control program for the Transit Center District Plan area or other City-sponsored area wide program developed to reduce potential effects of construction noise in the project vicinity.

**d. Hazards and Hazardous Materials**

**Impact HZ-2:** Demolition and excavation of the project site could result in handling and accidental release of contaminated soils and hazardous building materials associated with historic uses. (Potentially Significant)

**M-HZ-2a – M-HZ-2b: Work Plan and Site Mitigation Plan for Soil and/or Groundwater Contamination.** According to the Initial Study, contained in Appendix A of the FEIR, the Project Site is located in an area of artificial fill, where contaminants are often found at elevated levels. The Project Site, along with other properties in the vicinity were historically in heavy industrial use and several underground storage tanks, since removed, were located nearby. During excavation for a seismic upgrade of the existing building in 1997, soil testing revealed elevated levels of lead in the soil. Due to these conditions, handling and/or accidental release of contaminated soils, contaminated groundwater, and hazardous building materials associated with historic uses during demolition and excavation for the Project. Potentially significant impacts associated with such materials would be avoided by implementing a Work Plan for the Characterization of Subsurface Soils and Groundwater, subject to approval and monitoring by the Department of Public Health (“DPH”). The Work Plan would include a subsurface investigation, including soil and groundwater sampling to determine whether contaminants are present. If elevated levels of contaminants are detected, additional testing could be required to determine whether they constitute hazardous wastes under federal or state law. If elevated concentrations of petroleum hydrocarbons or heavy metals are detected, a Site Mitigation Plan (“SMP”) outlining specific procedures for handling and disposal would be required. The SMP would also specify basic health and safety concerns to be addressed by the site contractor or subcontractor through preparation of detailed health and safety plan. The SMP would be sent to DPH for approval prior to any excavation activities.

**M-HZ-2c: Hazardous Building Materials.** According to the Initial Study, contained in Appendix A of the FEIR, asbestos and lead-based paint were present during the 1997 seismic upgrade of the existing building. Though these materials were largely removed during the seismic upgrade, remnants may be present. Old PCB-containing equipment, such as fluorescent light ballasts, could also be present. All hazardous building materials discovered during demolition would be disposed of according to federal, state, and local laws and regulations.

**e. Air Quality**

**M-AQ-1: Construction Vehicle Emissions Minimization.** According to the FEIR, construction equipment used during the Project’s 22-month construction schedule would temporarily affect local air quality, causing temporary increases in particulate dust and other pollutants. Other construction projects under construction, approved or proposed in the area would result in similar emissions. Exhaust from construction vehicles could expose sensitive receptors in the area to elevated levels of health risk. This determination was based on conservative assumptions regarding maximum exposure levels of sensitive receptors, based on recently adopted guidance promulgated by the Bay Area Air Quality Management District. If all diesel construction equipment were to meet the California Air Resources Board (“CARB”) and U.S. Environmental



Protection Agency Interim Tier IV standards for Off-Road Compression Ignition (Diesel) Engines, exhaust emissions would be reduced by approximately 90 percent to a less-than-significant level.

However, Interim Tier IV standards do not yet apply to all new equipment, and in February 2010 the CARB delayed implementation of new emissions standards for existing in-use diesel equipment. Consequently, Tier IV or other reduced-emission equipment may not be readily available for use on all diesel equipment used to construct the Project. Mitigation would require the use of Interim Tier IV equipment, where such equipment is available and feasible, or the use of other late model engines, low-emission diesel products, alternative fuels, retrofitted engines, filters or other options. Construction equipment would be turned off when not in use, and diesel generators would not be used where feasible alternative sources of power are available. These measures could reduce emissions substantially. However, because of uncertainty regarding the availability of Interim Tier IV or similar construction equipment in the near term, this impact is conservatively judged to be significant and unavoidable at both the project-level and cumulatively.

**f. MMRP**

The attached **Exhibit A** contains the MMRP required by CEQA Section 21081.6 and CEQA Guidelines Section 15091. It provides a table setting forth each mitigation measure listed in the EIR that would reduce or eliminate potentially significant adverse impacts of the Project, as well as improvement measures that would reduce ameliorate less-than-significant impacts. **Exhibit A** also specifies the party responsible for implementation of each measure, establishes monitoring actions, and a monitoring schedule.

The Planning Commission finds that the MMRP attached hereto as **Exhibit A** is designed to ensure compliance with, among other things, CEQA, the CEQA Guidelines, and Chapter 31 of the Administrative Code. The Planning Commission further finds that the MMRP presents measures that are appropriate and feasible for adoption, and the MMRP should be adopted and implemented as set forth herein and in **Exhibit A**.

All of the above measures shall be adopted as conditions of Project approval.

**III. Significant Impacts That Cannot be Avoided or Reduced to a Less-Than-Significant Level**

Based on substantial evidence in the whole record of these proceedings, the City finds that there are significant cumulative impacts that would not be eliminated or reduced to an insignificant level by the mitigation measures listed in **Exhibit A**.

**a. Cumulative Transportation Impacts**

**TR-9:** According to the FEIR, several other projects, including the Transit Center, are under construction, approved, or proposed in the area. Cumulatively, construction-related traffic,

temporary and/or partial street closures have the potential to disrupt traffic, transit, pedestrians or bicyclists generally. In particular, GGT buses use the eastern curb lane on Fremont Street adjacent to both the Project Site and adjacent to the Transit Center for boarding of several bus lines. Simultaneous construction of both the Project and Transit Center could preclude use of both boarding areas. Mitigation would require the project sponsor and construction manager to coordinate with the sponsors of nearby projects, City agencies, and transit providers to develop construction plans and phasing operations that would minimize impacts. To minimize potential disruption to GGT service, the MTA and GGT have tentatively agreed to relocate GGT boarding facilities to an existing transit island on Fremont Street at Market Street. However, because no formal arrangement has been made respecting temporary relocation of the GGT stops, and because the construction schedules of the projects in the area are subject to change, the Project's contribution to cumulative construction impacts on traffic, transit, pedestrians and bicyclists are conservatively judged to be significant and unavoidable.

**b. Construction Air Quality Impacts**

**AQ-1:** According to the FEIR, construction equipment used during the Project's 22-month construction schedule would temporarily affect local air quality, causing temporary increases in particulate dust and other pollutants. Other construction projects under construction, approved or proposed in the area would result in similar emissions. Exhaust from construction vehicles could expose sensitive receptors in the area to elevated levels of health risk. This determination was based on conservative assumptions regarding maximum exposure levels of sensitive receptors, based on recently adopted guidance promulgated by the Bay Area Air Quality Management District. If all diesel construction equipment were to meet the California Air Resources Board ("CARB") and U.S. Environmental Protection Agency Interim Tier IV standards for Off-Road Compression Ignition (Diesel) Engines, exhaust emissions would be reduced by approximately 90 percent to a less-than-significant level.

However, Interim Tier IV standards do not yet apply to all new equipment, and in February 2010 the CARB delayed implementation of new emissions standards for existing in-use diesel equipment. Consequently, Tier IV or other reduced-emission equipment may not be readily available for use on all diesel equipment used to construct the Project. Mitigation would require the use of Interim Tier IV equipment, where such equipment is available and feasible, or the use of other late model engines, low-emission diesel products, alternative fuels, retrofitted engines, filters or other options. Construction equipment would be turned off when not in use, and diesel generators would not be used where feasible alternative sources of power are available. These measures could reduce emissions substantially. However, because of uncertainty regarding the availability of Interim Tier IV or similar construction equipment in the near term, this impact is conservatively judged to be significant and unavoidable at both the project-level and cumulatively.

**IV. Rejection of Project Alternatives**

The California Environmental Quality Act ("CEQA") provides that alternatives analyzed in the FEIRs may be rejected if "specific economic, legal, social, technological, or other considerations, including provision of employment opportunities for highly trained workers, make infeasible . . .

project alternatives identified in the final EIR.” (CEQA Guidelines § 15091(a)(3).) The Commission has reviewed each of the alternatives to the Project as described in the FEIR that would reduce or avoid the impacts of the Project and rejects them as infeasible for the reasons set forth below.

**a. Alternatives Analyzed in the FEIR**

The FEIR analyzed three alternatives to the Project: the No Project Alternative, the Code-Complying Bulk Alternative, and the No-Parking Alternative.

**1. The No Project Alternative**

Under the No Project Alternative, the Project Site would remain in its existing condition. The existing building would continue to function as an office building with ground-floor retail for the foreseeable future. Conditions described in detail for each environmental topic in Chapter IV, Environmental Setting, Impacts, and Mitigation Measures, of the Final EIR, would remain and none of the impacts associated with the Project would occur.

The No Project Alternative would be inconsistent with key goals of the Downtown Plan and the proposed Transit Center District Plan; each plan focuses on creation of a more intense mixed-use district with an emphasis on transit-supportive office development. With no net addition of office space and no construction, the No Project Alternative would not create new job opportunities for office or construction workers, expand the City’s property and payroll tax base, or generate funding for child-care, affordable housing or transit. This alternative would also fail to serve all of the Project Sponsor’s objectives, as described in the EIR, such as: providing a LEED(Platinum), Class A office building that exemplifies sustainable design principles and world-class architecture; constructing a building with the maximum amount of office space allowed under the floor area ratio limit to promote General Plan policies favoring concentrated growth in the downtown core; enhancing the pedestrian environment with active retail spaces and an inviting public open space and the building’s ground and mezzanine levels; encouraging the use of alternative transportation through the creation of bicycle parking, car-share spaces and electric-vehicle charging stations; providing an appropriate amount of off-street accessory parking; and providing an adequate return for investors.

For these reasons, the Commission hereby rejects the No Project Alternative as infeasible.

**2. The Code-Complying Bulk Alternative.**

Under the **Code-Complying Bulk Alternative**, a tower containing office uses above ground- and mezzanine-level open space and retail/personal service uses would be built at same height (approximately 350 feet to the roof, 24 stories) as the Project. However, this alternative would comply with the tower separation requirements of Planning Code Section 132.1(c) and with the bulk requirements of Planning Code Section 270. The lower portion of the tower (between a height of 103 feet and 300 feet) would have 15-foot setbacks from the north and east property lines to meet tower separation requirements. To meet the requirements of Section 270, the topmost four floors would have additional setbacks of 15 feet, also on the north and east sides of the building. The setbacks would reduce the size of this alternative’s office component, resulting

in 310,000 square feet of office space (292,000 square feet of gross floor area), about 13 percent less office space than with the proposed project. This alternative is presumed to have the same 50-foot-tall ground-floor atrium, and approximately the same retail and restaurant space and publicly accessible open space as would the Project. Because this alternative would have less gross floor area, it would have a corresponding decrease in the basement space available for parking, because Planning Code Section 151.1 limits parking to 7 percent of the building's gross floor area. Therefore, two basement levels would be provided (one fewer than with the project), and approximately 45 on-site parking spaces would be included in this alternative, approximately 16 fewer than with the project. Like the project, this alternative would include 64 bicycle parking spaces. This alternative would also include the fitness center for use by building tenants, as is proposed with the project. The floor area ratio of this alternative would be approximately 15.4:1, compared to 18:1 with the proposed project.

With 13 percent less office space than the Project, this alternative would generate about 13 percent fewer net new peak-hour vehicle trips. This would incrementally reduce the Project's less-than-significant traffic and transit ridership impacts. This alternative would reduce, but not avoid, the Project's significant impacts related to potential conflicts between GGT buses and pedestrians, and vehicles using the garage/loading dock. As with the Project, these impacts could be reduced to a less-than-significant level by implementing the transportation-related mitigation measures described above. Cumulative construction effects on transportation, notably GGT buses, would be significant and unavoidable, as they would be with the Project. Project-level and cumulative construction air quality impacts would remain significant and unmitigable. Other less-than-significant impacts associated with the Project would continue to be less-than-significant.

The Code-Complying Bulk Alternative would not reduce the Project's significant and unavoidable impacts to a less-than-significant level. However, this alternative would not affirmatively fulfill the key goals of the Downtown Plan and the proposed Transit Center District Plan to the same extent as the project. Specifically, these Plans specify that intense office development should be located near high-level transit services, such as the future Transit Center and the existing transit spine along Market Street. With a smaller addition of office space, the No Project Alternative would create fewer new job opportunities for highly trained office or construction workers, and generate fewer tax and fee revenues for the City. The Project's high-efficiency ventilation system, which is integral to the Project Sponsor's sustainability objectives and attaining LEED(Platinum) certification, requires large mechanical rooms that occupy a large portion of each floorplate. Further reductions in floor-plate size required by the Code-Complying Bulk Alternative would result in office floors that are too small for most tenants and would undermine the economic viability of the Project.

For these reasons, the Commission hereby rejects the No Project Alternative as infeasible.

### **3. The No-Parking Alternative**

The **No-Parking Alternative** would include the same development program as the Project (24-story tower with 356,000 square feet of office space (340,000 sq. ft. of gross floor area), 6,600 square feet of restaurant and retail space, and 6,960 square feet of open space, plus two off-street

loading spaces and two service vehicle spaces), but would include no off-street parking, with the exception of the three electric-vehicle charging stations. Like the Project, this alternative would include 64 bicycle parking spaces. This alternative would also include the fitness center for building tenants' use, as is proposed with the project. Above grade, this alternative would be nearly identical to the Project.

The No Parking Alternative would avoid the Project's significant but mitigable effect related to potential conflicts between pedestrians and Golden Gate Transit buses, and vehicles using the proposed parking garage. However, because off-street loading facilities would be the same, this alternative would result in the same impacts as would the Project with respect to potential conflicts between pedestrians and vehicles using the loading dock via the driveway on Fremont Street. As with the Project, this impact would be mitigated by posting a loading dock attendant and limiting loading dock hours.

With the same office floor area and the same restaurant/retail space, the No-Parking Alternative would have similar impacts related to the intensity of development. Trip generation would be the same as with the Project, though the distribution of trips would be somewhat different. Like the Project, this alternative would not be expected to result in significant traffic impacts, because the redistribution of traffic would not be expected to substantially increase volumes at any of the intersections studied. Cumulative traffic impacts would be essentially the same as those of the Project, i.e. it would not contribute considerably to cumulative significant traffic impacts. Operational air quality impacts, which are based on trip generation, would be the same as those of the proposed project, and would be less than significant, as would greenhouse gas impacts. Cumulative and project-level construction air quality impacts associated with this alternative would remain significant and unmitigable.

Because this alternative would develop the same above-grade building as the proposed project, shadow and wind effects (related to the building massing) would be the same as those of the proposed project, and would be less than significant. Land use impacts would also be the same as those of the project, because the same uses would be developed. Other less-than-significant impacts discussed in the Initial Study and related to the intensity of development, including effects on population and housing, recreation and public space, utilities and service systems, and public services, would be the same under this alternative as with the project, and would be less than significant. Noise impacts would be essentially the same as those of the project, because the redistribution of project traffic in the immediate vicinity of the project site would not be sufficient to alter traffic-generated noise impacts, compared to those of the project; as with the project, these impacts would be less than significant. Effects related to conditions at the project site, including impacts on cultural resources, geology, hydrology, biology, hazards, mineral/energy resources, and agriculture/forest resources, would be essentially the same under this alternative as with the project because the same site would be developed, albeit with less excavation, and would also be less than significant, with the same mitigation, where applicable, as with the Project.

The No-Parking Alternative would not eliminate any significant and unavoidable impact of the Project. By eliminating all off-street parking spaces, it would make the office space within the building less competitive with similar office buildings in the downtown core, making the

building less likely to attract tenants, thereby undermining the economic viability of the development. The No-Parking Alternative is inconsistent with the Project Sponsor's goals to provide an adequate amount of off-street parking and a reasonable return to investors. For these reasons, the Commission hereby rejects the No Project Alternative as infeasible.

#### **V. Statement of Overriding Considerations**

Notwithstanding the significant effects noted above, pursuant to CEQA Section 21081(b), the CEQA Guidelines, and Chapter 31 of the San Francisco Administrative Code, the Commission finds, after considering the FEIR, that specific overriding economic, legal, social and other considerations, as set forth below, outweigh the identified significant effects on the environment. In addition, the Commission finds that those Project Alternatives rejected above are also rejected for the following specific economic, social and other considerations, in and of themselves, in addition to the specific reasons discussed above:

- The Project will provide the significant new office space at this a prominent site, furthering the goals and objectives of both the Downtown Plan and proposed Transit Center District Plan to concentrate office uses downtown. Specifically, these Plans specify that intense office development should be located near high-level transit services, such as the future Transit Center and the existing transit spine along Market Street.
- The Project is located within the C-3-O District, which is intended to facilitate the expansion of downtown office space south of Market, and south of the traditional downtown core.
- The Project will enhance the quality of the pedestrian experience along both Fremont and Mission Streets by providing a high-quality publicly accessible open space within the building a prominent corner. This space will include complementary retail uses open to the public, public artwork, and public seating.
- The Project will construct a LEED Platinum office building, thereby reducing the Project's carbon footprint and maximizing energy efficiency of the building.
- The Project promotes regional green policies by focusing significant new development within San Francisco's existing urban core. Such infill developments make use of existing transportation and other infrastructure while lessening the need for expanding the regional urban boundaries through peripheral suburban development.
- The Project will also pay significant additional one-time development fees to fund a variety of City programs including contributions to the Downtown Park Fund, payment of the Transit Impact Development Fee, contributions to the Jobs, Housing Linkage Program, contributions to child care and public schools. In addition, public artwork will be commissioned as part of the Project.
- The Project will substantially increase the assessed value of the Project Site, resulting in corresponding increases in tax revenue to the City.

- The Project will create temporary construction jobs and permanent jobs in the office and retail sectors. These jobs will provide employment opportunities for San Francisco residents, promote the City's role as a commercial center, and provide additional payroll tax revenues to City.
- The Project promotes a number of the objectives of the Downtown Plan including Objective 1, which recognizes "the need to create jobs, specifically for San Franciscans, and to continue San Francisco's role as an international center of commerce and services. New jobs enhance these City functions, to expand employment opportunities, and to provide added tax resources, to make downtown growth at a reasonable scale and desirable course for the City."
- The Project also promotes and is consistent with Downtown Plan Objective 2, which states that "Almost two-thirds of the City's new permanent jobs in recent years have been located in the Downtown Financial District. This growth, primarily in the finance, insurance, real estate activities, and business services reflects the City's strong competitive advantage in this sector. Since the office sector is the City's major provider of employment opportunities, it is essential that's its vitality remain at a high level."
- The Project furthers the City's historic preservation goals by absorbing unused development potential from historic buildings throughout the C-3 Districts with the use of transferable development rights (TDR). The City's TDR Program promotes and facilitates the preservation of existing downtown historic buildings by compensating owners of those buildings who are no longer able to develop the air space above their building.

#### 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 the foregoing CEQA Findings, and adopts the Mitigation Monitoring and Reporting Program as a condition of approval of this Project.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission on Thursday, February 10, 2011.

Linda D. Avery  
Commission Secretary

AYES:  
NOES:  
ABSENT:

**Draft Motion**  
**Hearing Date: February 10, 2011**

**CASE NO. 2006.1524EBKXV**  
**350 MISSION STREET**

ADOPTED: February 10, 2011



**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM  
 (Including the Text of the Mitigation Measures Adopted as Conditions of Approval)**

Mitigation Measures Adopted As Conditions of Approval	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<b>1. Cultural Resources—Archeology</b>				
<p><b>M-CP-2: Archeological Research Design and Treatment Plan.</b> Based on a reasonable presumption that archeological resources may be present within the project site, the following measures shall be undertaken to avoid any potentially significant adverse effect from the proposed project on buried or submerged historical resources. The project sponsor shall retain the services of a qualified archeological consultant having expertise in California prehistoric and urban historical archeology. The archeological consultant shall undertake an archeological testing program as specified herein. In addition, the consultant shall be available to conduct an archeological monitoring and/or data recovery program if required pursuant to this measure. The archeological consultant's work shall be conducted in accordance with this measure and with the requirements of the Transit Center District Plan archeological research design and treatment plan (Far Western Anthropological Research Group, Inc., Archaeological Research Design and Treatment Plan for the Transit Center District Plan Area, San Francisco, California, February 2010) at the direction of the Environmental Review Officer (ERO). All plans and reports prepared by the consultant as specified herein shall be submitted first and directly to the ERO for review and comment, and shall be considered draft reports subject to revision until final approval by the ERO. Archeological monitoring and/or data recovery programs required by this measure could suspend construction of the project for up to a maximum of four weeks. At the direction of the ERO, the suspension of construction can be extended beyond four weeks only if such a suspension is the only feasible means to reduce to a less than significant level potential effects on a significant archeological resource as defined in CEQA Guidelines Sections 15064.5 (a) and (c).</p>	Project Sponsor, Archeologist	Prior to any soil-disturbing activities	See individual components below.	See individual components below.
<p><i>Archeological Testing Program.</i> The archeological consultant shall prepare and submit to the ERO for review and approval an archeological testing plan (ATP). The archeological testing program shall be conducted in accordance with the approved ATP. The ATP shall identify the property types of the expected archeological resource(s) that potentially could be adversely affected by the proposed project, the testing method to be used, and the locations recommended for testing. The purpose of the archeological testing program will be to determine to the extent possible the presence or absence</p>	No action required; see following component.			

**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM  
 (Including the Text of the Mitigation Measures Adopted as Conditions of Approval)**

Mitigation Measures Adopted As Conditions of Approval	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<p><b>1. Cultural Resources—Archeology</b> (continued)</p>				
<p>of archeological resources and to identify and to evaluate whether any archeological resource encountered on the site constitutes an historical resource under CEQA.</p> <p>At the completion of the archeological testing program, the archeological consultant shall submit a written report of the findings to the ERO. If based on the archeological testing program the archeological consultant finds that significant archeological resources may be present, the ERO in consultation with the archeological consultant shall determine if additional measures are warranted. Additional measures that may be undertaken include additional archeological testing, archeological monitoring, and/or an archeological data recovery program. If the ERO determines that a significant archeological 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 archeological resource; or</p> <p>B) A data recovery program shall be implemented, unless the ERO determines that the archeological resource is of greater interpretive than research significance and that interpretive use of the resource is feasible.</p>				
<p><i>Archeological Monitoring Program.</i> If the ERO in consultation with the archeological consultant determines that an archeological monitoring program shall be implemented the archeological monitoring program (AMP) shall minimally include the following provisions:</p> <ul style="list-style-type: none"> <li>The archeological 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 archeological consultant shall determine what project activities shall be archeologically monitored. In most cases, any soils- disturbing activities,</li> </ul>	<p align="center">ERO and archeological consultant</p>	<p>Ongoing during all soil-disturbing activities:          training for Construction Manager to be completed prior to start of soil-disturbing activity</p>	<p align="center">ERO and archeological consultant</p>	<p align="center">Considered complete upon end of excavation activities.</p>

**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM  
 (Including the Text of the Mitigation Measures Adopted as Conditions of Approval)**

Mitigation Measures Adopted As Conditions of Approval	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<b>1. Cultural Resources—Archeology</b> (continued)				
<p>such as demolition, foundation removal, excavation, grading, utilities installation, foundation work, driving of piles (foundation, shoring, etc.), site remediation, etc., shall require archeological monitoring because of the risk these activities pose to potential archaeological resources and to their depositional context;</p> <ul style="list-style-type: none"> <li>The archeological 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 archeological resource;</li> <li>The archeological monitor(s) shall be present on the project site according to a schedule agreed upon by the archeological consultant and the ERO until the ERO has, in consultation with project archeological consultant, determined that project construction activities could have no effects on significant archeological deposits;</li> <li>The archeological monitor shall record and be authorized to collect soil samples and artifactual/ecofactual material as warranted for analysis;</li> </ul>				
<ul style="list-style-type: none"> <li>If an intact archeological deposit is encountered, all soils-disturbing activities in the vicinity of the deposit shall cease. The archeological 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 archeological monitor has cause to believe that the pile driving activity may affect an archeological resource, the pile driving activity shall be terminated until an appropriate evaluation of the resource has been made in consultation with the ERO. The archeological consultant shall immediately notify the ERO of the encountered archeological deposit. The archeological consultant shall make a reasonable effort to assess the identity, integrity, and significance of the encountered archeological deposit, and present the findings of this assessment to the ERO.</li> </ul> <p>Whether or not significant archeological resources are encountered, the archeological consultant shall submit a written report of the findings of the monitoring program to the ERO.</p>	<p align="center">Construction manager and archeological consultant and monitor(s)</p>	<p align="center">During excavation and other soil-disturbing activities</p>	<p align="center">Archeological monitor to evaluate any buried cultural material encountered during construction to determine significance, and shall report findings to ERO.</p>	<p align="center">Upon discovery.</p>

**EXHIBIT A:  
 MITIGATION MONITORING AND REPORTING PROGRAM  
 (Including the Text of the Mitigation Measures Adopted as Conditions of Approval)**

Mitigation Measures Adopted As Conditions of Approval	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<p><b>1. Cultural Resources—Archeology</b> (continued)</p> <p><i>Archeological Data Recovery Program.</i> The archeological data recovery program shall be conducted in accord with an archeological data recovery plan (ADRP). The archeological consultant, project sponsor, and ERO shall meet and consult on the scope of the ADRP prior to preparation of a draft ADRP. The archeological 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 archeological 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 archeological resources if nondestructive methods are practical.</p> <p>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 system and artifact analysis procedures.</li> <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 archeological data recovery program.</li> <li>▪ <i>Security Measures.</i> Recommended security measures to protect the archeological 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>Project sponsor and archeological consultant, in consultation with ERO</p>	<p>Upon discovery of significant archeological resources</p>	<p>Data recovery program to be described in Final Archeological Resources Report (see below).</p>	<p>Considered complete upon ERO approval of Draft FARR (see below).</p>

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Mitigation Measures Adopted As Conditions of Approval	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<b>1. Cultural Resources—Archeology</b> (continued)				
<i>Human Remains and Associated or Unassociated Funerary Objects.</i> 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 archeological 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 (CEQA Guidelines. 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.	Project sponsor and archeological consultant; coroner, and Most Likely Descendant, if applicable	During archeological field program	Archeological monitor to notify coroner and, if appropriate, NAHC, and shall provide written report of such notification to ERO.	Considered complete upon receipt by ERO of any notification, if applicable.
<i>Final Archeological Resources Report.</i> The archeological consultant shall submit a Draft 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 testing/monitoring/data recovery program(s) undertaken. Information that may put at risk any archeological resource shall be provided in a separate removable insert within the final report.	Project sponsor and archeological consultant	Following completion of any archeological field program	ERO to review Draft FARR.	Considered complete upon ERO approval of Draft FARR.
Once approved by the ERO, copies of the FARR shall be distributed as follows: California Archeological 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 Major Environmental Analysis division of the Planning Department shall receive three copies of the FARR along with copies of any formal site recordation forms (CA DPR 523 series) and/or documentation for nomination to the National Register of Historic Places/California Register of Historical Resources. In instances of high public	Project sponsor	Upon ERO approval of Draft FARR	Project sponsor to provide ERO with copies of transmittals of FARR distribution.	Considered complete upon receipt by ERO of evidence of distribution, and three copies of the FARR.

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<p><b>1. Cultural Resources—Archeology</b> (continued)</p> <p>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><b>2. Transportation</b></p>				
<p><b>M-TR-4a—Relocation of Golden Gate Transit Bus Stops:</b> The project sponsor would work with the Golden Gate Bridge, Highway, and Transportation District and the San Francisco Municipal Transportation Authority Sustainable Streets Division to relocate the bus stop for Golden Gate Transit lines 26, 27, and 44 by 20 feet south of its existing location, and to relocate the bus stop for line 38 by 20 feet north of its existing location. The project sponsor would pay any resulting costs, such as for new signage, engineering drawings, and the like.</p>	<p>SFMTA, Sustainable Streets Division; Golden Gate Bridge, Highway, and Transportation District; Project sponsor</p>	<p>Prior to issuance of final Certificate of Occupancy, or as determined appropriate by SFMTA</p>	<p>SFMTA, Sustainable Streets Division</p>	<p>Considered complete upon relocation of bus stops.</p>
<p><b>M-TR-4b—Garage Attendant:</b> The project sponsor shall ensure that building management employs an attendant for the parking garage, to be stationed at the project's Fremont Street driveway to direct vehicles entering and exiting the building and avoid any safety-related conflicts with Golden Gate Transit buses and Fremont Street traffic during afternoon periods of Golden Gate Transit use of the site frontage—at a minimum, from 3:00 p.m. to 7:15 p.m., or as required based on Golden Gate Transit schedules. (See also Mitigation Measure M-TR-5a, below.)</p>	<p>Project sponsor</p>	<p>To be included as condition of project approval</p>	<p>Planning Department; SFMTA, Sustainable Streets Division (complaint basis only)</p>	<p>Considered complete upon project approval with condition.</p>
<p><b>M-TR-5a—Garage/Loading Dock Attendant:</b> The project sponsor shall ensure that building management employs an attendant for the parking garage and loading dock, to be stationed at the project's Fremont Street driveway to direct vehicles entering and exiting the building and avoid any safety-related conflicts with pedestrians on the sidewalk during the a.m. and p.m. peak periods of traffic and pedestrian activity—at a minimum, from 7:00 a.m. to 9:00 a.m. and from 3:00 p.m. to 7:15 p.m., with extended hours as dictated by traffic and pedestrian conditions and by activity in the project garage and loading dock. (See also Mitigation Measure M-TR-4b, above.)</p>	<p>Project sponsor</p>	<p>To be included as condition of project approval</p>	<p>Planning Department; SFMTA, Sustainable Streets Division (complaint basis only)</p>	<p>Considered complete upon project approval with condition.</p>

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<b>2. Transportation</b> (continued)				
<b>M-TR-5b—Warning Devices:</b> The project sponsor shall install audible and visible warning devices to alert pedestrians of the outbound vehicles from the parking garage and loading dock.	Project sponsor	Prior to issuance of Certificate of Occupancy	Department of Building Inspection	Considered complete upon plan check.
<b>M-TR-5c—Limitation on Loading Dock Hours:</b> The project sponsor shall ensure that building management prohibits use of the loading dock during hours when the adjacent curb lane is used by Golden Gate Transit buses (currently, 3:00 p.m. to 7:15 p.m.).	Project sponsor	To be included as condition of project approval	Planning Department; SFMTA, Sustainable Streets Division (complaint basis only)	Considered complete upon project approval with condition.
<b>M-TR-7—Limitation on Truck Size:</b> To ensure that trucks longer than 30 feet in length are not permitted to use the loading dock, the project sponsor would ensure that office and retail tenants in the building are informed of truck size limitations. In the event that trucks larger than 30 feet in length attempt to access the loading dock, the garage/loading dock attendant (see Mitigation Measure M-TR-5a) would direct these trucks to use on-street loading zones (if available) or off-load deliveries to smaller trucks off-site and return to use the loading dock.	Project sponsor	To be included as condition of project approval	Planning Department; SFMTA, Sustainable Streets Division (complaint basis only)	Considered complete upon project approval with condition.
<b>M-TR-9a—Construction-Period Golden Gate Transit Bus Stop Relocation:</b> To minimize potential disruptions to Golden Gate Transit during project construction, Golden Gate Transit buses would use the existing boarding island adjacent to the left lane of Fremont Street during construction of the proposed project, assuming Golden Gate Transit determines that this location is the most feasible choice and the Municipal Transportation Agency concurs with use of the island.	SFMTA, Sustainable Streets Division; Golden Gate Bridge, Highway, and Transportation District; Project sponsor	During construction	Golden Gate Transit	Considered complete upon completion of project construction.
<b>M-TR-9b—Construction Coordination:</b> To minimize potential disruptions to Golden Gate Transit (and other transit operators), the project sponsor and/or construction contractor would coordinate with the Municipal Transportation Agency/Sustainable Streets Division, the Transbay Joint Powers Authority, and construction manager(s)/contractor(s) for the Transit Center project, and with Golden Gate Transit, as well as Muni, AC Transit, and SamTrans, as applicable, to develop construction phasing and operations plans that would result in the least amount of disruption that is feasible to transit operations, pedestrian and bicycle activity, and vehicular traffic.	Project sponsor: SFMTA; TJPA Sustainable Streets Division; All relevant transit operators and other project sponsors	Ongoing during construction of Transit Center	All entities listed under Implementation	Ongoing during construction of Transit Center

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<b>3. Noise</b>				
<p><b>M-NO-2a—Noise Control Measures for Pile Driving:</b> Should pile-driving be necessary for the proposed project, the project sponsor would require that the project contractor predrill holes (if feasible based on soils) for piles to the maximum feasible depth to minimize noise and vibration from pile driving.</p> <p>Should pile-driving be necessary for the proposed project, the project sponsor would require that the construction contractor limit pile driving activity to result in least disturbance to neighboring uses. Any nighttime work would require a work permit from the Director of Public Works or the Director of Building Inspection pursuant to San Francisco Noise Ordinance Section 2908.</p>	Project sponsor and construction contractor(s)	In the event pile driving is to be undertaken	Project sponsor and construction contractor(s)	The project sponsor shall submit a report to the ERO documenting measures implemented if pile driving is undertaken.
<p><b>M-NO-2b—General Construction Noise Control Measures:</b> To ensure that project noise from construction activities is minimized to the maximum extent feasible, the project sponsor would undertake the following:</p> <ul style="list-style-type: none"> <li>• The project sponsor would require the general contractor ensure that equipment and trucks used for project construction utilize the best available noise control techniques (e.g., improved mufflers, equipment redesign, use of intake silencers, ducts, engine enclosures and acoustically-attenuating shields or shrouds, wherever feasible).</li> <li>• The project sponsor would require the general contractor to locate stationary noise sources (such as compressors) as far from adjacent or nearby sensitive receptors as possible, to muffle such noise sources, and to construct barriers around such sources and/or the construction site, which could reduce construction noise by as much as five dBA. To further reduce noise, the contractor shall locate stationary equipment in pit areas or excavated areas, if feasible.</li> </ul>	Project sponsor and construction contractor(s)	During project construction	The project sponsor or construction contractor shall make available a contact number for noise complaints during the construction period and shall file a report with the Planning Department at the conclusion of construction as to the number and nature of such complaints received and the means of resolving each such complaint	The project sponsor shall ensure that a report is prepared and provided to the ERO documenting any noise complaints during construction and the remedial measures undertaken by the sponsor and/or contractor(s). Considered complete upon receipt of final monitoring report at completion of construction.



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<b>3. Noise</b> (continued)				
<ul style="list-style-type: none"> <li>• The project sponsor would require the general contractor to use impact tools (e.g., jack hammers, pavement breakers, and rock drills) that are hydraulically or electrically powered wherever possible to avoid noise associated with compressed air exhaust from pneumatically powered tools. Where use of pneumatic tools is unavoidable, an exhaust muffler on the compressed air exhaust shall be used, along with external noise jackets on the tools, which could reduce noise levels by as much as 10 dBA.</li> <li>• The project sponsor would include noise control requirements in specifications provided to construction contractors. Such requirements could include, but not be limited to, performing all work in a manner that minimizes noise to the extent feasible; use of equipment with effective mufflers; undertaking the most noisy activities during times of least disturbance to surrounding residents and occupants, as feasible; and selecting haul routes that avoid residential buildings inasmuch as such routes are otherwise feasible.</li> <li>• Prior to the issuance of each building permit, along with the submission of construction documents, the project sponsor shall submit to the Planning Department and Department of Building Inspection (DBI) a list of measures to respond to and track complaints pertaining to construction noise. These measures shall include (1) a procedure and phone numbers for notifying DBI, the Department of Public Health, and the Police Department (during regular construction hours and off-hours); (2) a sign posted on-site describing noise complaint procedures and a complaint hotline number that shall be answered at all times during construction; (3) designation of an on-site construction complaint and enforcement manager for the project; and (4) notification of neighboring residents and non-residential building managers within 300 feet of the project construction area at least 30 days in advance of extreme noise generating activities (defined as activities generating noise levels of 90 dBA or greater) about the estimated duration of the activity.</li> </ul>				

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<b>3. Noise</b> (continued)				
<p><b>M- NO-2c—Cumulative Construction Noise Control Measures:</b> In addition to implementation of Mitigation Measure NO-2a and Mitigation Measure NO-2b (as applicable), prior to the time that construction of the proposed project sponsor would cooperate with and participate in any City-sponsored construction noise control program for the Transit Center District Plan area or other City-sponsored areawide program developed to reduce potential effects of construction noise in the project vicinity. Elements of such a program could include a community liaison program to inform residents and building occupants of upcoming construction activities and, potentially, noise and/or vibration monitoring during construction activities that are anticipated to be particularly disruptive.</p>	<p>Project sponsor and construction contractor(s), along with Planning Department, SFMTA, and other applicable City departments</p>	<p>During project construction</p>	<p>Project sponsor and construction contractor(s)</p>	<p>The project sponsor shall ensure that a report is prepared and provided to the ERO documenting any noise complaints during construction and the remedial measures undertaken by the sponsor and/or contractor(s). Considered complete upon receipt of final monitoring report at completion of construction.</p>

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<b>4. Air Quality</b>				
<p><b>M-AQ-1—Construction Vehicle Emissions Minimization:</b> To reduce the potential health risk resulting from project construction activities, the project sponsor shall include in contract specifications a requirement the following BAAQMD-recommended measures:</p> <ul style="list-style-type: none"> <li>• Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to two minutes (less than the five minutes identified above in Improvement Measure I-AQ-1b);</li> <li>• The project shall develop a plan demonstrating that the off-road equipment (more than 50 horsepower) to be used in the construction project (i.e., owned, leased, and subcontractor vehicles) would achieve a project wide fleet-average 20 percent NOX reduction and 45 percent PM reduction compared to the most recent ARB fleet average. Acceptable options for reducing emissions include, as the primary option, use of Interim Tier 4 equipment where such equipment is available and feasible for use, the use of other late model engines, low-emission diesel products, alternative fuels, engine retrofit technology, after-treatment products, add-on devices such as particulate filters, and/or other options as such become available;</li> <li>• All construction equipment, diesel trucks, and generators shall be equipped with Best Available Control Technology for emission reductions of NOx and PM, including Tier 3 or alternative fuel engines where such equipment is available and feasible for use;</li> <li>• All contractors shall use equipment that meets ARB's most recent certification standard for off-road heavy duty diesel engines; and</li> <li>• The project construction contractor shall not use diesel generators for construction purposes where feasible alternative sources of power are available.</li> </ul>	Project sponsor	Prior to issuance of request for construction bids	Project sponsor and Planning Department (MEA)	The project sponsor shall submit a copy of the relevant portion(s) of the construction bid package to MEA for inclusion in the project file.

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<b>5. Hazards and Hazardous Materials</b>				
<p><b>M-HZ-2a—Work Plan for Soil and Groundwater Contamination:</b> The project sponsor shall cause to have implemented a Work Plan for the Characterization of Subsurface Soils and Groundwater for the project site. The Work Plan as approved by the San Francisco Department of Public Health, Environmental Health Section, Hazardous Waste Unit (DPH) includes the following.</p> <p>Once the existing building has been demolished and debris removed from the site, subsurface investigation of the site will be undertaken. The proposed subsurface investigation will consist of the following:</p> <ul style="list-style-type: none"> <li>• Obtain a soil boring permit from DPH;</li> <li>• Notify Underground Service Alert and a private utility locating service a minimum of 48 hours prior to conducting the field investigation;</li> <li>• Complete a minimum of three soil borings (two to a depth of 10 feet below the existing basement slab and one to the proposed depth of excavation, approximately 50 feet below grade) in the area proposed to be excavated and to the depth of proposed excavation, at locations to be reviewed and accepted by DPH;</li> <li>• Collect soil samples in the two shallow borings at depths of approximately 1.5, 3, 5, 7.5, and 10 feet below the basement slab, and in the deeper boring at depths of 1.5, 3, 5, 7.5, 10, 15, 20, 25, 30, 35, 40, 45, and 50 feet below street grade;</li> <li>• After the deep boring has been advanced to the maximum depth, collect a grab groundwater sample through a slotted, one-inch diameter PVC temporary casing, using a disposable bailer and decanted into appropriately preserved containers;</li> <li>• Screen all soil samples in the filed for organic vapor and transport all soil and groundwater samples to a laboratory for analysis using chain-of-custody procedures; and</li> <li>• Prepare a report of the findings.</li> </ul>	Project sponsor	Following demolition of existing building and prior to ground-disturbing activities (other than such activities required to implement Work Plan)	Department of Public Health, Environmental Health Section, Hazardous Waste Unit (DPH)	Considered complete upon submittal to DPH (with copy to Planning Department, Major Environmental Analysis division) of report documenting findings.

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<p><b>5. Hazards and Hazardous Materials</b> (continued)</p>				
<p>The soil samples will be analyzed for total recoverable petroleum hydrocarbons (TRPH), total petroleum hydrocarbons (TPH) as gasoline and diesel, volatile organic compounds (VOCS), semi-volatile organic compounds (SVOCs), polychlorinated biphenyls (PCBs), California assessment manual (CAM) 17 metals, leaking underground fuel tank (LUFT) S metals, total lead, asbestos, pH, cyanide, and sulfides. The groundwater sample will be analyzed for the following San Francisco Public Utilities Commission (SFPUC) discharge permit requirements: pH, dissolved sulfides, hydrocarbon oil and grease, total recoverable oil and grease, VOCs, SVOCs, total suspended solids, chemical oxygen demand, CAM 17 metals, phenols, and cyanide.</p> <p>If the test results indicate elevated total metal concentrations, additional testing for soluble metals, using the California waste extraction test (WET) may be required to assess whether the material is a California hazardous waste. If significant levels of soluble metals are detected, additional analyses using toxicity characteristic leaching procedure (TCLP) may be necessary to determine if the material is a Federal hazardous waste.</p>				
<p><b>M-HZ-2b—Site Mitigation Plan:</b> If elevated concentrations of heavy metals and/or petroleum hydrocarbons are detected at the Site, prepare a site mitigation plan (SMP) that outlines specific soil handling procedures to be followed during construction. The SMP would also specify basic health and safety concerns to be addressed by the site contractor or subcontractor responsible for worker and public health and safety, through the preparation of a detailed health and safety plan by the project contractor. The SMP would be sent to DPH for approval prior to any excavation activities.</p>	Project sponsor	During construction, if applicable based on results of Work Plan investigation	Department of Public Health, through review of SMP (if applicable)	Considered complete upon submittal of SMP, if applicable.
<p><b>M-HZ-2c—Hazardous Building Materials:</b> The project sponsor shall ensure that PCB-containing equipment such as fluorescent light ballasts are removed and properly disposed of prior to the start of renovation. Old light ballasts that would be removed during renovation would be evaluated for the presence of PCBs. In the case where the presence of PCBs in the light ballast could not be verified, then they would be assumed to contain PCBs and handled and disposed of as such, according to applicable laws and regulations. Any other hazardous materials identified either before or during renovation would be abated according to federal, state, and local laws and regulations.</p>	Project sponsor	Prior to demolition of existing building.	Demolition contractor and (on complaint basis only) Department of Public Health	Considered complete at completion of building demolition.

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Improvement Measures Identified by Planning Staff	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<b>Air Quality</b>				
<p><b>I-AQ-1a—Dust Control Plan:</b> To reduce construction-related dust emissions, the project sponsor shall incorporate into construction specifications the requirement for development and implementation of a site-specific Dust Control Plan as set forth in Article 22B of the San Francisco Health Code. The Dust Control Plan shall require the project sponsor to: submit a map to the Director of Public Health showing all sensitive receptors within 1,000 feet of the site; wet down areas of soil at least three times per day; provide an analysis of wind direction and install upwind and downwind particulate dust monitors; record particulate monitoring results; hire an independent, third party to conduct inspections and keep a record of those inspections; establish shut-down conditions based on wind, soil migration, etc.; establish a hotline for surrounding community members who may be potentially affected by project-related dust; limit the area subject to construction activities at any one time; install dust curtains and windbreaks on the property lines, as necessary; limit the amount of soil in hauling trucks to the size of the truck bed and secure soils with a tarpaulin; enforce a 15 mph speed limit for vehicles entering and exiting construction areas; sweep affected streets with water sweepers at the end of the day; install and utilize wheel washers to clean truck tires; terminate construction activities when winds exceed 25 miles per hour; apply soil stabilizers to inactive areas; and sweep adjacent streets to reduce particulate emissions. The project sponsor would be required to designate an individual to monitor compliance with dust control requirements.</p>	Project sponsor	Prior to issuance of request for construction bids	Project sponsor and Planning Department (MEA)	The project sponsor shall submit a copy of the relevant portion(s) of the construction bid package to MEA for inclusion in the project file.

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Improvement Measures Identified by Planning Staff	Responsibility for Implementation	Mitigation Schedule	Monitoring/Report Responsibility	Status/Date Completed
<p><b>I-AQ-1b—Construction Vehicle Emissions Minimization:</b> To reduce construction vehicle emissions, the project sponsor shall incorporate the following into construction specifications:</p> <ul style="list-style-type: none"> <li>• Idling times shall be minimized either by shutting equipment off when not in use or reducing the maximum idling time to five minutes (as required by the California airborne toxics control measure Title 13, Section 2485 of California Code of Regulations [CCR]). Clear signage shall be provided for construction workers at all access points.</li> <li>• All construction equipment shall be maintained and properly tuned in accordance with manufacturer's specifications. All equipment shall be checked by a certified mechanic and determined to be running in proper condition prior to operation.</li> </ul>	Project sponsor	Prior to issuance of request for construction bids	Project sponsor and Planning Department (MEA)	The project sponsor shall submit a copy of the relevant portion(s) of the construction bid package to MEA for inclusion in the project file.



# SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- Inclusionary Housing
- Childcare Requirement
- Jobs Housing Linkage Program
- Downtown Park Fee
- Public Art
- Public Open Space
- First Source Hiring (Admin. Code)
- Transit Impact Development Fee
- Other

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## Planning Commission Draft Motion Section 309

HEARING DATE: FEBRUARY 10, 2011

*Date:* January 27, 2011  
*Case No.:* **2006.1524EBKXV**  
*Project Address:* **350 MISSION STREET**  
*Existing Zoning:* C-3-O(SD) (Downtown Office Special Development)  
 350-S/150-S Height and Bulk District  
*Block/Lot:* 3710/017  
*Project Sponsor:* GLL US Office, LP  
 c/o James Reuben of Reuben & Junius, LLP  
 One Bush Street, Suite 600  
 San Francisco, CA 94104  
*Staff Contact:* Kevin Guy – (415) 558-6163  
[Kevin.Guy@sfgov.org](mailto:Kevin.Guy@sfgov.org)

ADOPTING FINDINGS RELATED TO THE APPROVAL OF A SECTION 309 DETERMINATION OF COMPLIANCE AND REQUEST FOR EXCEPTIONS FOR SEPARATION OF TOWERS UNDER PLANNING CODE SECTION 132.1(c), GROUND-LEVEL WIND CURRENTS UNDER SECTION 148, GENERAL STANDARDS FOR OFF-STREET PARKING AND LOADING UNDER SECTION 155(r), AND BULK REQUIREMENTS UNDER PLANNING CODE SECTIONS 270 AND 272, FOR A PROJECT TO DEMOLISH AN EXISTING FOUR STORY BUILDING CONTAINING OFFICE SPACE AND RETAIL USES, AND CONSTRUCT A NEW 24-STORY, 350-FOOT TALL BUILDING CONTAINING APPROXIMATELY 340,000 SQUARE FEET OF OFFICE USES, APPROXIMATELY 1,000 SQUARE FEET OF RETAIL SPACE, APPROXIMATELY 23,500 SQUARE FEET OF SUBTERRANEAN PARKING AREA, AND APPROXIMATELY 12,700 SQUARE FEET OF PUBLICLY-ACCESSIBLE INTERIOR OPEN SPACE, LOCATED AT 350 MISSION STREET (ASSESSOR'S BLOCK 3710, LOT 017), WITHIN THE C-3-O (DOWNTOWN OFFICE) DISTRICT AND THE 550-S HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

### PREAMBLE

On December 21, 2006, GLL US Office, LP ("Project Sponsor") submitted an Environmental Evaluation Application with the Planning Department ("Department"), Case No. 2006.1524E.



The Department issued a Notice of Preparation of Environmental Review on June 2, 2010, to owners of properties within 300 feet, adjacent tenants, and other potentially interested parties.

On November 19, 2008, the Project Sponsor applied for a Planning Code Section ("Section") 309 Determination of Compliance and Request for Exceptions, Application No. 2006.1106X, on the property at 350 Mission Street (Assessor's Block 3710, Lot 017, "Project Site"), in connection with a proposal to demolish an existing four-story building contain office and retail uses, and build a 24-story, 350-foot tall building containing approximately 340,000 gross square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space ("Project"), in general conformity with plans dated February 10, 2011 and labeled Exhibit B.

On September 13, 2006, the Project Sponsor applied for an allocation of 340,362 square feet of office space to the project pursuant to Sections 321 and 322 (Annual Office Development Limitation Program) (Case No 2006.1524B).

On May 2, 2008, the Project Sponsor submitted a request for review of a proposed development on the Project Site exceeding 40 feet in height, pursuant to Section 295, analyzing the potential impacts of the development to properties under the jurisdiction of the Department of Recreation and Parks (Case No. 2006.1524K). Department staff prepared a shadow fan depicting the potential shadow cast by the development, which indicated that the project could potentially cast shadows on Justin Herman Plaza/Embarcadero Plaza. After reviewing and analyzing the a secondary shadow analysis prepared by CADP, Inc, dated April 5, 2010, the Department concluded that no new, net potential shadow will be cast upon Justin Herman Plaza/Embarcadero Plaza, because intervening buildings located between the project site and Justin Herman Plaza/Embarcadero Plaza will intercept potential shadows cast by the project. Therefore, the Project would have no impact to properties subject to Section 295.

On January 6, 2011, the Project Sponsor applied for a Variance from the requirements of Section 155(s)(5)(A) (Off-Street Parking and Loading in C-3 Districts), to allow a shared parking and loading garage opening with a width of 33 feet, exceeding the maximum permitted width of 27 feet.

On September 15, 2010, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until November 1, 2010. On October 21, 2010, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On January 27, 2011, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project.

On February 10, 2011, 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. 2006.1524E, 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 February 10, 2011, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2006.1524EBKXV. 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, the Planning Department staff, and other interested parties.

**MOVED**, that the Commission hereby approves the Section 309 Determination of Compliance and Request for Exceptions requested in Application No. 2006.1524X for the Project, subject to conditions contained in **Exhibit A** attached hereto and incorporated by reference, based on the following findings:

## FINDINGS

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

1. The above recitals are accurate and also constitute findings of this Commission.
2. **Site Description and Present Use.** The Project Site is an 18,909 sq. ft., roughly square, parcel located at the northeast corner of Mission and Fremont Streets. The Project Site is within the C-3-O District and the 550-S Height and Bulk District, and is also within the proposed Transit Center District Plan ("TCDF") Area.

At present, the Project Site is four-story building containing approximately 95,000 sq. ft. of office and retail/personal services uses. The three upper floors are currently vacant. They were previously occupied by Heald College, which recently moved its San Francisco campus to a new location at 875 Howard Street. The ground-floor is presently occupied by several retail tenants.

3. **Surrounding Properties and Neighborhood.** The Project Site is located in an area characterized by dense urban development. Existing height limits on the subject block range from 450 to 550 feet. There are many high-rise structures containing dwellings, offices and other commercial uses. The Project Site is surrounded by a number of high-rise buildings. 45 Fremont Street is a 34-story office building located directly to the north. 50 Beale Street is a 23-story office building located to the east. 50

Fremont Street is a 43-story office building across Fremont Street to the west. The Millennium (301 Mission Street) is a residential development consisting of a 60-story residential building and an 11-story tower, located across Mission Street to the south. There are numerous smaller commercial buildings in the area as well. The site of the former Transbay Terminal and proposed Transit Center is located opposite the Project Site at the southwest corner of Mission and Fremont Streets. The future Transit Center is planned to accommodate local, regional, and national bus service, as well as Caltrain and California High Speed Rail service.

4. **Proposed Project.** The Project would entail the demolition of the existing four-story building at the Project Site and construction of a new 24-story, tall office building, reaching a roof height of 350 feet, with a mechanical screen reaching a height of approximately 374 feet. The building would include approximately 340,000 square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space. The Project is designed to achieve LEED Platinum certification.
5. **Public Comment.** To date, Department staff has received no comments on the proposed project.
6. **Planning Code Compliance.** The Commission finds that the Project is consistent with the relevant provisions of the Planning Code in the following manner:

- A. **Floor Area Ratio (Section 124).** Section 124 establishes basic floor area ratios (FAR) for all zoning districts. As set forth in Section 124(a), the FAR for the C-3-O District is 9.0 to 1. Under Sections 123 and 128, the FAR can be increased to a maximum of 18.0 to 1 with the purchase of transferable development rights (TDR).

*The Project Site has a lot area of approximately 18,909 square feet. Therefore, up to 170,181 square feet of Gross Floor Area ("GFA") is allowed under the basic FAR limit, and up to 340,362 square feet of GFA is permitted with the purchase of TDR. As shown in the conceptual plans for the Project, the building would include up to 340,362 square feet of GFA, and therefore complies with the maximum FAR limit. The Project Sponsor has purchased TDR pursuant to Section 128.*

- B. **Open Space (Section 138).** New buildings in the C-3-O Zoning District must provide public open space at a ratio of one sq. ft. per 50 gross square feet of all uses, except residential uses, institutional uses, and uses in a predominantly retail/personal services building. This public open space must be located on the same site as the building or within 900 feet of it within a C-3 district.

*The building includes approximately 340,362 gross sq. ft. of new office space, and shown in the conceptual plans for the Project. At a ratio of 1:50, 6,807 sq. ft. of open space is required. The Project would comply with the requirement by including approximately 6,960 square feet of interior public open space on the ground and mezzanine levels. The proposed open space is enclosed, and is designed in a manner that generally complies with the adopted Guidelines for Downtown Open Space. The*

*design of the open space will be further refined throughout the building permit review process.*

- C. **Streetscape Improvements (Section 138.1).** Section 138.1(b) requires that when a new building is constructed in the C-3 District, street trees and sidewalk paving must be provided. Under Section 138.1(c), the Commission may also require the Project Sponsor to install additional sidewalk improvements such as lighting, special paving, seating and landscaping in accordance with the guidelines of the Downtown Streetscape Plan if it finds that these improvements are necessary to meet the goals and objectives of the General Plan.

*The Project would comply with this requirement by including appropriate streetscape improvements*

- E. **Shadows on Public Sidewalks (Section 146).** Section 146(a) establishes design requirements for buildings on certain streets in order to maintain direct sunlight on public sidewalks in certain downtown areas during critical use periods. Section 146(c) requires that other buildings, not located on the specific streets identified in Section 146(a), shall be shaped to reduce substantial shadow impacts on public sidewalks, if it can be done without unduly creating an unattractive design and without unduly restricting development potential.

*Section 146(a) does not apply to construction on Fremont Street or Mission Street, and therefore does not apply to the Project. The Project is surrounded by a number of existing and planned building at taller heights. These buildings would mask and subsume the shadows cast by the Project onto surrounding sidewalks. In addition, the Project is proposed at a height that is approximately 200 feet lower than the height permitted by the 550-S Height and Bulk District, thereby casting substantially less shadow than a building constructed to the height limit for the property. The Project will not create substantial shadow impacts to public sidewalks.*

- F. **Shadows on Public Open Spaces (Section 147).** Section 147 seeks to reduce substantial shadow impacts on public plazas and other publicly accessible open spaces other than those protected under Section 295. Consistent with the dictates of good design and without unduly restricting development potential, buildings taller than 50 feet should be shaped to reduce substantial shadow impacts on open spaces subject to Section 147. In determining whether a shadow is substantial, the following factors shall be taken into account: the area shaded, the shadow's duration, and the importance of sunlight to the area in question.

*The Project is subject to Section 147, because it would be approximately 374'-4" tall to the top of the mechanical screen. The Project would cast shadow on two privately owned, publicly accessible open spaces (POPOS). However, the shadow would be insubstantial due to its limited duration and the character of the spaces affected by it. The POPOS in question are both relatively narrow and tucked away between existing buildings. Although both have seating, they are used primarily as mid-block*

*pedestrian walkways and are already heavily shaded by existing high-rise development.*

*The first such space is located immediately to the north of the Project Site, between 350 Mission Street, 45 Fremont Street, and 50 Beale Street. Seating at the southern end of this POPOS is located immediately adjacent to the existing 350 Mission Street building. With the exception of about 90 minutes during mid-to-late afternoon around the summer solstice, when the sun shines through a narrow gap between buildings to the west-northwest of the Project, this seating is fully shaded under existing conditions. The northern portion is similarly shaded but for a one-hour period around mid-day from late spring to early summer. During this time, the sun shines through a gap between the Millennium Tower, 50 Beale Street and 350 Mission Street.*

*The Project would obscure the mid-day sunlight available to the POPOS to the north, but would not affect sunlight later in the afternoon. This additional shadow would be insubstantial, because it would be limited to a brief time during late spring to early summer. The POPOS is already heavily shaded and its primary use as mid-block pedestrian circulation would not be adversely affected by the incremental additional shadow.*

*The second POPOS that would be affected by the Project is located across Fremont Street to the west, between the loading dock for the 43-story 50 Fremont Street building to the south and the 425 Market Street building to the north. This space is used primarily as a mid-block pedestrian passage. It attracts a small number of lunchtime users, although it is shaded by existing development at mid-day throughout the year. The space is generally shaded during the morning, though it does receive some morning sun in late spring and early summer.*

*Project shadow would fall on this POPOS between about 9:30 a.m. and 10:30 a.m. in late spring and early summer. This shadow would be insubstantial as it would be limited in duration, would resemble conditions prevailing at other times of the year and would not adversely affect the primary use of the POPOS as a mid-block pedestrian corridor.*

*Further, it is not feasible to redesign the Project to avoid these insubstantial effects without unduly restricting the development potential of the Project Site. Virtually any high-rise development would result in additional shadow on the POPOS to the north or west. Significant reductions in floorplate size would unduly restrict development potential, and would not substantially increase sunlight to the POPOS.*

*Although Section 147 does not apply to planned open spaces, the Project is not expected to cast shadow on the planned City Park atop the new Transit Center. City Park would be located due south of the Project, and the existing Millennium Tower would mask any shadow generated by the Project that could potentially reach the park.*

- G. **Parking (Section 151.1).** Pursuant to Section 151.1, non-residential uses in C-3 Districts are not required to provide off-street parking, but a parking area

not to exceed 7% of the gross floor area of the building is permitted as accessory. Section 161(c) exempts non-residential uses in C-3 Districts from providing parking.

*With 340,362 gross square feet of office uses, the Project may include up to 23,825 gross square feet of accessory off-street parking. The Project would three below-grade parking levels with 23,428 square feet of gross parking area and complies with the seven percent maximum allowance for accessory parking.*

- H. **Loading (Section 152.1).** Section 152.1 establishes minimum requirements for off-street loading. In C-3 Districts, the loading requirement is based on the total gross floor area of the structure or use. Table 152.1 requires off-street freight loading spaces to be provided at a ratio of 0.1 spaces per 10,000 square feet of gross office floor area. Section 153(a)(6) allows two service vehicle spaces to be substituted for one freight loading space provided that at least 50% of the total required number of spaces are provided.

*With 340,362 square feet of office use, the Project requires three loading spaces. The Project would provide two full-size off-street loading spaces and two service vehicle spaces. The Project complies with the loading requirement.*

- I. **Shower and Locker Facilities (Section 155.3).** New commercial buildings whose primary use consists of offices require four showers and eight lockers when the gross floor area exceeds 50,000 square feet.

*The Project would provide the required shower and locker facilities on the lower garage level, and therefore complies with this requirement.*

- J. **Bicycle Parking (Section 155.4).** New commercial buildings whose primary use consists of offices require 12 Class 1 bicycle parking spaces when the gross floor area exceeds 50,000 square feet.

*The Project proposes 64 bicycle stalls on the lower garage level, and therefore complies with this requirement.*

- K. **Height (Section 260).** Section 260 requires that the height of buildings not exceed the limits specified in the Zoning Map and defines rules for the measurement of height. The Project Site is within the 550-S Height and Bulk District.

*The Project would reach a height of 344 feet to the roof, with rooftop mechanical structures and screening reaching a maximum height of approximately 37 feet. The Project therefore complies with the 550-foot height limit.*

- L. **Shadows on Parks (Section 295).** Section 295 requires any project proposing a structure exceeding a height of 40 feet to undergo a shadow analysis in order to determine if the project will result in the net addition of shadow to properties under the jurisdiction of the Recreation and Park Department.

*The Department conducted a shadow analysis and determined that the Project would not shade any properties under the jurisdiction of, or designated for acquisition by, the Recreation and Park Department.*

- M. **Downtown Park Fund (Section 412:).** A project in a C-3 District that proposes a net addition of office space is required to pay a \$2 per square foot fee which will be deposited in the Downtown Park Fund. The fee is jointly established by the Planning Commission and the Recreation and Park Commission. The purpose of the Downtown Park Fund is to provide the City with the financial resources to develop public park and recreation facilities for the enjoyment of employees and visitors in downtown San Francisco.

*The Project Sponsor would comply with this requirement by contributing the required amount.*

- N. **Jobs-Housing Linkage Program (Section 413).** Large-scale development projects that contain entertainment, hotel, office, research and development, or retail/personal services uses create jobs as well as an increased demand for housing. Under Section 413, these large-scale development projects are required to pay a fee to a designated housing developer or to the City in order to help offset the cost of building additional housing. The Section 413 housing requirements apply to office projects proposing at least 25,000 square feet of new use.

*The Project is subject to Section 413, because it proposes approximately 340,362 square feet of new office use. The Project Sponsor would comply with Section 413 either by construction of the units or by payment of an in-lieu fee.*

- O. **Childcare Requirement (Section 414).** Large-scale office and hotel developments create jobs as well as an increased demand for childcare services for the employees who fill those jobs. Under Section 414, these large-scale development projects are required to (1) provide on-site childcare, (2) provide off-site childcare, (3) pay an in-lieu fee, or (4) combine the provision of on-site or off-site childcare with the payment of an in-lieu fee. This requirement applies to office development projects proposing the net addition of 50,000 or more gross square feet.

*The Project proposes approximately 340,362 sq. ft. of new office use and is subject to Section 414. The Project Sponsor would either provide the facility itself, make arrangements with an appropriate organization to do so, or pay the in-lieu fee.*

- P. **Street Trees (Section 428).** Section 428 requires the installation of street trees in the case of the construction of a new building. One 24-inch box tree is required for every 20 feet of property frontage along each street or alley, with any remaining fraction of ten feet or more of frontage requiring an additional tree. The species and locations of trees installed in the public right-of-way shall be subject to approval by the Department of Public Works (DPW). The requirements of Section 428 may be waived or modified by the Zoning Administrator where DPW cannot grant approval due to practical difficulties.

*Conditions of approval have to been added to require the project to provide streetscape improvements, including the planting of street trees. Should the draft*

*TCDP be adopted prior to construction of the Project, the sidewalks fronting the Project Site would need to be constructed to the standards of the TCDP, and street trees would need to be planted at the revised curb line.*

- Q. **Public Art (Section 429).** In the case of construction of a new building or addition of floor area in excess of 25,000 square feet to an existing building in a C-3 District, Section 429 requires a project to include works of art costing an amount equal to one percent of the construction cost of the building.

*The Project would comply by dedicating one percent of construction cost to works of art. The conceptual plans for the Project show artwork located in the interior open space and lobby. It would consist of a "digital canvas" on the building's core wall and ceiling, where it could be viewed by persons inside the building, as well as those on the street. The digital canvas would display alternating works of art on-screen by local artists. In addition, the digital canvas is planned to incorporate a camera system to capture images from the exterior of the building, which could then reflect and transpose passing foot traffic as a live or time-lapsed visual graphic.*

7. **Exceptions Request Pursuant to Planning Code Section 309.** The Planning Commission has considered the following exceptions to the Planning Code, makes the following findings and grants each exception as further described below:

- A. **Section 132.1: Setbacks and Separation of Towers in C-3 Districts.** In order to preserve the openness of the street to the sky and avoid the perception of overwhelming mass, or to maintain the predominant street wall, an upper-level setback may be required pursuant to Section 132.1. Section 132.1(c)(1) requires all structures in the "S" Bulk District provide a minimum setback of 15 feet from the interior property lines that do not abut public sidewalks and from the property lines abutting a public street or alley. This setback increases along a sloping line for building heights above 300 feet.

*The tower separation requirement applies beginning at a height that is equal to 1.25 times the width of the principal street on which the building face. The Project fronts on both Mission and Fremont Streets, which measure 82.5 feet in width. Therefore, the 15-foot setback requirement begins at a height of approximately 103 feet. Above 300-feet in height, the setback gradually increases to a maximum of 21 feet at the top of the mechanical screen.*

*The Mission Street and Fremont Street facades comply with the tower separation requirement at both the upper and lower portions of the tower. Both facades are set back from the centerline of the abutting streets by approximately 41 feet.*

*Along the east façade, the glazed exterior wall would be set back approximately 14 feet from the side property line. The core wall, comprising about one-third of the east wall's length, would be set back approximately 6.5 feet from the property line. Along the north façade, the building will be set back approximately 6.5 feet from the property line. Because the Project would not provide a 15-foot setback at the lower portion of the building, or the or the full 21-foot setback at the top of the building, an exception is required.*



Per Section 132.1(c)(2)(B), exceptions to the tower separation setback requirements may be allowed to the extent that it is determined that restrictions on adjacent properties make it unlikely that development will occur at a height or bulk which will, overall, impair access to light and air or the appearance of separation between buildings, thereby making full setbacks unnecessary.

*Overall, access to light and air or the appearance of tower separation would not be impaired by the Project or by granting the exception. The Project Site occupies a corner lot fronting on two wide streets, creating ample distance between it and the buildings to the south and west of the Project Site. The Transbay Joint Power Authority ("TJPA") has proposed to develop the southwest corner of Mission and Fremont Street as a public plaza with the low-rise Transit Center beyond. These future TJPA developments will maintain openness, light, and air to nearby blocks.*

*Adjacent and to the north of the Project Site is 45 Fremont Street, a 34-story building, that is set back from the shared property line by approximately 39 feet. The set back area is used as a courtyard. Combined with the setback proposed for the Project, there would be approximately 45 feet of separation between the two buildings, leaving sufficient distance to preserve the appearance of tower separation and provide light and air.*

*Along the east façade, the majority of the wall would encroach minimally into the required setback, approximately one foot. The remaining one-third of the east wall houses a mechanical room that is integral to the Project's energy-efficient ventilation system. This room encroaches up to approximately 8 feet into the setback. However, the mechanical room would be located in the center of the wall, which would minimize its visibility from the street and preserve the appearance of tower separation, as well as light and air to the adjacent property.*

*At the upper portion of the building (above 300 feet in height), the two-thirds glazed portion of the east wall would encroach into the required setback up to a maximum of approximately 4.5 feet. The portion of the wall housing the mechanical room would encroach by a maximum of approximately 12 feet. However, the highest occupied floor of the adjacent building at 50 Beale Street is approximately 300 feet tall, and this building is unlikely to be redeveloped at a greater height. Thus, the setbacks provided would be sufficient to maintain light and air, as well as separation between towers.*

- B. **Section 155: Parking and Loading Design.** Section 155 regulates the design of parking and loading facilities. Section 155(r) specifies that, in C-3 Districts, where alternative frontages are available, no curb cuts accessing off-street parking or loading shall be created or utilized on street frontages identified as a Transit Preferential, Citywide Pedestrian Network, or Neighborhood Commercial Streets as designated in the Transportation Element of the General Plan or designated an official City bicycle route or lane. Where no alternative frontage is available, curb cuts may be approved as an exception pursuant to Section 309 where it can be clearly demonstrated that the final design of the parking access minimizes negative impacts to transit movement and to the safety of pedestrians and bicyclists to the fullest extent feasible.

*The Project includes vehicular and loading access via Fremont Street, which is designated as a Transit Preferential Street in the General Plan. However, Mission Street is not a suitable alternative for vehicular access, due to heavy volumes of transit and pedestrian activity. Mission Street is designated as a Transit Preferential Street and a Citywide Pedestrian Network Street in the General Plan, and Conditional Use Authorization would be required to install a curb cut. Numerous mitigation measures are included in the MMRP to minimize impacts of the curb cut to transit, pedestrians, and cyclists. These measures include a stationed attendant, audible and visible warning devices, limitations on loading hours, and limiting the maximum length of loading vehicles.*

- C. **Section 270: Bulk Limits.** Section 270 establishes bulk controls by district. In the "S" Bulk District, the following bulk controls apply to the lower tower: a maximum length of 160 feet, a maximum diagonal dimension of 190 feet, a maximum floor size of 20,000 sq. ft., and a maximum average floor size of 17,000 sq. ft. The upper tower bulk controls are as follows: a maximum length of 130 feet, a maximum diagonal dimension of 160 feet, a maximum floor size of 17,000 sq. ft., and a maximum average floor size of 12,000 sq. ft. The lower tower controls apply above the base height (1.25 times the widest abutting street or 50 feet whichever is greater). The upper tower controls apply above a point that varies with the height of the building, as defined in Chart B of Section 270. A volume reduction requirement also applies to the upper tower where the floor size of the lower tower exceeds 5,000 sq. ft. Exceptions to the Section 270 bulk limits are permitted by Section 309(a)(12).

*The property fronts on Mission and Fremont Streets, which measure 82.5 feet in width. Therefore, the lower tower controls apply above 103 feet, or starting at the eighth floor. Based on the Project's roof height of approximately 350 feet, the upper tower controls apply above 220 feet, or starting at the 18<sup>th</sup> floor. Based on the 15,020 sq. ft. average floor plate size in the lower tower, a 20 percent upper floor volume reduction requirement applies to the upper tower.*

*The lower tower complies with the bulk controls. The floors in the lower tower have a maximum length of approximately 129 feet, and a maximum diagonal dimension of approximately 178. The floor plates in the lower tower measure approximately 15,020 sq. ft., which is floor plates would be substantially less than the 17,000 average floor size, or 20,000 sq. ft. maximum floor size allowed by the Planning Code.*

*The floors in the upper tower match the dimensions of those in the lower tower, with a length of approximately 129 feet and a maximum floor plate size of approximately 15,020 sq. ft. These aspects of the upper tower comply with the specified bulk controls. However, an exception is required for it's the diagonal dimension of approximately 178 feet, and the average floor size of 15,020 sq. ft. An exception is also required for the upper tower volume reduction requirement.*

Per Section 272, exceptions to bulk limits in C-3 Districts may be granted provided at least one of five listed criteria is met. The Project meets the following criteria:

(1) Achievement of a distinctly better design, in both a public and a private sense, than would be possible with strict adherence to the bulk limits, avoiding an unnecessary prescription of building form while carrying out the intent of the bulk limits and the principles and policies of the Master Plan;

*The Project would be consistent with the intent of the bulk limits and policies of the General Plan. The lower tower floor plates are 25 percent smaller than permitted by Section 270. Therefore, the lower tower would have substantially less bulk than is allowed by the Code. The requested exceptions for the upper tower are minor in nature and would be compatible with the prevailing scale of development in the vicinity. The Project's silhouette would harmonize well with surrounding buildings. It would not, however, significantly affect light and air to adjacent structures.*

*The proposed design adheres to the intent of the Downtown Plan to foster sculpting of building form, less overpowering buildings and more interesting building tops. The overall design of the exterior fenestration, materials, and surfaces would include variations that ameliorate the apparent mass of the tower.*

*The lower and upper towers have been designed to emphasize the Project's verticality, and their massing would be reflective of and compatible with other surrounding development. Decreasing the floor size of the upper tower to conform to the bulk limitations, while increasing the building height by several floors to maintain the equivalent square footage would result in an awkward structure with an unbalanced relationship between the upper and lower floors. Under these circumstances, strict application of the bulk controls would unnecessarily prescribe the building form and undermine the viability of the development, without producing any corresponding public benefit.*

(3) The added bulk does not significantly affect light and air to adjacent buildings;

*The added bulk would not significantly affect light and air to the adjacent buildings. The Millennium Tower, located south of the Project across Mission Street, is the only residential building in the immediate area. As a tall development spanning two corners and towering over many nearby buildings, the Millennium has ample exposure to light and air.*

*The added bulk would not significantly light or air to the adjacent commercial buildings at 50 Beale Street and 45 Fremont Street, neither of which utilize operable windows for ventilation. 50 Beale Street is located at the corner of Mission and Beale Streets, and a large mid-block plaza (Bechtel Plaza) adjoins it to the north. After construction of the Project, these three frontages would remain open, providing large amounts of natural light to the building. 45 Fremont Street will continue to receive light from its primary façade on Fremont Street, from its rear façade on Bechtel Plaza, and from a wide courtyard located between it and the Project. The small amount of added bulk above the Project's 18<sup>th</sup> floor would not significantly affect the substantial amounts of light both adjacent buildings will receive from surrounding streets and open spaces.*

(4) If appropriate to the massing of the building, the appearance of bulk in the building, structure or development is reduced to the extent feasible by means of at least one and preferably a combination of the following factors, so as to produce the impression of an aggregate of parts rather than a single building mass:

(A) Major variations in the planes of wall surfaces, in either depth or direction, that significantly alter the mass,

(B) Significant differences in the heights of various portions of the building, structure or development that divide the mass into distinct elements,

(C) Differences in materials, colors or scales of the facades that produce separate major elements,

(D) Compensation for those portions of the building, structure or development that may exceed the bulk limits by corresponding reduction of other portions below the maximum bulk permitted, and

(E) In cases where two or more buildings, structures or towers are contained within a single development, a wide separation between such buildings, structures or towers;

*The overall design of the exterior fenestration, materials, and surfaces would include variations which ameliorate the apparent mass of the tower. The 50-foot-tall base of the building would be set off from the tower by the use of clear glass and expansive connections to the street that emphasize the public nature of the Project's ground floor. Although the Project would slightly exceed the upper tower bulk limit, it would be 230 feet shorter than allowed by the height limit. Thus, substantial volumes permitted to be developed under the bulk limit would be left open.*

(5) The building, structure or development is made compatible with the character and development of the surrounding area by means of all of the following factors:

(A) A silhouette harmonious with natural land-forms and building patterns, including the patterns produced by height limits,

*The immediate vicinity is primarily built out with high-rise structures, ranging generally from 300 to 600 feet in height. The Project Site is ringed with such buildings, including the 330-foot tall-building at 50 Beale Street and the 476-foot-tall building at 45 Fremont Street. The Project's rectilinear form would create a silhouette that is harmonious with the building pattern in the area. Because the Project Site is flat and surrounded by dense urban development, the Project would have no discernable effect on the relationship between the downtown skyline and natural landforms, nor will it obscure scenic views thereof.*

(B) Either maintenance of an overall height similar to that of surrounding development or a sensitive transition, where appropriate, to development of a dissimilar character,

*The Project reaches a height of approximately 374 feet to the top of the mechanical screen, which is similar to, or shorter than, that of surrounding development, including 45 Fremont Street (476 feet), the Millennium Tower (645 feet), 50 Beale Street (330 feet), and 50 Fremont Street (600 feet). The draft TCDP envisions a number of taller buildings in the vicinity, including the Transit Tower, may be reach up to 1,000 feet in height.*

(C) Use of materials, colors and scales either similar to or harmonizing with those of nearby development, and

*The Project's glass façade would be compatible in color and material with that of other buildings nearby, including the Millennium Tower and the Transit Center. The scale of the building would be similar to others in the vicinity, albeit somewhat smaller due to the size of the Project Site. A metal clad cornice line would visually separate the lobby from the tower above, defining a street-level pedestrian scale consistent with adjacent high rise buildings on Mission and Fremont Streets.*

(D) Preservation or enhancement of the pedestrian environment by maintenance of pleasant scale and visual interest.

*The Project would enhance the pedestrian environment. The Project's 50-foot-tall base would be visually distinguished from the tower above, creating a comfortably-scaled environment for pedestrians while inviting the public into the Project's interior open space. Large panel doors at the ground-floor would be open to the street, allowing for unobstructed flow between the sidewalk and interior open space, where seating, restrooms and other amenities would be provided for public use. The design of the interior open space, including works of art, as well as activities within it, would create visual interest for passersby.*

- B. **Section 148: Ground-Level Wind Currents.** In C-3 Districts, buildings and additions to existing buildings shall be shaped, or other wind-baffling measures shall be adopted, so that the developments will not cause ground-level wind currents to exceed more than 10 percent of the time year round, between 7:00 a.m. and 6:00 p.m., the comfort level of 11 miles per hour equivalent wind speed in areas of substantial pedestrian use and seven miles per hour equivalent wind speed in public seating areas.

When preexisting ambient wind speeds exceed the comfort level, or when a proposed building or addition may cause ambient wind speeds to exceed the comfort level, the building shall be designed to reduce the ambient wind speeds to meet the requirements. An exception may be granted, in accordance with the provisions of Section 309, allowing the building or addition to add to the amount of time that the comfort level is exceeded by the least practical amount if (1) it can be shown that a building or addition cannot be shaped and other wind-baffling measures cannot be adopted to meet the foregoing requirements without creating an unattractive and ungainly building form and without unduly restricting the development potential of the building site in question, and (2) it is concluded that, because of the limited amount by which the comfort level is exceeded, the limited

location in which the comfort level is exceeded, or the limited time during which the comfort level is exceeded, the addition is insubstantial.

Section 309(a)(2) permits exceptions from the Section 148 ground-level wind current requirements. No exception shall be granted and no building or addition shall be permitted that causes equivalent wind speeds to reach or exceed the hazard level of 26 miles per hour for a single hour of the year.

*Independent consultants analyzed ground-level wind currents in the vicinity of the Project Site. A wind tunnel analysis, the results of which are included in the EIR, was conducted using a scale model of the Project Site and its immediate vicinity. Measurements were taken at 70 test points.*

**Comfort Criterion**

*Without the Project, eight of the 70 test points currently exceed the pedestrian comfort level of 11 mph, and ten of the test points in seating areas exceed the seven mph threshold. The average wind speed was approximately 9 mph, and winds exceeded the comfort criterion roughly six percent of the time. Wind speeds ranged from four to 18 mph.*

*With the Project, wind conditions would change only minimally. The average wind speed would remain approximately nine mph, and winds would exceed the comfort criterion approximately six percent of the time. In total, nine test points would exceed the pedestrian criterion, an increase of one above existing conditions, and ten test points would exceed the criterion for seating areas. An exception under Section 148 (a) is therefore required.*

*An exception is justified under the circumstances, because the changes in wind speed and frequency due to the Project are slight and unlikely to be noticeable. In the aggregate, the average wind speed across all test points (nine mph) would not change, nor would the amount of time (six percent) during which winds exceed the applicable criterion. Wind speeds would range from four to 20 mph. The foregoing results indicate that the comfort-level criterion would be exceeded by limited amounts with wind speeds up to 20 mph as opposed to 18 mph under existing conditions. The areal extent of winds above the threshold would remain limited, with an increase of one location over existing conditions. Winds would remain under the threshold roughly 94 percent of the time.*

*The Project cannot be shaped or incorporate wind-baffling measures that would reduce the wind speeds to comply with Section 148(a) without creating an unattractive building or unduly restricting the development potential of the Project Site. Construction of the Project would have a negligible affect on wind conditions, which would remain virtually unchanged. The locations where wind speeds would exceed the comfort criterion are not immediately adjacent to the Project Site, making it infeasible to incorporate wind baffles or other design features to reduce wind are not available.*

*For these reasons, an exception from the comfort criterion is appropriate and hereby granted.*

Hazard Criterion

*The Project would comply with the wind hazard criterion. The wind tunnel test indicated that all test points currently meet the wind hazard criterion, i.e. wind speeds in these locations do not exceed 26 mph for more than one hour per year. The wind tunnel test predicted that all 70 locations would remain in compliance with construction of the Project.*

*Since the Project would not cause equivalent wind speeds to reach or exceed the hazard level of 26 miles per hour for a single hour of the year, the Project would comply with the hazard criterion of Section 148.*

8. **General Plan Conformity.** The Project would affirmatively promote the following objectives and policies of the General Plan:

**COMMERCE ELEMENT**

**Objectives and Policies**

The **Commerce Element** of the General Plan contains the following relevant 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.

*The Project would provide significant benefits by increasing the supply of office space in the Downtown area, and thus would create new jobs in a location that is easily accessible by a multitude of transit services. It would result in an increase in tax revenue for the City and an increase in retail/personal services activity in the immediate neighborhood. The Project Sponsor would contribute funds for new park spaces, affordable housing, transit improvements, and other public services. The Project would also create a large interior open space which would be accessible to the general public.*

**Policy 1.3:**

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

*The Project Site is in the C-3-O (Downtown Office) District, which principally permits office and retail/personal services uses. The City's General Plan, including the Downtown Plan, encourages the concentration of commercial office development near transit in the downtown core.*

**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.

*The Project supports this Policy. Due to its location in the Downtown Core area, the Project Site is in a suitable location to attract and retain commercial entities. It is centrally located and is close to many jobs, services, and transit lines. The Project would enhance the existing business climate by offering new office space in a structure that is designed to achieve LEED Platinum Certification..*

## URBAN DESIGN ELEMENT

### Objectives and Policies

The **Urban Design Element** of the General Plan contains the following relevant objectives and policies:

**OBJECTIVE 3:**

MODERATION OF MAJOR NEW DEVELOPMENT TO COMPLEMENT THE CITY PATTERN, THE RESOURCES TO BE CONSERVED, AND THE NEIGHBORHOOD ENVIRONMENT.

**Policy 3.1:**

Promote harmony in the visual relationships and transitions between new and older buildings.

**Policy 3.6:**

Relate the bulk of buildings to the prevailing scale of development to avoid an overwhelming or dominating appearance in new construction.

*Most buildings in the immediate area are high-rises. The Project would not dominate or otherwise overwhelm the area, as many existing and proposed buildings are substantially taller than the proposed Project. The Project's contemporary design would complement existing and planned development in the area.*

## DOWNTOWN PLAN ELEMENT

### Objectives and Policies

The **Downtown Plan Element** of the General Plan contains the following relevant objectives and policies:

**OBJECTIVE 2:**

MAINTAIN AND IMPROVE SAN FRANCISCO'S POSITION AS A PRIME LOCATION FOR FINANCIAL, ADMINISTRATIVE, CORPORATE, AND PROFESSIONAL ACTIVITY.

**Policy 2.1:**

Encourage prime downtown office activities to grow as long as undesirable consequences of such growth can be controlled.

**Policy 2.2:**

Guide location of office development to maintain a compact downtown core and minimize displacement of other uses.



*The Project would add office space to a location that is well-served by transit, and is within walking distance of substantial retail goods and services. Employees of the building would be able to walk, bike, or utilize transit to commute and access services in the vicinity. The Project is currently occupied by a four-story office structure which the Sponsor proposes to demolish and replace with a 24-story structure thereby supporting a compact downtown core.*

**OBJECTIVE 5:**

RETAIN A DIVERSE BASE OF SUPPORT COMMERCIAL ACTIVITY IN AND NEAR DOWNTOWN.

**Policy 5.1:**

Provide space for support commercial activities within the downtown and in adjacent areas.

*With a significant addition of new commercial space, the Project supports this Policy.*

## TRANSPORTATION ELEMENT

### Objectives and Policies

The **Transportation Element** of the General Plan contains the following relevant objectives and policies:

**OBJECTIVE 2:**

USE THE TRANSPORTATION SYSTEM AS A MEANS FOR GUIDING DEVELOPMENT AND IMPROVING THE ENVIRONMENT.

**Policy 2.1:**

Use rapid transit and other transportation improvements in the city and region as the catalyst for desirable development, and coordinate new facilities with public and private development.

*The Project is located within an existing high-density urban context. The Downtown Core has a multitude of transportation options, and the Project Site is within walking distance of the Market Street transit spine, and the Transbay Terminal, and the Ferry Building, and thus would make good use of the existing transit services available in this area and would assist in maintaining the desirable urban characteristics and services of the area. The Project proposes little off-street parking, encouraging users of the building to seek transportation options other than private automobile use.*

## ENVIRONMENTAL PROTECTION ELEMENT

### Objectives and Policies

The **Environmental Protection Element** of the General Plan contains the following relevant objectives and policies:

**OBJECTIVE 12:**

ESTABLISH THE CITY AND COUNTY OF SAN FRANCISCO AS A MODEL FOR ENERGY MANAGEMENT.

**Policy 12.1:**

Incorporate energy management practices into building, facility, and fleet maintenance and operations.

**OBJECTIVE 14:**

PROMOTE EFFECTIVE ENERGY MANAGEMENT PRACTICES TO MAINTAIN THE ECONOMIC VITALITY OF COMMERCE AND INDUSTRY.

*The Project has been design to attain LEED Platinum standards established by the U.S. Green Building Council, promoting energy conservation and resource efficiency.*

9. **Priority Policy Findings.** Section 101.1(b) establishes eight priority planning policies and requires the review of permits for consistency with said policies. The Project complies with these policies, on balance, as follows:

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

*The Project would include approximately 1,000 sq. ft. of retail/personal services uses at the ground-floor and mezzanine level. These uses would provide goods and services to downtown workers, residents, and visitors, while creating ownership and employment opportunities for San Francisco residents. The addition of office uses would bring new employees and visitors to area, strengthening the customer base of other businesses.*

- 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 Site is currently occupied by a four-story office building with ground-floor formula-retail/personal uses, therefore, no housing would be removed by the Project. The Project Site is located in an area where high-rise office development predominates and is explicitly encouraged by the Downtown Plan. The Project would be compatible with the character of the downtown area.*

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

*The Project would enhance the City's supply of affordable housing by participating in the Jobs-Housing Linkage Program pursuant to Planning Code Section 413.*

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

*The Project Site is situated in the downtown core and is well served by public transit. The Project Site is located just two blocks from Market Street, a major transit corridor that provides access to various Muni and BART lines. In addition, the Project Site is within one block from the proposed Transbay Terminal (approximately two blocks from the existing Transbay Terminal) providing*

*convenient access to other transportation services. The Project includes minimal off-street parking to discourage commuting via private automobile.*

*The EIR prepared for the Project concludes that commuter traffic associated with the Project would not result in significant congestion on surrounding streets. The Project would incorporate measures related to the operation of the garage to ensure that entering and exiting vehicles do not impede transit service. Neighborhood parking would not be overburdened.*

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

*The Project Site does not contain any industrial or service sector uses, and thus none would be displaced by the Project. The Project Site is currently occupied by a four-story office and retail/personal services building. The Project would continue the same types of uses.*

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

*The Project would help the City achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake by replacing an older building with one that will meet or exceed all current structural and seismic requirements under the San Francisco Building Code.*

- G. That landmarks and historic buildings be preserved.

*The project would not affect any landmark or historic building. The EIR prepared for the project concludes that the existing building, constructed in 1923, has been heavily altered and is ineligible for listing in the California Register. The Project Site is not located within in a designated or proposed historic district.*

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

*The Project's EIR evaluated potential impacts of the Project on parks and other open spaces, and determined that it would not significantly increase shadows on them or impede views from them. Because the Project Site is level and is largely surrounded by high-rise development, the Project would not impede views from parks and open spaces. A shadow study confirmed that no public parks protected by Section 295 would be shaded by the Project, and additional shadow cast on nearby private open spaces would be minor and limited in duration.*

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

11. The Commission hereby finds that approval of the Section 309 Determination of Compliance and Request for Exceptions would promote the health, safety, and welfare of the City.

Draft Motion  
Hearing Date: February 10, 2011

CASE NO. 2006.1524EBKXV  
350 MISSION STREET

**DECISION**

Based upon the whole record, the submissions by the Project Sponsor, the staff of the Department, and other interested parties, the oral testimony presented to the Commission at the public hearing, and all other written materials submitted by all parties, in accordance with the standards specified in the Code, the Commission hereby **APPROVES Application No. 2006.1524X** and grants exceptions to Sections 132.1, 148, 155(r), 270, and 272 pursuant to Section 309, subject to the following conditions attached hereto as Exhibit A which are incorporated herein by reference as though fully set forth, in general conformance with the plans stamped Exhibit B and on file in Case Docket No. 2006.1106X.

**APPEAL AND EFFECTIVE DATE OF MOTION:** Any aggrieved person may appeal this Section 309 Determination of Compliance and Request for Exceptions 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 this Motion if not appealed 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 in person at 1650 Mission Street, Room 304 or call (415) 575-6880.

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting on February 10, 2011.

Linda D. Avery  
Commission Secretary

AYES:

NOES:

ABSENT:

ADOPTED: February 10, 2011

# EXHIBIT A

## AUTHORIZATION

This authorization is to grant a Planning Code Section 309 Determination of Compliance and Request for Exceptions, in connection with a proposal to demolish an existing four-story building containing office and retail uses, and build a 24-story, 350-foot tall building containing approximately 340,000 gross square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space, located at 350 Mission Street (Assessor's Block 3710, Lot 017,), within the C-3-O (Downtown Office) District and the 550-S Height and Bulk District, in general conformance with plans dated February 10, 2011 and stamped "EXHIBIT B" included in the docket for Case No. 2006.1524X and subject to conditions of approval reviewed and approved by the Commission on February 10, 2011 under Motion No. XXXXX. 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 February 10, 2011 under Motion No XXXXX.

## PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. XXXXX 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 Planning Code Section 309 Determination of Compliance 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 Planning Code Section 309 Determination of Compliance.

## Performance

### Conditions of Approval, Compliance, Monitoring, and Reporting

#### PERFORMANCE (5)

**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 Planning Code Section 309 Determination of Compliance is only an approval of the proposed project and conveys no independent right to construct the project or to commence the approved use. The Planning Commission may, in a public hearing, consider the revocation of the approvals granted if a site or building permit has not been obtained within three (3) years of the date of the Motion approving the Project. Once a site or building permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. The Commission may also consider revoking the approvals if a permit for the Project has been issued but is allowed to expire and more than three (3) years have passed since the Motion was approved.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://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](http://www.sf-planning.org).*

**Additional Project Authorization.** The Project Sponsor must obtain a Project authorization under Sections 321 and 322 to allocate office square footage, as well a Variance from the requirements of Section 155(s)(5)(A) (Off-Street Parking and Loading in C-3 Districts), to allow a shared parking and loading garage opening with a width of 33 feet, exceeding the maximum permitted width of 27 feet. The conditions set forth below are additional conditions required in connection with the Project. If these conditions overlap with any other requirement imposed on the Project, the more restrictive or protective condition or requirement, as determined by the Zoning Administrator, shall apply.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://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 date of this Motion approving this Project becomes effective. 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 conditional use authorization.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

## Design

### DESIGN – COMPLIANCE AT PLAN STAGE

**Final Materials.** The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping, and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Garbage, composting and recycling storage.** Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the architectural addenda. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Rooftop Mechanical Equipment.** Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan to the Planning Department prior to Planning approval of the building permit application. Rooftop mechanical equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Lighting Plan.** The Project Sponsor shall submit an exterior lighting plan to the Planning Department prior to Planning Department approval of the building / site permit application.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Downtown Streetscape Plan - C-3 Districts.** Pursuant to Planning Code Section 138.1 and the Downtown Streetscape Plan, the Project Sponsor shall submit a pedestrian streetscape improvement plan to the Planning Department for review in consultation with the Department of Public Works and the Department of Parking and Traffic prior to Building Permit issuance. *For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Open Space Provision - C-3 Districts.** Pursuant to Planning Code Section 138, the Project Sponsor shall continue to work with Planning Department staff to refine the design and programming of the public open space so that the open space generally meets the standards of the Downtown Open Space Guidelines in the Downtown Plan of the General Plan.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Food Service in Open Spaces - C-3 Districts.** Pursuant to Planning Code Section 138, the Project Sponsor shall make food service available during the hours that the open space is accessible to the public. In the event that the Project Sponsor is unable to lease a retail space to a food service, food service shall



## Design

be provided by a kiosk, or a cart or similar portable device at the rooftop open space. *[Planner should insert project specific language ...]*

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Open Space Plaques - C-3 Districts.** Pursuant to Planning Code Section 138, the Project Sponsor shall install the required public open space plaques at each building entrance including the standard City logo identifying it; the hours open to the public and contact information for building management. The plaques shall be plainly visible from the public sidewalks on Fremont and Mission Streets and shall indicate that the open space is accessible to the public via the elevators in the lobby. Design of the plaques shall utilize the standard templates provided by the Planning Department, as available, and shall be approved by the Department staff prior to installation.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Signage.** The Project Sponsor shall develop a signage program for the Project which shall be subject to review and approval by Planning Department staff before submitting any building permits for construction of the Project. All subsequent sign permits shall conform to the approved signage program. Once approved by the Department, the signage program/plan information shall be submitted and approved as part of the site permit for the Project. All exterior signage shall be designed to compliment, not compete with, the existing architectural character and architectural features of the building.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org).*

**Transformer Vault.** The location of individual project PG&E Transformer Vault installations has significant impacts to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:

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

Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

*For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, <http://sfdpw.org/>.*

**Overhead Wiring.** The Property owner will allow MUNI to install eyebolts in the building adjacent to its electric streetcar line to support its overhead wire system if requested by MUNI or MTA.

## Design

*For information about compliance, contact San Francisco Municipal Railway (Muni), San Francisco Municipal Transit Agency (SFMTA), at 415-701-4500, [www.sfmta.org](http://www.sfmta.org).*

**Noise, Ambient.** Interior occupiable spaces shall be insulated from ambient noise levels. Specifically, in areas identified by the Environmental Protection Element, Map1, "Background Noise Levels," of the General Plan that exceed the thresholds of Article 29 in the Police Code, new developments shall install and maintain glazing rated to a level that insulate interior occupiable areas from Background Noise and comply with Title 24.

*For information about compliance, contact the Environmental Health Section, Department of Public Health at (415) 252-3800, [www.sfdph.org](http://www.sfdph.org).*

**Street Trees.** Pursuant to Planning Code Section 428 (formerly 143), the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the building permit application indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. The street trees shall be evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works. The Project Sponsor may elect to defer installation of the street trees for up for three (3) years following the issuance of a temporary certificate of occupancy, in order to locate the trees in a manner compatible with the public realm improvements (including sidewalk widening) anticipated in the draft Transit Center District Plan.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Additional Retail Space.** The Project Sponsor and the Project architect shall continue to work with Planning Department staff to refine the final design of the interior open space. The Project provides approximately 5,923 sq. ft. more interior open space than required by the Planning Code, as well as an exterior terrace at the second level. Subject to review and approval by Planning Department staff, the exterior terrace and interior open space in excess of the required amount may be converted to retail/personal service use, including restaurant use, without further review by the Commission, provided (1) such converted interior open space is located generally at the northeast corner of the building or on the elliptical pavilion above the lobby and (2) that such conversion is consistent with the FAR limit.

## Parking and Traffic

### PARKING AND TRAFFIC

**Car Share.** Pursuant to Planning Code Section 166, no fewer than one car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

**Bicycle Parking .** Pursuant to Planning Code Sections 155.1 and 155.4., the Project shall provide no fewer than 12 Class 1 or Class 2 bicycle parking spaces.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

**Showers and Clothes Lockers.** Pursuant to Planning Code Section 155.3, the Project shall provide no fewer than four showers and eight clothes lockers.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

**Parking Maximum.** Pursuant to Planning Code Section 151.1, the size of the parking area shall not exceed seven percent of the Gross Floor Area of the Project. *For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

**Off-street Loading.** Pursuant to Planning Code Section 152, the Project will provide two full size off-street loading spaces and two service vehicle spaces.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

**Managing Traffic During Construction.** The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation impacts during construction of the Project.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org).*

## Provisions

### PROVISIONS

**Downtown Park Fee - C-3 District.** Pursuant to Planning Code Section 412 (formerly 139), the Project Sponsor shall pay the Downtown Park Fee. The fee shall be based on drawings of the net addition of gross floor area of office to be constructed as set forth in the building permit and shall be paid prior to the issuance of a temporary certificate of occupancy.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Art - C-3 District.** Pursuant to Planning Code Section 429 (formerly 149), the Project shall include work(s) of art valued at an amount equal to one percent of the hard construction costs for the Project as determined by the Director of the Department of Building Inspection. The Project Sponsor shall provide to the Director necessary information to make the determination of construction cost hereunder.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Art Plaques - C-3 District.** Pursuant to Planning Code Section 429(b) (formerly 149(b)) the Project Sponsor shall provide a plaque or cornerstone identifying the architect, the artwork creator and the Project completion date in a publicly conspicuous location on the Project Site. The design and content of the plaque shall be approved by Department staff prior to its installation.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Art - C-3 District.** Pursuant to Planning Code Section 429 (formerly 149), the Project Sponsor and the Project artist shall consult with the Planning Department during design development regarding the height, size, and final type of the art. The final art concept shall be submitted for review for consistency with this Motion by, and shall be satisfactory to, the Director of the Planning Department in consultation with the Commission. The Project Sponsor and the Director shall report to the Commission on the progress of the development and design of the art concept prior to the submittal of the first building or site permit application

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Art - C-3 District.** Pursuant to Planning Code Section 429 (formerly 149), prior to issuance of any certificate of occupancy, the Project Sponsor shall install the public art generally as described in this Motion and make it available to the public. If the Zoning Administrator concludes that it is not feasible to install the work(s) of art within the time herein specified and the Project Sponsor provides adequate assurances that such works will be installed in a timely manner, the Zoning Administrator may extend the time for installation for a period of not more than twelve (12) months.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Jobs Housing Linkage.** Pursuant to Planning Code Section 413 (formerly 313), the Project Sponsor shall contribute to the Jobs-Housing Linkage Program (JHLP). The calculation shall be based on the net addition of gross square feet of each type of space to be constructed as set forth in the permit plans. The

## Provisions

Project Sponsor shall provide evidence that this requirement has been satisfied to the Planning Department prior to the issuance of the first site or building permit by the Department of Building Inspection.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Transit Impact Development Fee.** Pursuant to Planning Code Section 411 (formerly Chapter 38 of the Administrative Code), 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 Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Transportation Brokerage Services - C-3, EN, and SOMA.** Pursuant to Planning Code Section 163, the Project Sponsor shall provide on-site transportation brokerage services for the actual lifetime of the project. Prior to the issuance of any certificate of occupancy, the Project Sponsor shall execute an 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 Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Employment Brokerage Services - C-3 District.** Pursuant to Planning Code Section 164, the Project Sponsor shall provide employment brokerage services for the actual lifetime of the project. Prior to the issuance of any certificate of occupancy, the Project Sponsor shall execute an agreement with the Planning Department documenting the project's local employment program, subject to the approval of the Planning Director.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Child Care - C-3 District.** Pursuant to Planning Code Section 165, the Project Sponsor shall provide on-site child-care brokerage services for the actual lifetime of the project. Prior to the issuance of any certificate of occupancy, the Project Sponsor shall execute an agreement with the Planning Department documenting the project's child-care program, subject to the approval of the Planning Director.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**First Source Hiring.** The Project shall adhere to the requirements of the First Source Hiring Construction and Employment Program approved by the First Source Hiring Administrator, pursuant to Section 83.4(m) of the Administrative Code. The Project Sponsor shall comply with the requirements of this Program regarding construction work and on-going employment required for the Project.

*For information about compliance, contact the First Source Hiring Manager at 415-401-4960, [www.onestopSF.org](http://www.onestopSF.org)*

## Provisions

**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 Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

**Mitigation Measures.** Mitigation measures described in the MMRP attached as Exhibit A to Motion No. **XXXXX** are necessary to avoid potential significant effects of the proposed project and have been agreed to by the project sponsor. Their implementation is a condition of project approval

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

## Monitoring

### 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](http://www.sf-planning.org)*

**Monitoring.** The Project requires monitoring of the conditions of approval in this Motion. The Project Sponsor or the subsequent responsible parties for the Project shall pay fees as established under Planning Code Section 351(e) (1) and work with the Planning Department for information about compliance.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://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](http://www.sf-planning.org).*

**Priority Processing.** The Project Sponsor shall, within six months of a first Certificate of Occupancy, provide the Zoning Administrator verification that the project has achieved a Gold Rating plus fifteen percent using the LEED Building Rating System® adopted under the Leadership in Energy and Environmental Design program of the U.S. Green Building Council (or that achieve equivalent high sustainability standards under other “green building” rating systems approved by the Director), as approved by the Director of the Department of Building Inspection. Failure to achieve sustainability standards will result in a hearing before the Planning Commission to assess offsets that will ameliorate the sustainability shortfalls caused by noncompliance with this condition.

*For information about compliance, contact Kevin Guy, Planning Department at 415-558-6378, [www.sf-planning.org](http://www.sf-planning.org)*

## Operation

### OPERATION

**Garbage, Recycling, and Composting Receptacles.** Garbage, recycling, and compost containers shall be kept within the premises and hidden from public view, and placed outside only when being serviced by the disposal company. Trash shall be contained and disposed off pursuant to garbage and recycling receptacles guidelines set forth by the Department of Public Works.

*For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-.5810, <http://sfdpw.org/>.*

**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/>*

**Noise Control.** The premises shall be adequately soundproofed or insulated for noise and operated so that incidental noise shall not be audible beyond the premises or in other sections of the building and fixed-source equipment noise shall not exceed the decibel levels specified in the San Francisco Noise Control Ordinance.

*For information about compliance with the fixed mechanical objects such as rooftop air conditioning, restaurant ventilation systems, and motors and compressors with acceptable noise levels, contact the Environmental Health Section, Department of Public Health at (415) 252-3800, [www.sfdph.org](http://www.sfdph.org).*

*For information about compliance with the construction noise, contact the Department of Building Inspection, 415-558-6570, [www.sfdbi.org](http://www.sfdbi.org).*

*For information about compliance with the amplified sound including music and television contact the Police Department at 415-553-1012 or 415-5530123, [www.sf-police.org](http://www.sf-police.org)*

**Community Liaison.** Prior to issuance of a building permit application 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 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](http://www.sf-planning.org)*

**Lighting.** All Project lighting shall be directed onto the Project site and immediately surrounding sidewalk area only, and designed and managed so as not to be a nuisance to adjacent residents. Nighttime lighting shall be the minimum necessary to ensure safety, but shall in no case be directed so as to constitute a nuisance to any surrounding property.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sf-planning.org](http://www.sf-planning.org)*





# SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

- Inclusionary Housing
- Childcare Requirement
- Jobs Housing Linkage Program
- Downtown Park Fee
- Public Art
- Public Open Space
- First Source Hiring (Admin. Code)
- Transit Impact Development Fee
- Other

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## Planning Commission Draft Motion Section 321/322

HEARING DATE: FEBRUARY 10, 2011

Date: January 27, 2011  
Case No.: **2006.1524E!KBXV**  
Project Address: **350 MISSION STREET**  
Zoning: C-3-O (Downtown Office)  
550-S Height and Bulk District  
Block/Lot: 3710/017  
Project Sponsor: GLL US Office, LP  
c/o James Reuben of Reuben & Junius, LLP  
One Bush Street, Suite 600  
San Francisco, CA 94104  
Staff Contact: Kevin Guy – (415) 558-6163  
[Kevin.Guy@sfgov.org](mailto:Kevin.Guy@sfgov.org)

ADOPTING FINDINGS RELATING TO THE APPROVAL OF ALLOCATION OF OFFICE SQUARE FOOTAGE UNDER THE 2010-2011 ANNUAL OFFICE DEVELOPMENT LIMITATION PROGRAM PURSUANT TO SECTIONS 321 AND 322 OF THE PLANNING CODE FOR A PROPOSED PROJECT LOCATED AT 350 MISSION STREET THAT WOULD AUTHORIZE THE CONSTRUCTION OF A 350-FOOT TALL OFFICE DEVELOPMENT WITH A TOTAL OF 340,320 GROSS SQUARE FEET OF OFFICE USE ON ASSESSOR'S BLOCK 3710, LOT 017, IN THE C-3-O (DOWNTOWN OFFICE) DISTRICT AND WITHIN THE 550-S HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

### PREAMBLE

On December 21, 2006, GLL US Office, LP ("Project Sponsor") submitted an Environmental Evaluation Application with the Planning Department ("Department"), Case No. 2006.1524E. The Department issued a Notice of Preparation of Environmental Review on June 2, 2010, to owners of properties within 300 feet, adjacent tenants, and other potentially interested parties.

On November 19, 2008, the Project Sponsor applied for a Planning Code Section ("Section") 309 Determination of Compliance and Request for Exceptions, Application No. 2006.1106X, on the property at 350 Mission Street (Assessor's Block 3710, Lot 017, "Project Site"), in connection with a proposal to demolish an existing four-story building contain office and retail uses, and build a 24-story, 350-foot tall building containing approximately 340,000 gross square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space ("Project"), in general conformity with plans dated February 10, 2011 and labeled Exhibit B.

On September 13, 2006, the Project Sponsor applied for an allocation of 340,320 square feet of office space to the project pursuant to Sections 321 and 322 (Annual Office Development Limitation Program) (Case No 2006.1524B).

On May 2, 2008, the Project Sponsor submitted a request for review of a proposed development on the Project Site exceeding 40 feet in height, pursuant to Section 295, analyzing the potential impacts of the development to properties under the jurisdiction of the Department of Recreation and Parks (Case No. 2006.1524K). Department staff prepared a shadow fan depicting the potential shadow cast by the development, which indicated that the project could potentially cast shadows on Justin Herman Plaza/Embarcadero Plaza. After reviewing and analyzing the a secondary shadow analysis prepared by CADP, Inc, dated April 5, 2010, the Department concluded that no new, net potential shadow will be cast upon Justin Herman Plaza/Embarcadero Plaza, because intervening buildings located between the project site and Justin Herman Plaza/Embarcadero Plaza will intercept potential shadows cast by the project. Therefore, the Project would have no impact to properties subject to Section 295.

On January 6, 2011, the Project Sponsor applied for a Variance from the requirements of Section 155(s)(5)(A) (Off-Street Parking and Loading in C-3 Districts), to allow a shared parking and loading garage opening with a width of 33 feet, exceeding the maximum permitted width of 27 feet.

On September 15, 2010, the Department published a draft Environmental Impact Report (EIR) for public review. The draft EIR was available for public comment until November 1, 2010. On October 21, 2010, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting to solicit comments regarding the draft EIR. On January 27, 2011, the Department published a Comments and Responses document, responding to comments made regarding the draft EIR prepared for the Project.

On February 10, 2011, 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. 2006.1524E, 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 February 10, 2011, the Commission conducted a duly noticed public hearing at a regularly scheduled meeting on Case No. 2006.1524EBKXV. 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, the Planning Department staff, and other interested parties.

MOVED, that the Commission hereby authorizes the Office Allocation requested in Application No. 2006.1524B, subject to the conditions contained in **Exhibit A** of this motion, based on the following findings:

## FINDINGS

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

1. The above recitals are accurate and also constitute findings of this Commission.
2. **Site Description and Present Use.** The Project Site is an 18,909 sq. ft., roughly square, parcel located at the northeast corner of Mission and Fremont Streets. The Project Site is within the C-3-O District and the 550-S Height and Bulk District, and is also within the proposed Transit Center District Plan ("TCDP") Area.

At present, the Project Site is four-story building containing approximately 95,000 sq. ft. of office and retail/personal services uses. The three upper floors are currently vacant. They were previously occupied by Heald College, which recently moved its San Francisco campus to a new location at 875 Howard Street. The ground-floor is presently occupied by several retail tenants.

3. **Surrounding Properties and Neighborhood.** The Project Site is located in an area characterized by dense urban development. Existing height limits on the subject block range from 450 to 550 feet. There are many high-rise structures containing dwellings, offices and other commercial uses. The Project Site is surrounded by a number of high-rise buildings. 45 Fremont Street is a 34-story office building located directly to the north. 50 Beale Street is a 23-story office building located to the east. 50

Fremont Street is a 43-story office building across Fremont Street to the west. The Millennium (301 Mission Street) is a residential development consisting of a 60-story residential building and an 11-story tower, located across Mission Street to the south. There are numerous smaller commercial buildings in the area as well. The site of the former Transbay Terminal and proposed Transit Center is located opposite the Project Site at the southwest corner of Mission and Fremont Streets. The future Transit Center is planned to accommodate local, regional, and national bus service, as well as Caltrain and California High Speed Rail service.

4. **Proposed Project.** The Project would entail the demolition of the existing four-story building at the Project Site and construction of a new 24-story, tall office building, reaching a roof height of 350 feet, with a mechanical screen reaching a height of approximately 374 feet. The building would include approximately 340,000 square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space. The Project is designed to achieve LEED Gold or Platinum certification.
5. **Public Comment.** To date, Department staff has received no comments on the proposed project.
6. **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.

*There currently exists 3,351,993 square feet of office space available for allocation to office buildings of more than 49,999 square feet of office space ("Large Buildings") during this Approval Period, which ends October 16, 2010. If the Planning Commission approves the Project with up to 340,320 square feet of office space, there would be 3,011,673 square feet of office space available for allocation. On October 17, 2011 and October 17 of each succeeding year, an additional 875,000 square feet of office space will become available for allocation to buildings of greater than 49,999 square feet of office space.*

*The Project would improve the balance between San Francisco's economic growth and its housing supply, by contributing to the affordable housing fund pursuant to Planning Code Section 413. The Project is also subject to the Transportation Impact Development Fee, Child Care In-Lieu Fee, and Downtown Parks Special Fund Fee, all of which will contribute to maintaining a balance between economic growth and housing, transportation and public services. Additionally, the Project would create both construction period and permanent new jobs and comply with all the requirements of the First Source Hiring Program (Chapter 83 of*

*the Administrative Code) and Section 164 of the Planning Code to maximize employment opportunities for local residents.*

*Few significant office developments in the downtown area have been constructed in recent years. The Project would furnish new class-A office space, which would draw more commercial and professional services into the vicinity and further encourage economic growth.*

*Therefore, the Project and the allocation of square footage would provide additional resources and 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 discussed in Section #8 of Motion No. \_\_\_\_\_, Case 2006.11524X (Determination of Compliance and Granting of Exceptions Under Planning Code Section 309). Overall, the Project would advance the objectives and policies of the Commerce, Urban Design, Downtown Plan, Transportation, and Environmental Protection Elements of the General Plan, and presents no significant conflicts with other elements.*

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

*The Project Site is surrounded by existing high-rise development, and the Project is compatible with this context. The exterior of the building would be finished with tilting glazing that conveys a woven pattern. This configuration would capture and reflect light in a dynamic manner that would shift depending on the perspective of the viewer. The Project's 50-foot-tall base would be visually distinguished from the tower above, creating a pedestrian-scaled environment that visually and functionally draws the public into the Project's interior open space. Large panel doors at the ground-floor would be open to the street, allowing for unobstructed flow between the sidewalk and interior open space. The Project's retail spaces and art program would help activate its interior open space and create visual interest for passersby.*

*The Project has been design to target LEED Platinum certification, incorporating numerous sustainable features to enhance efficiency and environmental performance.*

## 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's proposed office and retail uses are permitted uses in the C-3-O District. The site lies one block south of Market Street and one block north of the future Transit Center, providing direct access to abundant existing and planned transit, as well as retail*

goods and services. Numerous office buildings exist within the immediate vicinity of the Project site and the greater Downtown area. The Project furthers the Downtown Plan's goals and objectives of concentrating office uses into a compact Downtown Core.

b) Transit Accessibility. The area is served by a variety of transit options. The Project site is two blocks from the Montgomery Street MUNI and BART station, approximately six blocks from the Ferry Building, and one block away from the future Transit Center.

c) Open Space Accessibility. The ground-floor open space will be easily accessible to the public as well as tenants of the Project site, and will be a desirable addition to the City's open space. It will be accessible, well designed and comfortable, providing a variety of experiences and fulfilling all requirements of the Downtown Plan and the Downtown Streetscape Plan.

d) Urban Design. The Project would replace a relatively low-intensity four-story building with a new office tower that includes publicly accessible open space and retail/restaurant uses on the ground floor. The tower's overall height and volumetric composition relate well to neighboring buildings. The Project's 50-foot-tall base would be visually distinguished from the tower above, creating a comfortably-scaled environment for pedestrians while inviting the public into the Project's interior open space. Large panel doors at the ground-floor would be open to the street, allowing for unobstructed flow between the sidewalk and interior open space, where seating, restrooms and other amenities would be provided for public use. The Project's retail spaces and public art program would help activate the interior open space and create visual interest for passersby.

e) Seismic Safety. The Project would improve seismic safety, because it would be constructed to meet or exceed the latest seismic standards of the California Building Code. The soil beneath the Project Site is subject to liquefaction and ground settlement during a major earthquake. However, most of the liquifiable soil would be excavated during construction, and liquefaction induced settlement will be negligible below foundation level. The Project's concrete mat foundation would be founded upon Colma Sand formation, which have sufficient relative densities and/or clay contents to resist liquefaction. Due to the nature of soil conditions at the project site, a mat foundation would be sufficient to support the proposed structure.

#### 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 would contribute to the employment of economically disadvantaged persons by its participation in San Francisco's First Source Hiring Program ("FSHP"). During the construction period, the Project will employ up to 300 union laborers per day with an average of 150 laborers per day over the two-year construction period. Available entry-level construction jobs would be processed through the FSHP and would benefit economically disadvantaged persons. Upon completion of construction, the Project would be occupied by commercial tenants that would create over 1,000 new jobs. Available entry level jobs offered by these businesses must be processed

*through the FSHP and would benefit economically disadvantaged persons. Because of the size of the development, the Project has the potential to create significant employment opportunities.*

*The Project will also comply with the requirements of Planning Code Section 164, which includes city resident employment and training requirements.*

*b) Needs of Existing Businesses. With approximately 340,320 gross square feet of new office space, the Project is anticipated to provide for a great variety and number of tenants, thereby better serving the needs of the business community. The building's floor plates are flexible and can accommodate both small and large businesses. The Project Site is well-served by transit, and is in close proximity to other firms consolidated within the Downtown Core.*

*c) Available Supply of Space Suitable for Such Anticipated Uses. The project will provide office space that is suitable for a variety of office uses and sizes in a Downtown location. The anticipated office uses and tenants will strengthen the City's economy and the City's position as a business hub and regional employment center.*

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

*The site is currently under single ownership. The anticipated tenant or tenants will be determined at a later date. However, it is not known whether the Project will be occupied by a single entity.*

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

*The Project Sponsor has secured the required TDR to construct the Project and shall secure a Notice of Use of TDR as a condition of approval.*

7. **General Plan Conformity.** The General Plan Consistency Findings set forth in Section #8 of Motion No. \_\_\_\_\_, Case #2006.1524X (Determination of Compliance and Granting of Exceptions Under Planning Code Section 309) apply to this Motion, and are incorporated herein as though fully set forth.
8. **Priority Policy Findings.** Section 101.1(b) establishes eight priority planning policies and requires the review of permits for consistency with said policies. The Project complies with these policies, on balance, as follows:
  - A. That existing neighborhood-serving retail uses be preserved and enhanced and future opportunities for resident employment in and ownership of such businesses enhanced.

*The Project Site does not contain any existing retail uses, and none will be displaced by the Project. The Project furthers this policy by proposing ground floor retail uses. The addition of office uses will bring new employees and visitors to the Project*

*Site and area, which would strengthen existing neighborhood retail operations and encourage new retail opportunities in the vicinity of the Project Site.*

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

*The Site is currently occupied by a four-story building containing office space and retail uses. Therefore, the Project will have no effect on existing housing. The Project is compatible with the character of the area, which is generally defined by intense urban development.*

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

*The Project will promote this policy by contributing to the City's affordable housing supply by complying with the Section 414 Jobs-Housing Linkage Program.*

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

*The Project Site is situated in the downtown core and is well served by public transit. The Project Site is located one block from Market Street, a major transit corridor that provides access to various Muni and BART lines. In addition, the Project Site is within one block from the future Transit Center, providing convenient access to other transportation services. The Project includes minimal off-street parking to discourage commuting via private automobile.*

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

*The Project Site does not contain any industrial uses, therefore, none will be displaced by the Project. The Project will continue to offer service sector employment opportunities associated with the proposed retail and office uses.*

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

*The Project will conform to the structural and seismic requirements of the San Francisco Building Code.*

- G. That landmarks and historic buildings be preserved.



*The Project Site does not contain any existing historic resources and is not located in any historic or preservation district. The Project would not affect any off-site historic resources.*

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

*The Project Site is surrounded by existing urban development and is not located adjacent to parks or other public open spaces. The Project will not cast shadows on any properties protected by Section 295.*

9. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.
10. The Commission hereby finds that granting the Project Authorization in this case will particularly promote the public welfare, convenience and necessity 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 Allocation Application No. 2006.1524B** 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 February 10, 2011, on file in Case Docket No. 2006.1524B.

**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 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 in person at 1650 Mission Street, Room 304 or call (415) 575-6880.**

I hereby certify that the foregoing Motion was ADOPTED by the Planning Commission at its regular meeting on February 10, 2011.

Linda D. Avery  
Commission Secretary

AYES:

NOES:

**Motion XXXXXX**  
**Hearing Date: February 10, 2011**

**CASE NO. 2006.1524E!KBXV**  
**350 MISSION STREET**

ABSENT:

ADOPTED: February 10, 2011

# EXHIBIT A

## AUTHORIZATION

This authorization is to grant an allocation of office square footage under the 2010-2011 Annual Office Development Limitation Program, pursuant to Planning Code Sections 321 and 322, in connection with a proposal to demolish an existing four-story building containing office and retail uses, and build a 24-story, 350-foot tall building containing approximately 340,000 gross square feet of office space, approximately 1,000 square feet of retail space, approximately 23,500 square feet of subterranean parking area, and approximately 12,700 square feet of publicly-accessible interior open space, located at 350 Mission Street (Assessor's Block 3710, Lot 017,), within the C-3-O (Downtown Office) District and the 550-S Height and Bulk District, in general conformance with plans dated February 10, 2011 and stamped "EXHIBIT B" included in the docket for Case No. 2006.1524X and subject to conditions of approval reviewed and approved by the Commission on February 10, 2011 under Motion No. XXXXX. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

## COMPLIANCE WITH OTHER REQUIREMENTS

The Conditions of Approval set forth in Exhibit A of Motion No. XXXXX, Case #2006.1524X (Determination of Compliance and Granting of Exceptions Under Planning Code Section 309), and the Mitigation, Monitoring, and Reporting Program adopted as Exhibit A to Planning Commission Motion \_\_\_\_\_, Case #2006.1524E apply to this approval, and are incorporated herein as though fully set forth, except as modified herein.

## 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 February 10, 2011 under Motion No XXXXX.

## 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 Conditional Use authorization.

## Performance

### Conditions of Approval, Compliance, Monitoring, and Reporting

#### PERFORMANCE (5)

**Development Timeline - Office.** Pursuant to Planning Code Section 321(d) (2), construction of an office development shall commence within 18 months of the date of this Motion approving this Project becomes effective. 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 conditional use authorization.

*For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, [www.sfplanning.org](http://www.sfplanning.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).

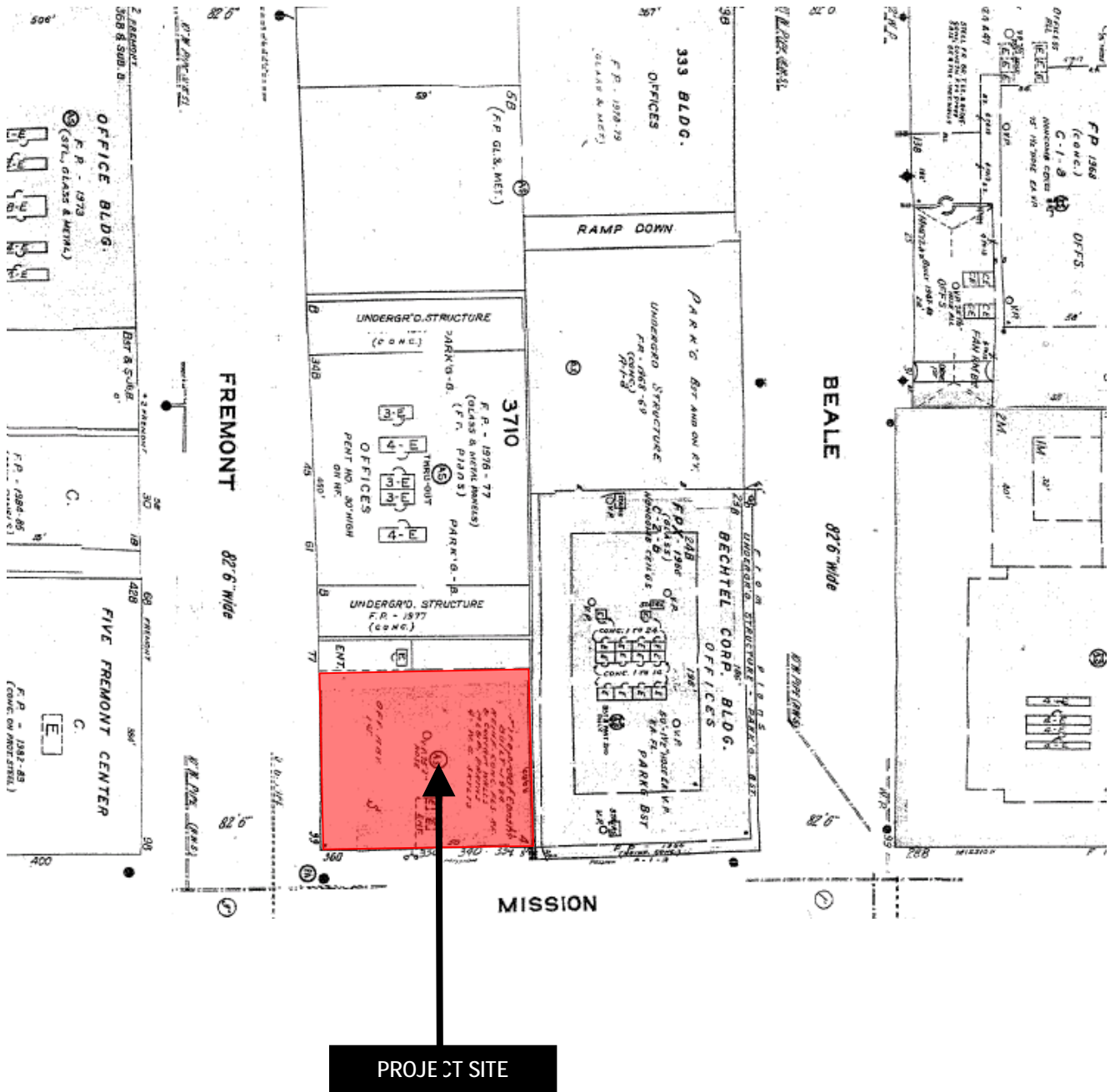
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# Parcel Map



Section 309 Determination of Compliance  
Case Number 2006.1524EBKXV  
350 Mission Street

# Sanborn Map\*

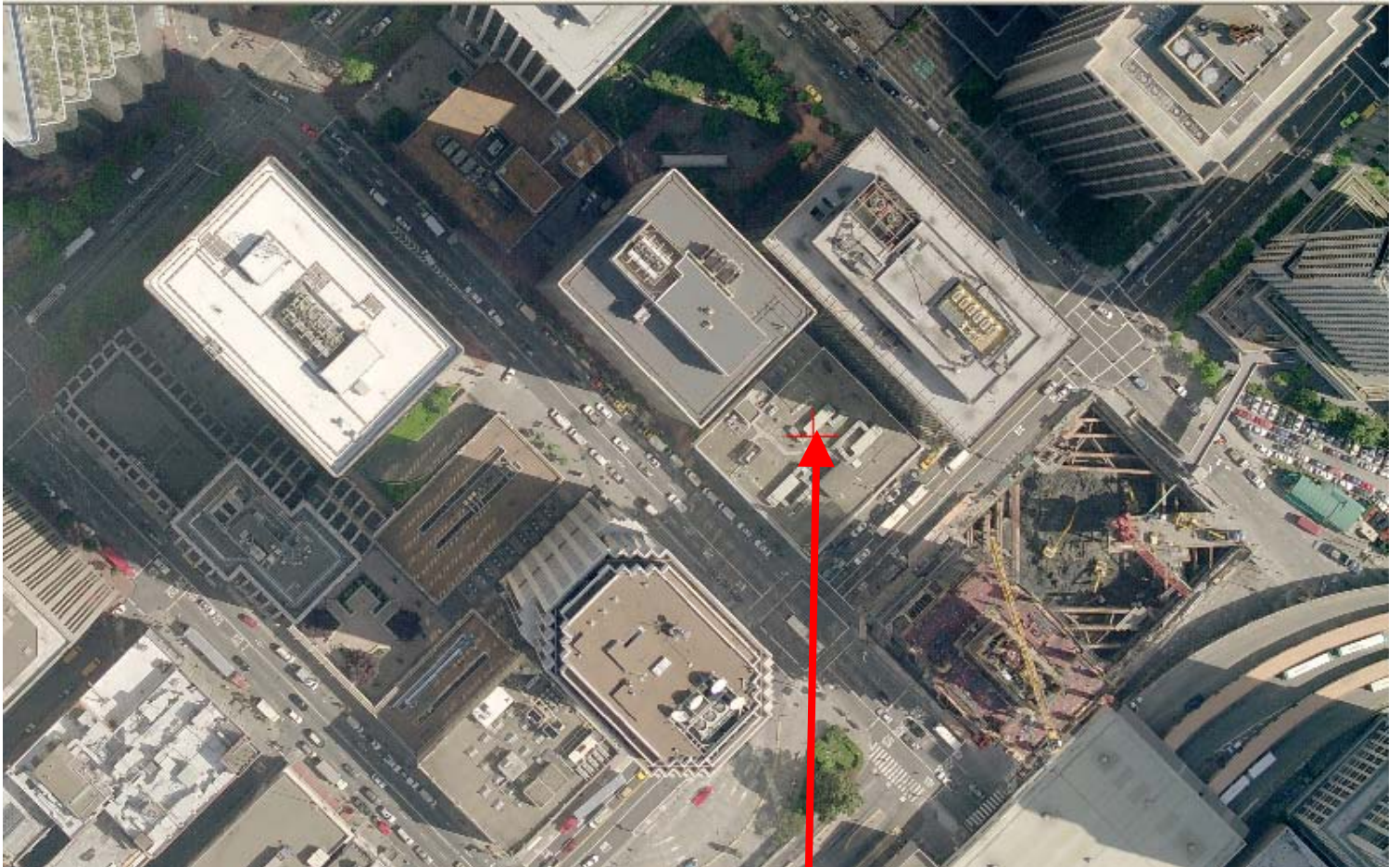


\*The Sanborn Maps in San Francisco have not been updated since 1998, and this map may not accurately reflect existing conditions.



Section 309 Determination of Compliance  
 Case Number 2006.1524EBKXV  
 350 Mission Street

# Aerial Photo



PROJECT SITE



Section 309 Determination of Compliance  
Case Number 2006.1524EBKXV  
350 Mission Street

# Aerial Photo



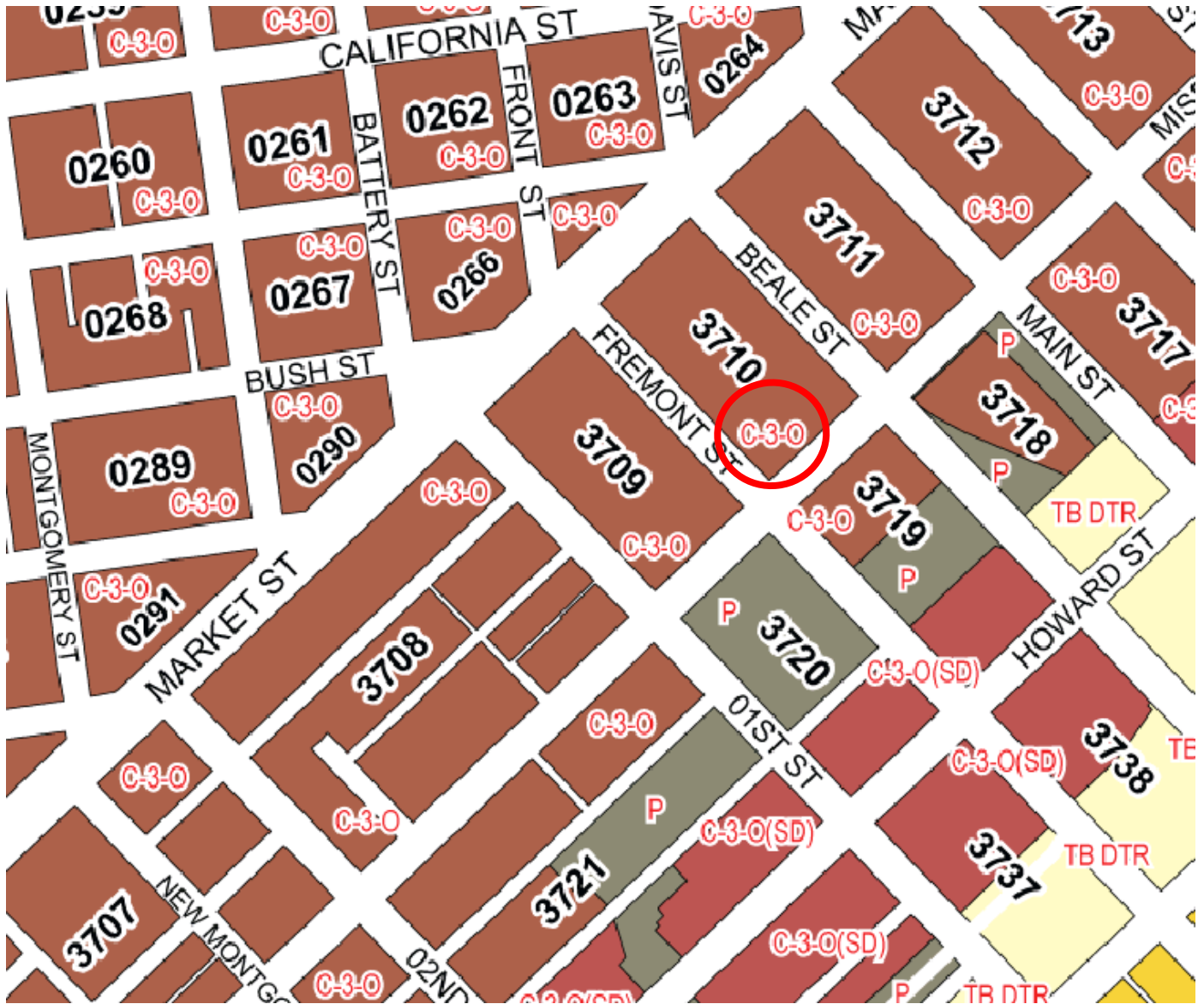
Looking North

PROJECT SITE

Section 309 Determination of Compliance  
Case Number 2006.1524EBKXV  
350 Mission Street



# Zoning Map



Section 309 Determination of Compliance  
Case Number 2006.1524EBKXV  
350 Mission Street

# REUBEN & JUNIUS<sup>LLP</sup>

January 26, 2011

## Delivered by Hand

Mr. Ron Miguel, President  
San Francisco Planning Commission  
1650 Mission Street, 4<sup>th</sup> Floor  
San Francisco, CA 94103

**Re: 350 Mission Street  
Project Sponsor's Brief in Support  
Hearing Date: February 10, 2011  
Case No.: 2006.1524E!KBXV  
Our File No.: 5614.01**

Dear President Miguel and Commissioners:

Our office represents GLL US Office, LP (“Project Sponsor”)—an entity with extensive experience building and managing development projects in San Francisco and elsewhere—in connection with its applications to construct an office building at 350 Mission Street (“Project”). The site is located at the northeast corner of Fremont and Mission Streets, at the heart of the emerging business district centered on the new Transbay Transit Terminal. 350 Mission Street is a premier Class-A office site with superb access to transit and is presently underutilized as a four-story, mostly vacant office building. The Project Sponsor is seeking LEED Platinum designation for a 374’-4” tall, 340,320 square-foot office tower. The Project will serve the City’s long-term economic development goals, and create a high-quality public open space adorned with dynamic public art. We respectfully request that the Planning Commission take the following actions to advance the Project:

- Certify the Final Environmental Impact Report (“FEIR”);
- Allocate 340,320 square feet of office space pursuant to Section 321 of the Planning Code; and
- Grant a Section 309 approval with exceptions for wind, curb-cut, tower separation and bulk.

We look forward to presenting the Project to you on February 10, 2011.

## **Background**

The Project Sponsor acquired this site in January 2006 and has been actively seeking entitlements for an office project since 2006. The site is currently developed with a four-story, approximately 95,000 square foot office building with ground-floor retail. The upper-floor office space was previously occupied by Heald College, which recently moved to a new downtown campus at 875 Howard Street.

The site is adjacent to the Transbay Transit Center, under construction across the street. When complete, the Transit Center will bring enhanced bus service, CalTrain commuter rail, and eventually California High Speed Rail, directly to San Francisco's downtown. The Transit Center will be topped by the 4.5 acre City Park, as well as a public plaza at the southwest corner of Mission and Fremont Street.

## **Project Description**

The Project entails the construction of a 24-story, 374'-4" tall office tower. The Project includes a total of up to 340,320 square feet of gross floor area with office uses on floors three through 24, and approximately 1,056 sq. ft. of retail/personal service uses on the ground floor and mezzanine level. Including the mezzanine, the ground floor will have a height of 50 feet with pedestrian entrances on both Mission and Fremont Streets. Large portions of the ground floor and the mezzanine will function as a public interior open space, including internal retail access and a wide stair to the mezzanine that would function as amphitheater seating.

Parking and freight loading access is provided via an approximately 33-foot-wide driveway on Fremont Street on the northwest corner of the Property. The Project will include up to 23,428 square feet of basement parking for up to 61 cars (including three disabled spaces, three electrical vehicle charging stations, and a car-share space), as well as 64 bicycle spaces. The basement will also house a fitness center, including lockers and showers that can be used by cyclists. The Project includes a total of four freight loading spaces (two full-size and two service vehicles spaces) located at grade.

## **Architecture/Design**

The Project is a modern glass-clad office tower that will complement the City's investment in transit and open space. The Project's tower will convey a "woven" pattern in which alternating outward tipping panels reflect sky brightness and inward tipping panels are in contrasting shade. This woven pattern culminates at the skyline with feathery luminescent scrims placed behind the glass to capture changing patterns of daylight.

The Project's base is focused on the creation of an urban living room, a memorable street-level space that is highly engaged with the City's urban realm:

- **Public Open Space.** The urban living room at the building base is conceived as a socially vibrant urban space, which blurs the boundaries between the public and private realms. The entire office building at the corner of Fremont and Mission is cantilevered thirty feet in two directions to provide a sense of openness to the street. Ninety linear feet of sliding glass panels will literally open the building to the street, weather allowing, along Mission and Fremont Streets. Wooden piles, salvaged from the site's earlier structure, will be refinished and used as benches within this space. These benches, internally powered and attached to narrow channels, will slowly inch across the floor. A grand amphitheater stair of wood and metal would provide space for informal lunchtime dining and connect the ground floor to additional mezzanine level open space. Portions of the mezzanine could be used for additional retail space in the future.
- **Innovative Public Art.** The core and ceiling of the Project's base level would be wrapped in a "digital canvas" that will be visible to persons in the building and on the street. The canvas could be programmed for a variety of displays, allowing for rotating exhibitions by local digital artists. The Project Sponsor is exploring opportunities to collaborate with local schools, whose students could produce and curate displays. The digital canvas could also present real-time or time-lapsed graphical displays demonstrating the Project's sustainable building features. The public could passively create content. For example, the canvas could reflect and transpose passing foot traffic as an abstract graphic.
- **Active Retail.** A coffee shop and sculptural retail pavilion will anchor the north and east corners of the Project's ground floor. The retail pavilion, elliptical in shape, is defined by a structural sheath of translucent glass. At present, the Project includes approximately 5,900 square feet of interior open space in excess of the required amount. Pending confirmation of compliance with the Planning and Building Code, excess open space at the mezzanine level could be used for retail/restaurant space in the future.

### **Sustainable Building Features**

The building is currently targeted for a U.S. Green Building Council's LEED Platinum designation. The design addresses energy efficiency through a variety of strategies, which are expected to reduce energy consumption by about one-third. Following are some, but my no means all, of the Project's sustainable features:

- **Sustainable Structure.** The Project's structural frame will be environmentally friendly: instead of overseas-sourced steel, the building will be framed in locally manufactured concrete and will use far less structural material than a traditional steel-framed high-rise. Another innovative feature is the Sustainable Form Inclusion System (SFIS) that will be used in the Project's structure. The SFIS uses non-biodegradable post-consumer materials as a substitute for a large portion of heavy concrete. "Throwaway" materials, such as Styrofoam or plastic bottles, which would normally sit in a landfill for centuries, are productively reused, to both decrease the weight of the building and add additional structural integrity. As a result of this forward-looking approach, the Project will literally have a lighter footprint than many of its neighbors. In terms of weight savings, 350 Mission's structural slab requires about 25 percent less concrete. Engineers estimate that the 5,400 cubic yards of concrete saved by using the system — about 600 truckloads — would be enough to lay 20 miles of concrete sidewalks. Another benefit of the system is that less steel is required. Again, engineers estimate the building will save about 1.2 million pounds of steel, enough to make 8,000 refrigerators or 1,000 cars.
- **Efficient Heating and Cooling.** Radiant under-floor pipes will use an on-site geothermal energy source to deliver heating and cooling to the ground-floor and mezzanine. On the upper floors, the HVAC distribution will also be hidden under the floor to more effectively distribute heating and cooling from the floor up, to only the areas occupied by people. This approach conserves energy when compared to traditional schemes that unnecessarily expend energy to first cool the area between the occupant's head and the ceiling. The engineering team also conceived a unique zoned heating and cooling approach that uses only enough energy to regulate the temperature of spaces used by occupants, and delivers only the amount of air needed for comfort from the occupied floor level. The building will be capable of using 100 percent outside air for cooling. While most modern office buildings, even those in San Francisco's mild climate, are designed to limit the use of natural ventilation, the Project's floor-by-floor ventilation system will bring in outside air at each level, rather than chilling it for distribution on the rooftop.
- **Water Conservation and Reuse.** To conserve water, the Project will be equipped to use graywater and harvested rainwater in tanks for cooling, landscaping irrigation, and toilet flushing.
- **Sustainable Transportation.** To further reduce carbon emissions, the Project includes electric vehicle charging stations, a car-share space, and 64 bicycle parking spaces, as well as shower facilities for cyclists.

In addition, the Project will strive to reuse materials from demolition in the new construction, such as excavated building piles to create lobby seating.

### **The Project Furthers the Goals of the Downtown Plan**

The Project will provide significant new Class A office space at this prominent corner site, furthering the Downtown Plan's goals and objectives of concentrating office uses in the Central Business District ("CBD"). The Project is located within the C-3-O District, and is consistent with the City's goals of expanding of downtown office space south of Market, and south of the traditional downtown core, which is mostly built out.

The Project promotes a number of the objectives of the Downtown Plan including the following:

- Objective 1, where the Plan recognizes "the need to create jobs, specifically for San Franciscans, and to continue San Francisco's role as an international center of commerce and services. New jobs enhance these City functions, to expand employment opportunities, and to provide added tax resources, to make downtown growth at a reasonable scale and desirable course for the City."
- Objective 2, which states that "Almost two-thirds of the City's new permanent jobs in recent years have been located in the Downtown Financial District. This growth, primarily in the finance, insurance, real estate activities, and business services, reflects the City's strong competitive advantage in this sector. Since the office sector is the City's major provider of employment opportunities, it is essential that's its vitality remain at a high level."

The Downtown CBD remains the primary economic engine of the City. That is where most of the jobs and transit infrastructure are located. The Downtown Plan prioritizes the continued construction of well-designed office buildings in this core district. The Project advances this important goal.

### **Economic and Public Benefits from the Project**

The Project brings significant economic benefits to the City in the form of significant development fees, new property taxes, and new jobs. The Project is also a sustainable building, and will provide a major on-site public benefit in terms of new open space.

- Fees. The Project will pay significant development fees to fund a variety of City programs including contributions to the Downtown Park Fund, payment of the Transit Impact Development Fee, contributions to the Jobs, Housing Linkage Program, contributions to child care and public schools.

- Construction Jobs. During the recession, unemployment in some construction trades reached nearly 25 percent. The Project will provide needed employment for construction workers. Available entry-level construction jobs would be processed through the FSHP and would benefit economically disadvantaged San Francisco residents.
- Permanent Jobs. Once completed, the Project will provide space for up to 1400 jobs, creating needed space for long term future job growth in the City.
- Tax Revenues. San Francisco's public services are facing cuts due to declining revenues. The Project will generate significant new annual property and payroll tax revenues.
- Open Space and Pedestrian Experience. The Project will maximize the quality of the pedestrian experience along both Mission and Fremont Streets. Currently, the site's ground-floor retail is set back from the street by a dark arcade. The Project will include significant new public open space within the building at this important downtown corner. This space will include food uses open to the public, as well as public artwork, public seating and restrooms.
- Preservation Goals. The existing building on the Project Site was evaluated as part of the Transit Center District Plan Survey, which determined that it was not a historic building. The Project would further the City's historic preservation goals by absorbing unused development potential from historic buildings throughout the C-3 District with the use of transferable development rights (TDR). The City's TDR Program promotes and facilitates the preservation of existing downtown historic buildings by compensating owners of those buildings who are no longer able to develop the air space above their building.

### **Exceptions Requested**

The Project requires four exceptions to the Planning Code under Section 309 for pedestrian-level winds, curb cut location on Fremont Street, upper-tower bulk and tower separation. Each of the exceptions is minimal and justified under the criteria spelled out in the Planning Code:

Wind Exception. Wind testing confirmed that the Project would not perceptibly increase wind speeds in the area, nor would it cause any hazard-level winds. Average wind speeds would remain unchanged at approximately nine miles per hour (mph). With construction of the Project, winds would exceed the comfort criterion approximately six percent of the time – the same as now. Overall, the number of locations where wind would exceed the comfort criterion would increase by one. Because of this minor change, an exception is necessary.

Wind consultants have confirmed that the Project cannot be designed in such a way as to reduce wind speeds below the comfort threshold. The locations where these elevated wind speeds occur are not adjacent to the Project, and therefore are not susceptible to site-specific mitigation. Due to the very small changes in wind speeds, the altered conditions would not be perceptible to pedestrians. Virtually all large downtown buildings require an exception to Section 148. This Project is no different, and does not change the wind conditions surrounding the site in any significant way.

Curb Cut Exception. Section 155 of the Planning Code discourages curb cuts on certain streets—including both Fremont and Mission Streets—where alternative points of access are available. An exception is therefore necessary to allow access to parking and loading via Fremont Street. The exception is justified here, because Mission Street and Fremont Street are the only possible locations for access to off-street parking and loading. Given that Mission Street is among the City's busiest transit and pedestrian corridors, Fremont Street is the obvious choice. The Project Sponsor has worked closely with both the Planning Department and transit providers to ensure the parking/loading entrance does not disrupt pedestrians or transit vehicles.

Bulk Limits. Roughly the lower two-thirds of the Project will comply with the bulk limits of Sections 270 and 272 of the Planning Code. In fact, the average lower-tower floor plate of 15,020 square feet will be approximately 25 percent smaller than allowed. Though the Project is approximately 230 feet under the height limit, its upper tower slightly exceeds allowable bulk, requiring an exception for a diagonal dimension that is 17'-10" longer, and an average floor plate approximately 25 percent larger, than allowed.

Virtually every downtown building receives some bulk exception to allow for flexibility in design of the building and to respond to particular site conditions. Here, strict compliance with bulk limits would require a taller building to make optimal use of the site's development potential. Increasing the height in this fashion would unbalance the building's design. It would also result in small, hard-to-rent floor plates and higher construction costs that would jeopardize the Project's economic fundamentals. Because the bulk exception will not impact nearby properties and strict compliance would be detrimental to both the Project's viability and design, we believe the exception is justified.

Separation of Towers. The Project occupies a corner lot providing ample distance between it and the buildings to the south and west of the Project Site. A large plaza, developed in conjunction with the Transit Center will occupy the opposite corner to the southwest. The corner location ensures the Project will comply with tower separation requirements to the south and west.



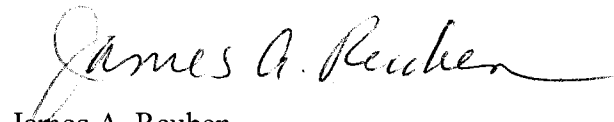
An exception is required for the Project's northern and eastern building walls. The north wall of Project encroaches between 8'-4" (lower tower) and 12 feet (upper tower) into the required setback. However, there is a large privately-owned plaza adjoining the Project to the north, which will provide in a 46-foot separation between the Project and the 34-story building to the north (45 Fremont Street). Along the east façade, approximately two-thirds of the east wall would encroach only 11 inches into the required setback at the lower tower and up to 4'-8" at the upper tower. The remaining one-third of the east wall (a mechanical room integral to the Project's energy-efficient ventilation system) encroaches up to 8'-2" at the lower tower and 11'-10" at the upper tower. However, the mechanical room is located in the center of the building and would not preserve the appearance of tower separation without significantly diminishing light or air to the adjacent office building.

### **Conclusion**

The Project represents a major opportunity for the City to ensure that this prime downtown site is developed with a superior, Class-A office building that achieves LEED Platinum and provides significant public benefits. As the owner and property manager of 199 Fremont Street, the Project Sponsor has a successful track record in San Francisco. We urge you to support the Project and look forward to presenting it to you.

Very truly yours,

REUBEN & JUNIUS, LLP



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President Ron Miguel and Commissioners  
San Francisco Planning Commission  
January 26, 2011  
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cc: Commissioner Christina Olague  
Commissioner Michael Antonini  
Commissioner Gwyneth Borden  
Commissioner Rodney Fong  
Commissioner Kathrin Moore  
Commissioner Hisashi Sugaya  
John Rahaim – Planning Director  
Scott Sanchez – Zoning Administrator  
Linda Avery – Commission Secretary  
Kevin Guy – Planning Department  
Brett Bollinger – Planning Department  
David Wall – GLL US Office, LP  
David Dachs – Town Management  
Craig Hartman – SOM  
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**PLANNING COMMISSION SUBMISSION | 350 MISSION STREET  
GLL DEVELOPMENT & MANAGEMENT**

**SOM**

FEB 10 2011

## 350 MISSION

350 Mission Street is a 27-story investment office tower planned for the Northeast corner of Mission and Fremont Streets in San Francisco. The site is directly adjacent to the planned new Transbay Tower and Terminal, which when complete will be the City's primary intermodal transportation center for busses, commuter rail, and eventually California high-speed rail. Given the tower's site, adjacent to San Francisco's 21st-Century urban gateway, the design concept is focused on the creation of an urban living room; a memorable street level space that is highly engaged with the City's urban realm.

The project design exemplifies an overall architectural ethos - a "regenerative urban ecology" - in which the highest level of environmental, social, cultural and economic sustainability are applied to the making of architectural form. The urban living room at the building base is the most visible result. This space is fifty feet high and is conceived as a socially vibrant urban space which blurs the boundaries between the public and private realms.

The entire office building at the corner of Fremont and Mission is cantilevered thirty feet in two directions. A fifty foot high by sixty foot long membrane of glass turns this corner and opens the great urban room to hundreds of thousands daily commuters and visitors arriving across the street when the Transbay Terminal is complete. All barriers are removed between the social vibrancy of the urban room and the street through the use of ninety linear feet of sliding glass panels which literally open the building to the street, weather allowing, in San Francisco's mild climate.

The urban living room is animated by a café, an amphitheater stair and two levels of seating for informal lunchtime dining and special events. This space is conceived as a highly kinetic environment, beginning with the movement of people as theatrical spectacle. The idea of constant change continues to a digital canvas that wraps the lobby's core wall and ceiling. The Digital Canvas itself will become a platform whereby art and culture can be displayed on screen, and animated graphics informs the public of the building's sustainable features.

Wooden piles, salvaged from the site's earlier structure, will be refinished and used as benches within this space. These benches, internally powered and attached to narrow channels, will slowly inch across the floor.

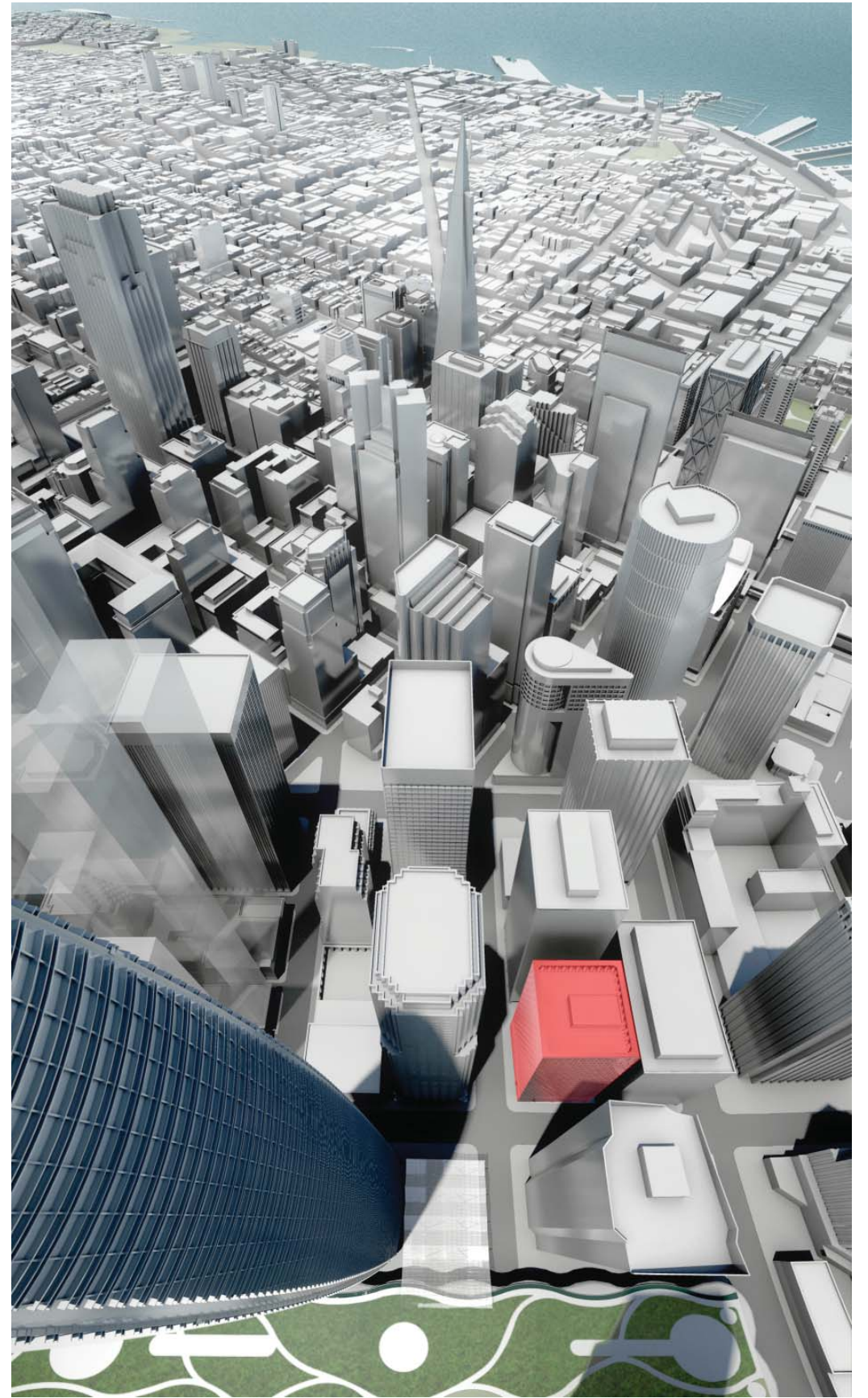
Anchored at the living room's north and east corners, a coffee shop and sculptural retail pavilion will energize the building's ground level. The retail pavilion, elliptical in shape, is defined by a structural sheath of translucent glass. Its upper level provides space for tenant conferences and private dining. A grand staircase of wood and metal provides space for informal lunchtime dining and connects the ground floor to an additional mezzanine for a restaurant that overlooks and links via an exterior stair to an adjacent plaza.

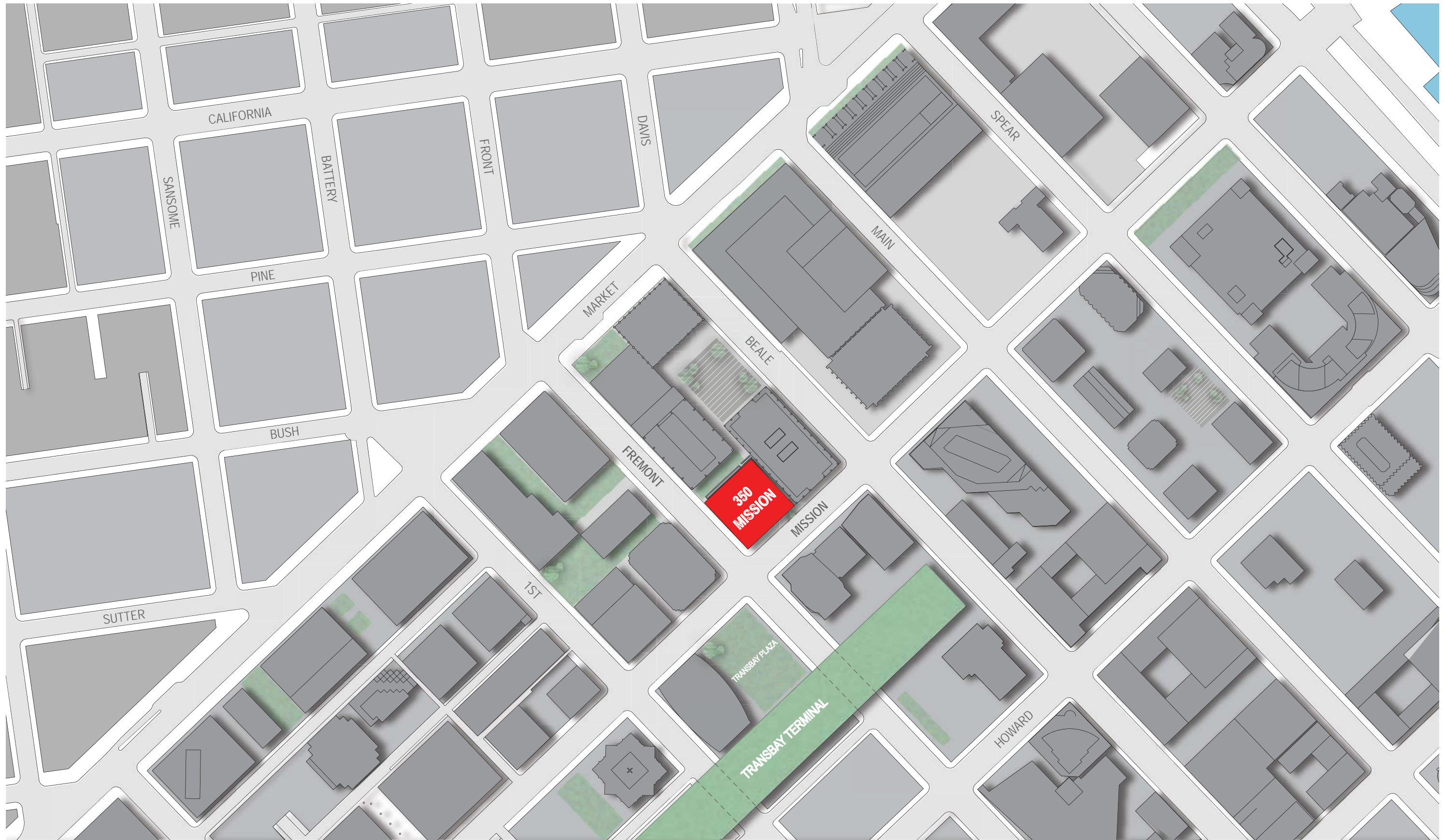
The building is currently targeted for a U.S. Green Building Council's LEED® Platinum designation. The design addresses energy efficiency through a variety of strategies. HVAC systems under the floor distribute heating and cooling only within occupied areas, and a unique zoned approach uses only enough energy and air for occupant comfort. The design will cut energy costs by about one third.

An innovative new system will use energy absorbed from the cooler groundwater under the building to heat and cool the extensive lobby area. The Destination Elevator System will efficiently use fewer elevator cabs, while greywater and rainwater will supply cooling tanks and other non-potable reuse. In addition to allocating support space for bicycle commuters, the design dedicates charge stations for ZIP, a car-sharing system, and for other rechargeable vehicles.

The building is also scheduled to be the first user of the Sustainable Form Inclusion System (SFIS). This system, developed by SOM San Francisco architects and engineers, utilizes non-biodegradable post-consumer materials to fill voids instead of heavy concrete. "Throwaway" materials, such as Styrofoam or plastic bottles, will be re-used to both decrease the weight of the building and increase structural efficiency. It received a 2009 national research and design award from Architect magazine.

The building's exterior cladding utilizes high performance, highly transparent glass. The building façade conveys a "woven" pattern in which alternating outward tipping panels reflect sky brightness and inward tipping panels are in contrasting shade. This woven pattern culminates at the skyline with feathery luminescent scrims placed behind the glass which capture changing patterns of daylight.





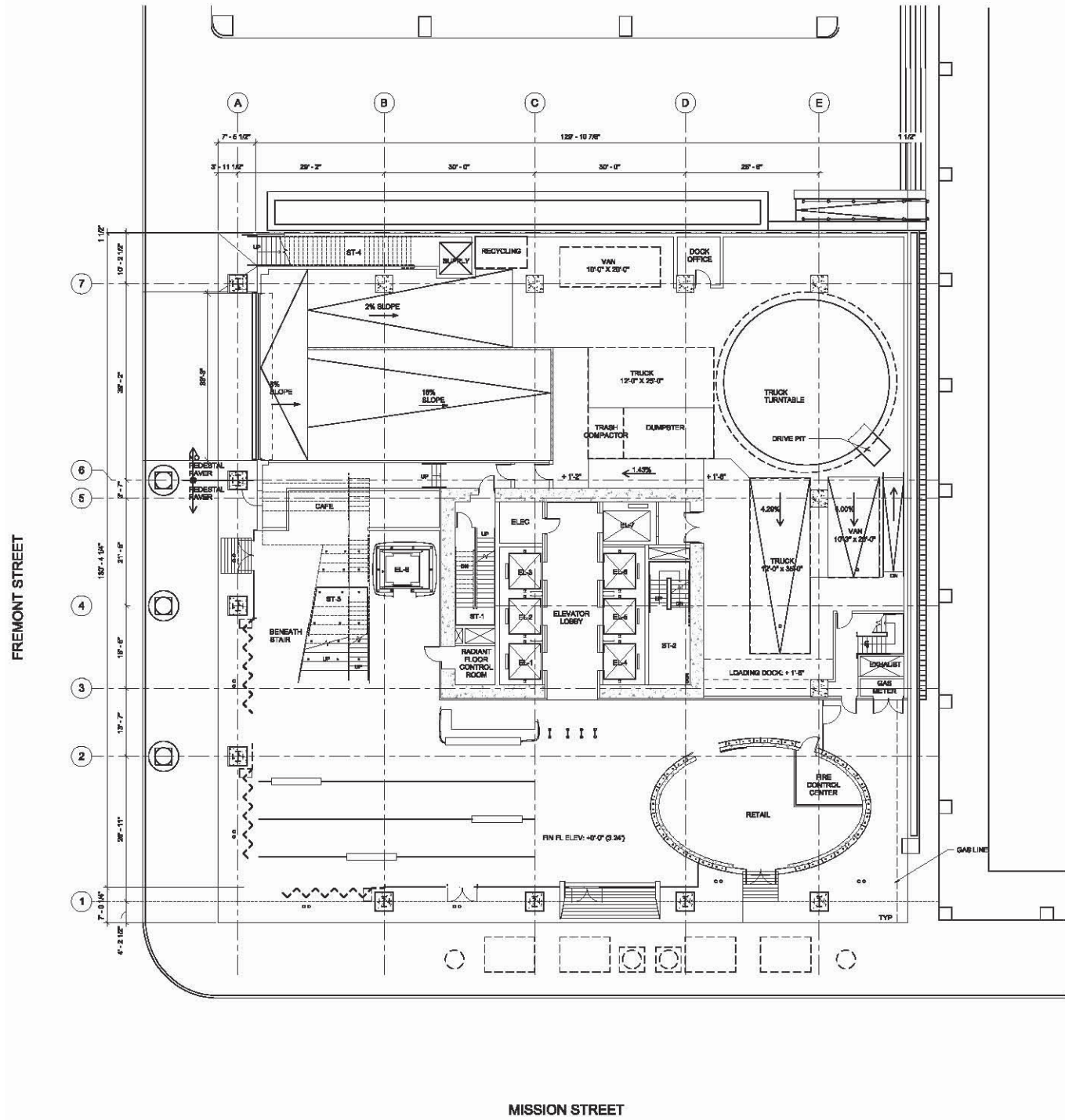




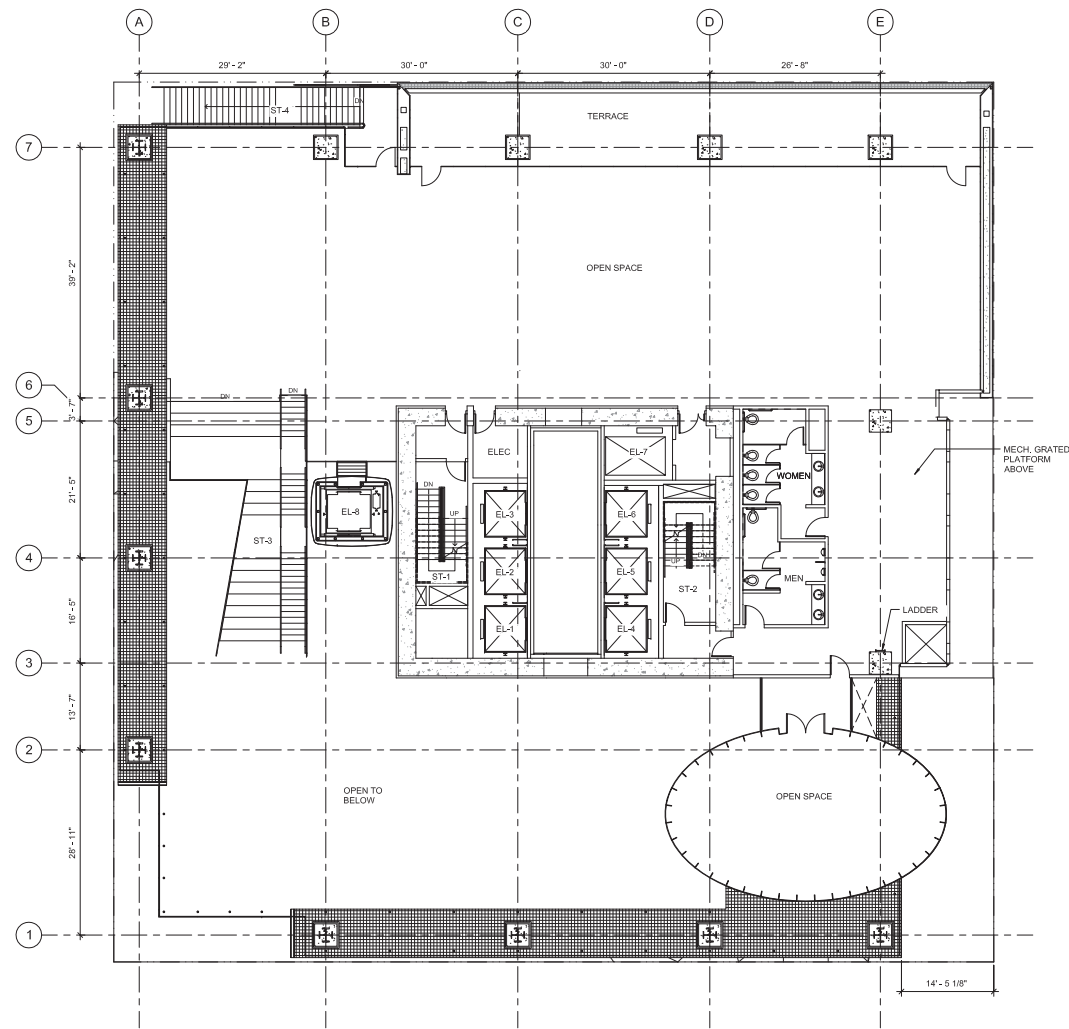






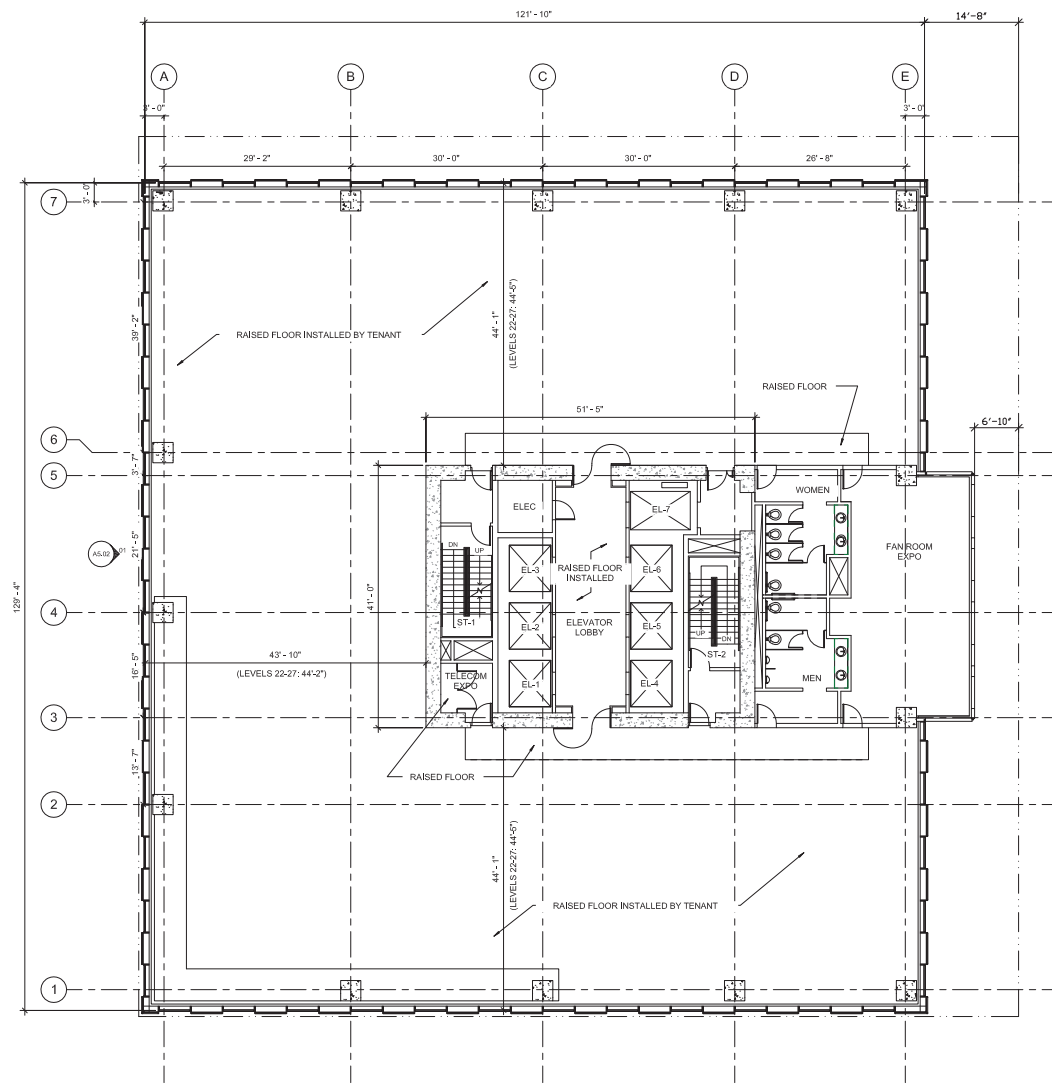


GROUND LEVEL

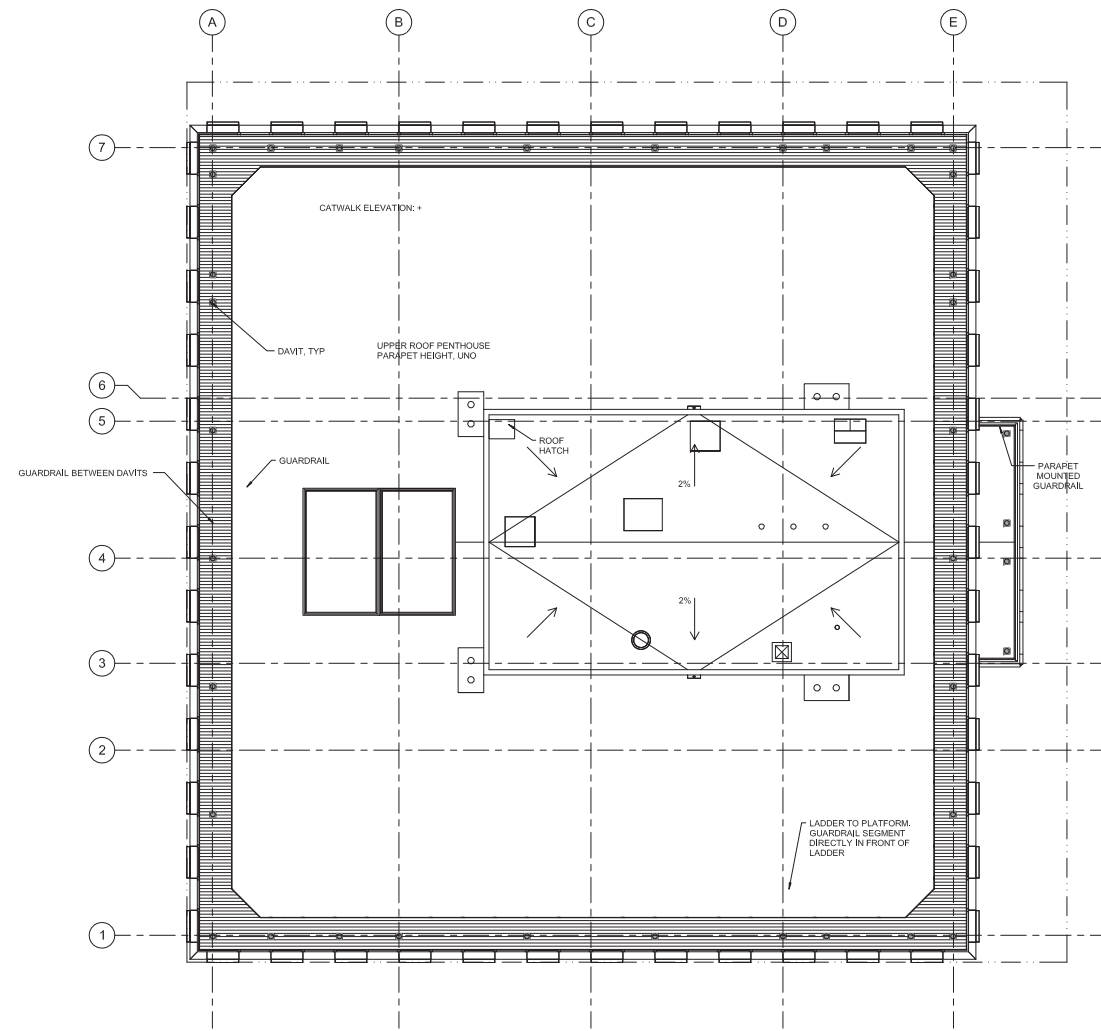


MEZZANINE LEVEL



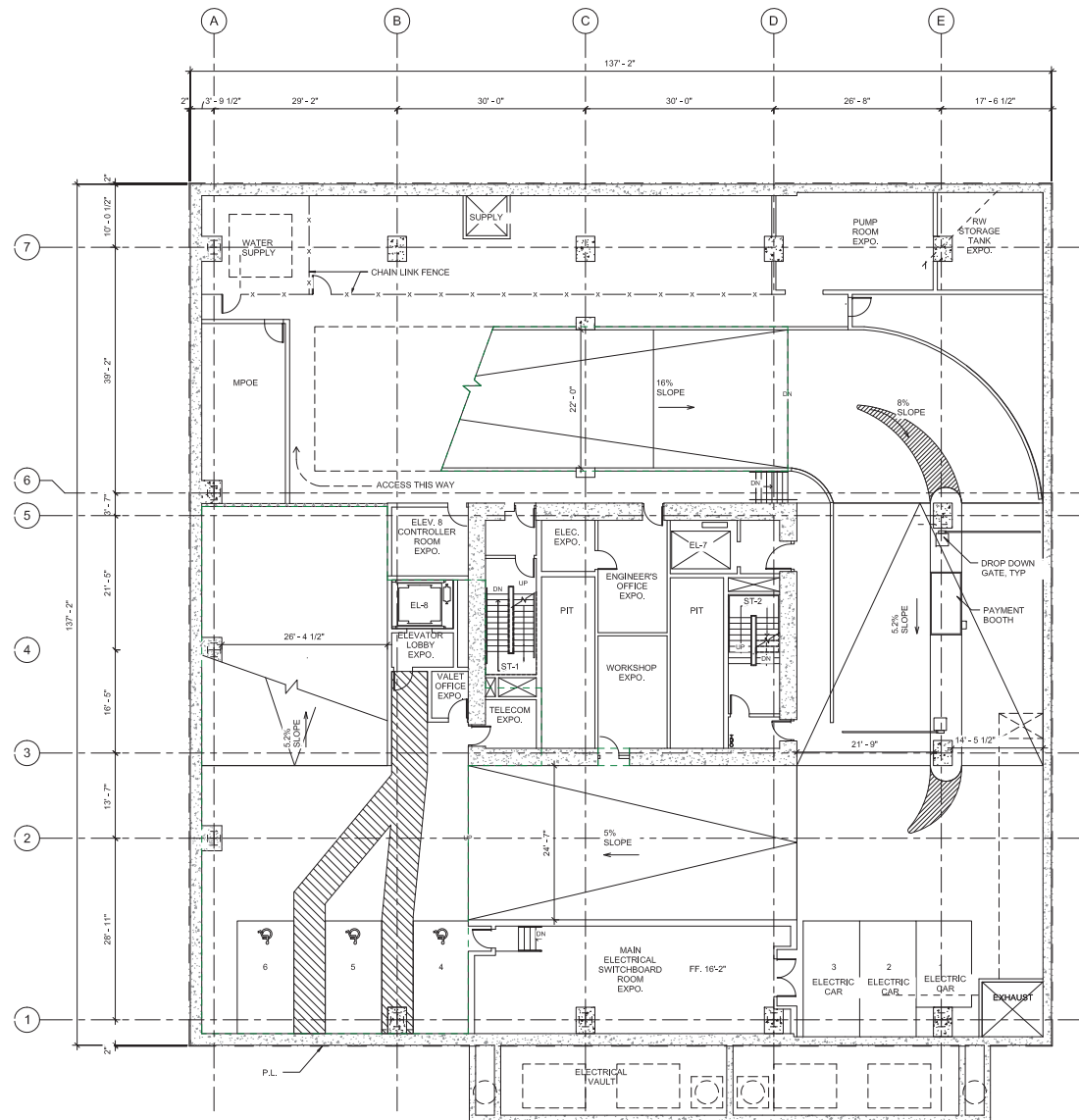


TYPICAL TOWER LVL 5-27

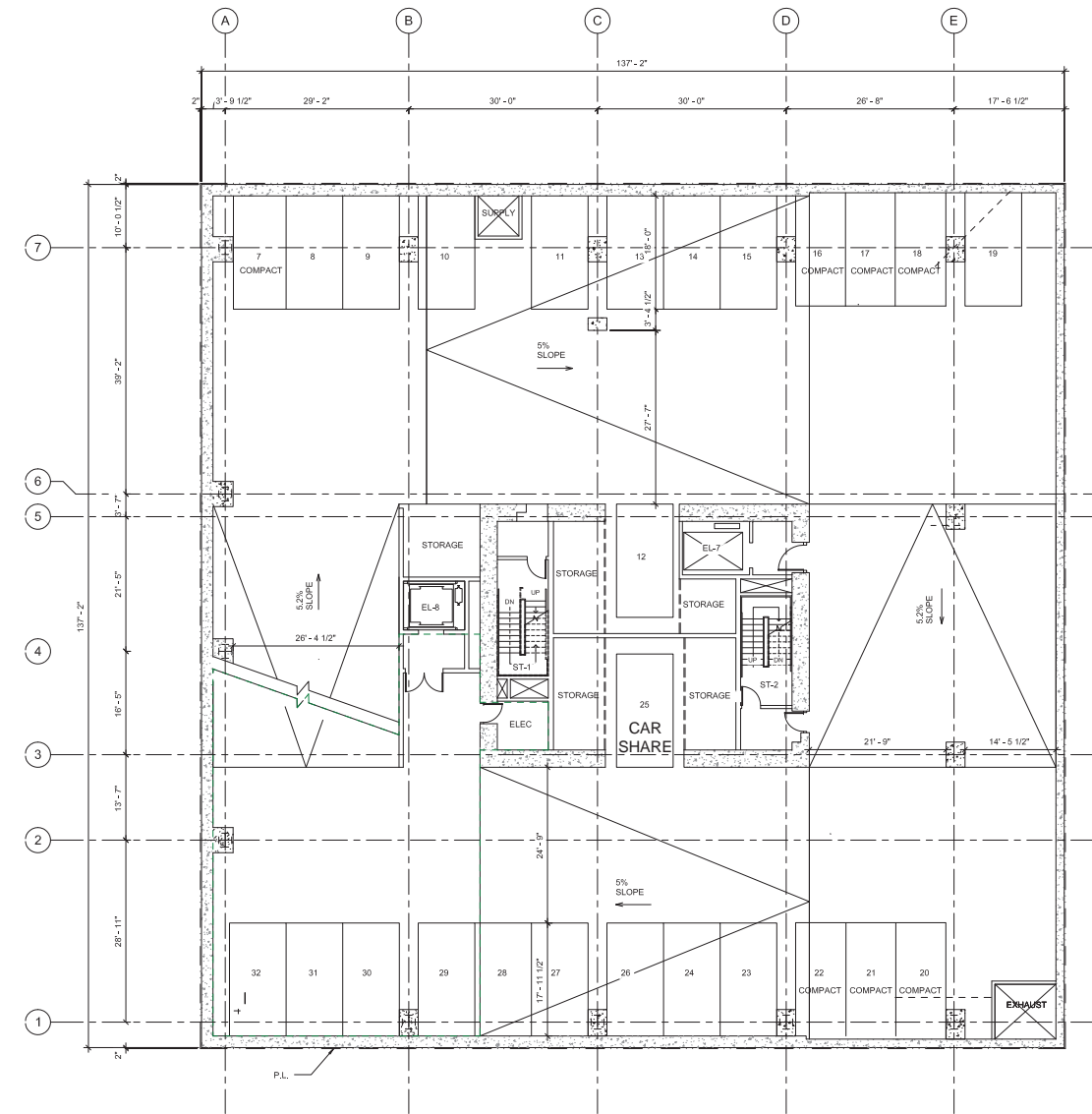


UPPER ROOF / PENTHOUSE



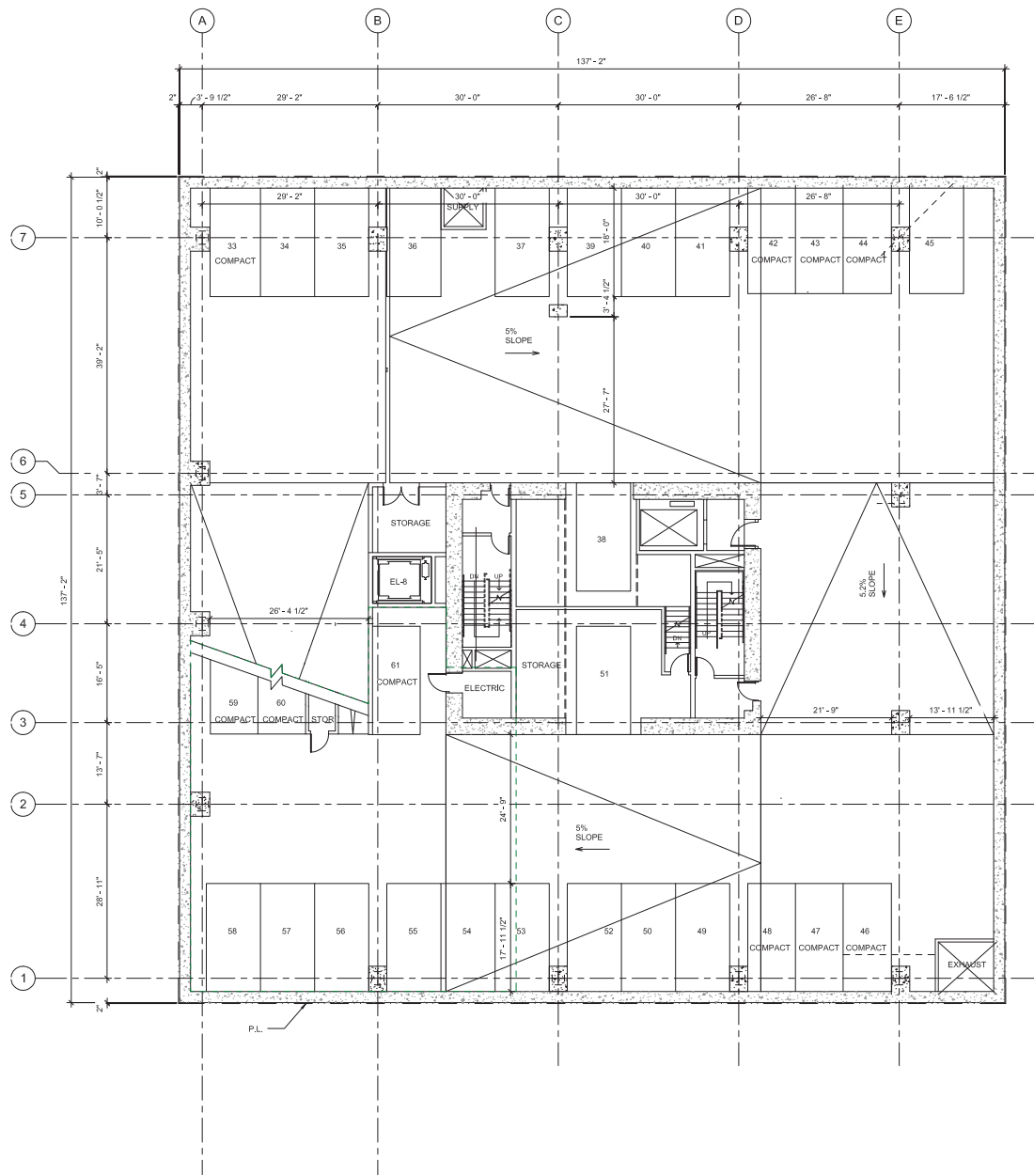


BASEMENT LVL 1

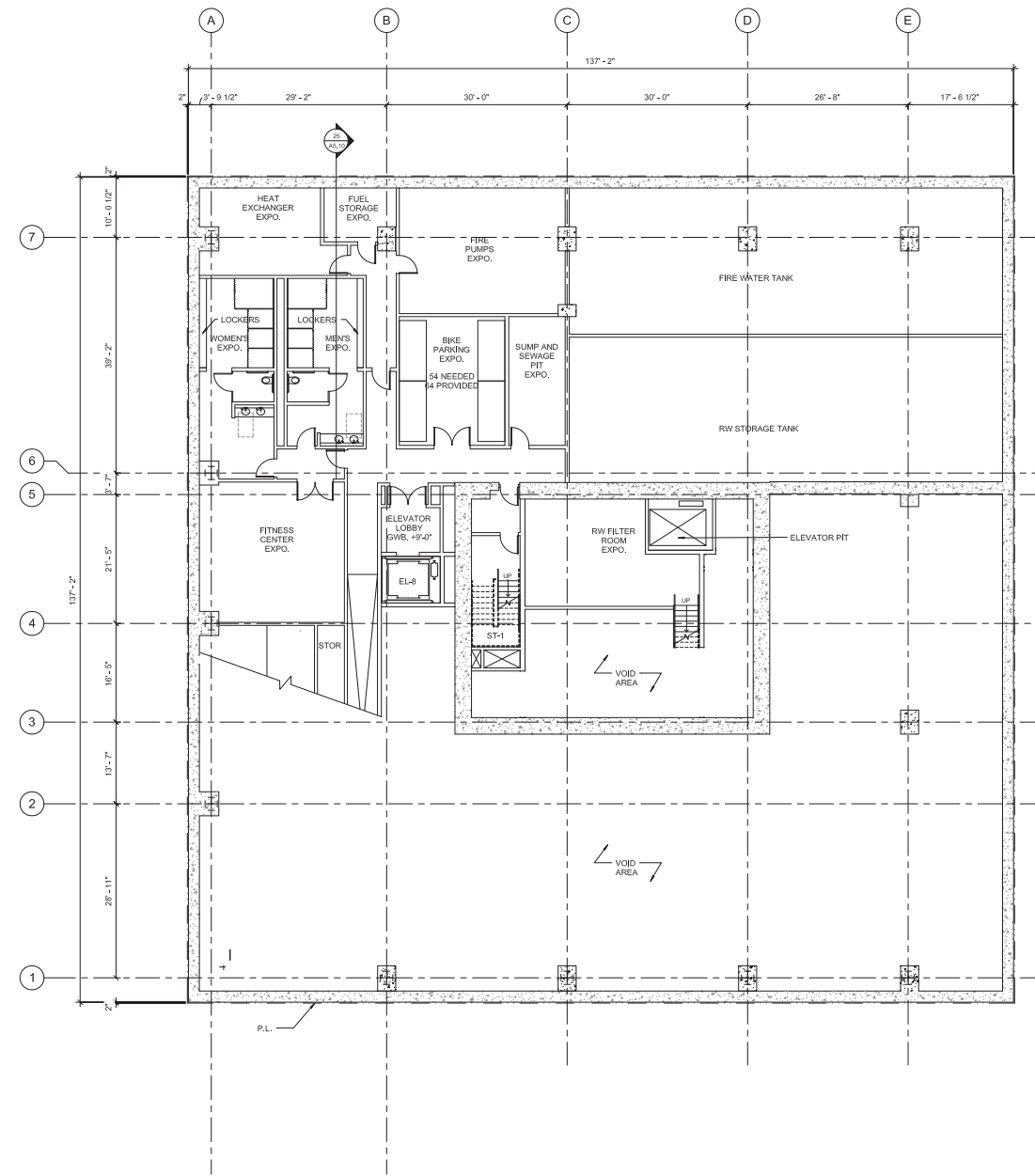


BASEMENT LVL 2





BASEMENT LVL 3



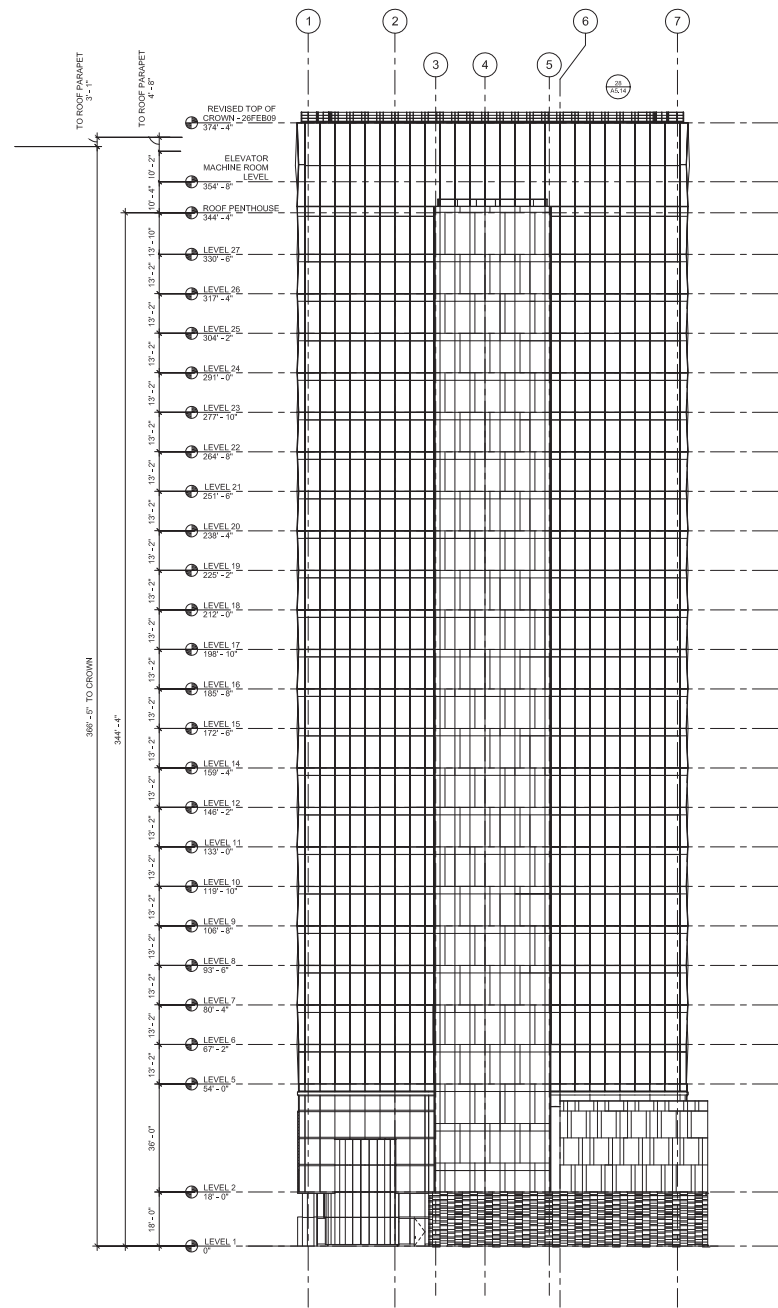
BASEMENT LVL 3.5



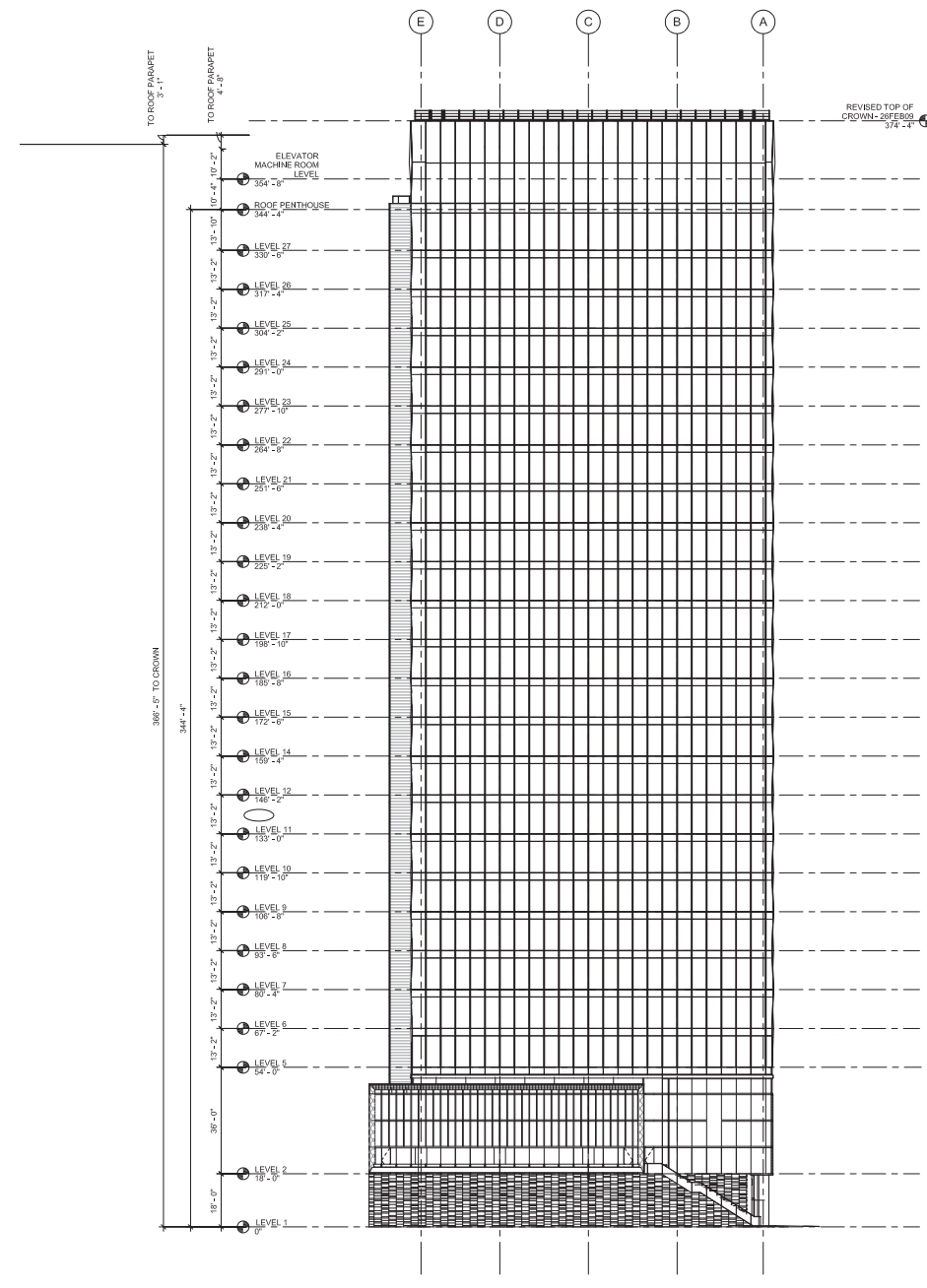




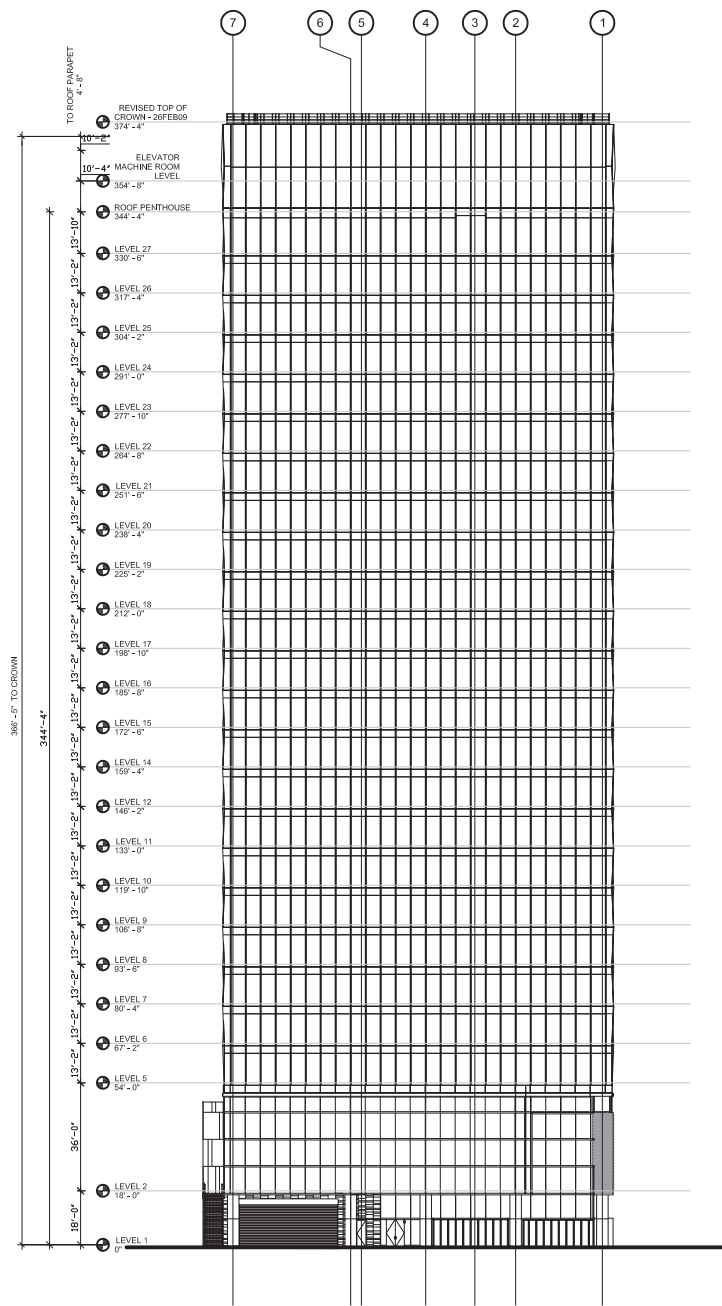




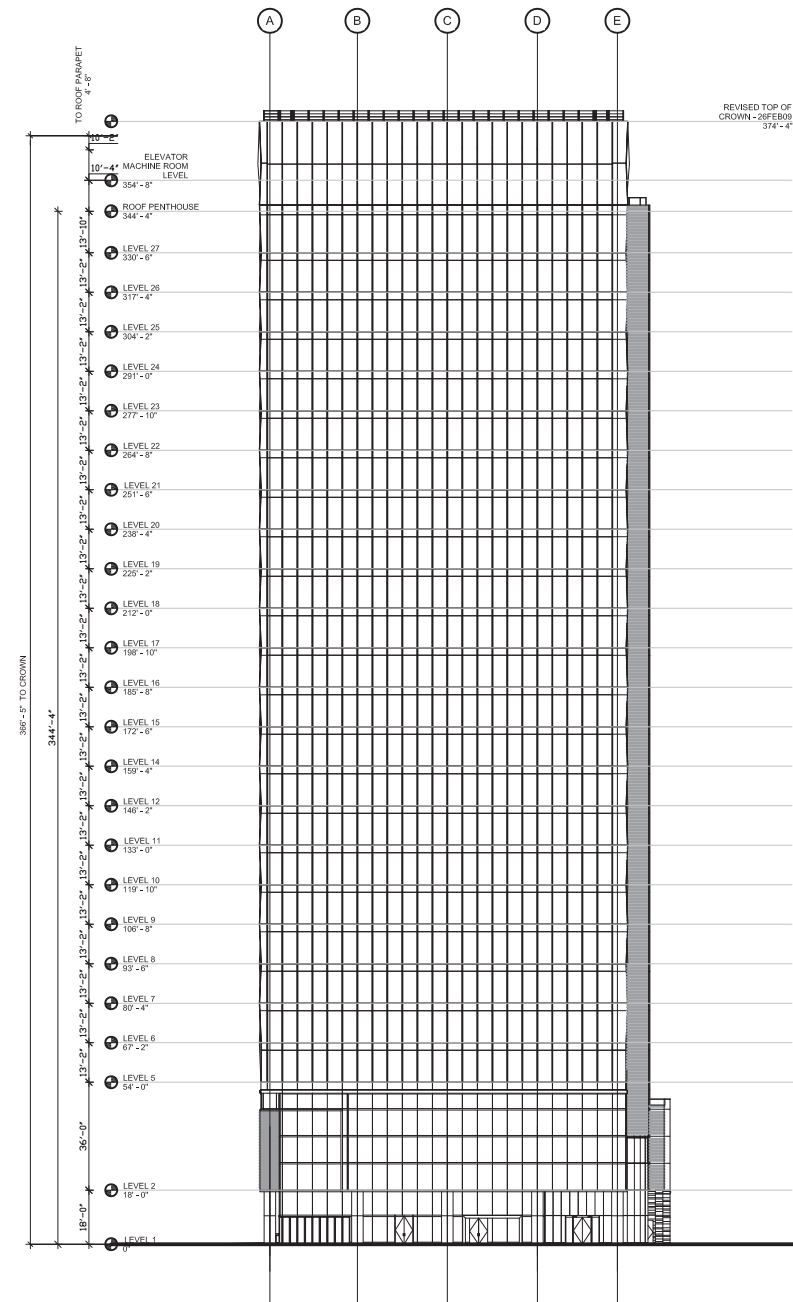
EAST ELEVATION



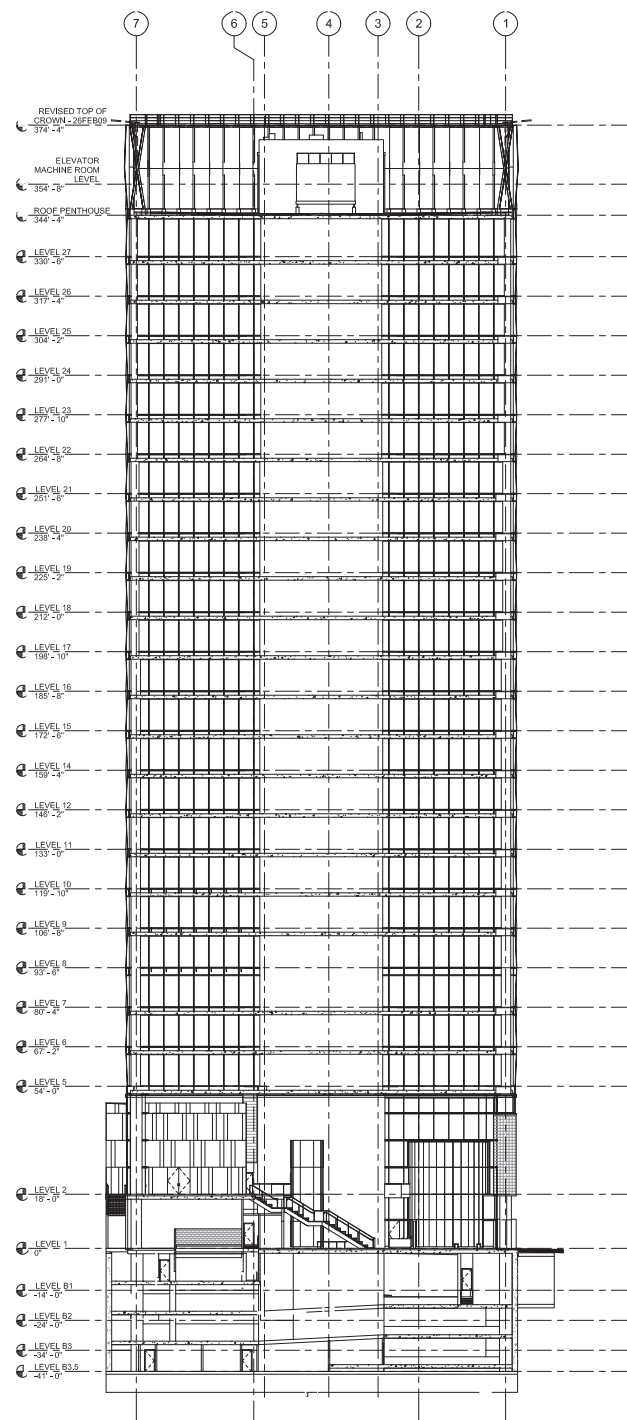
NORTH ELEVATION



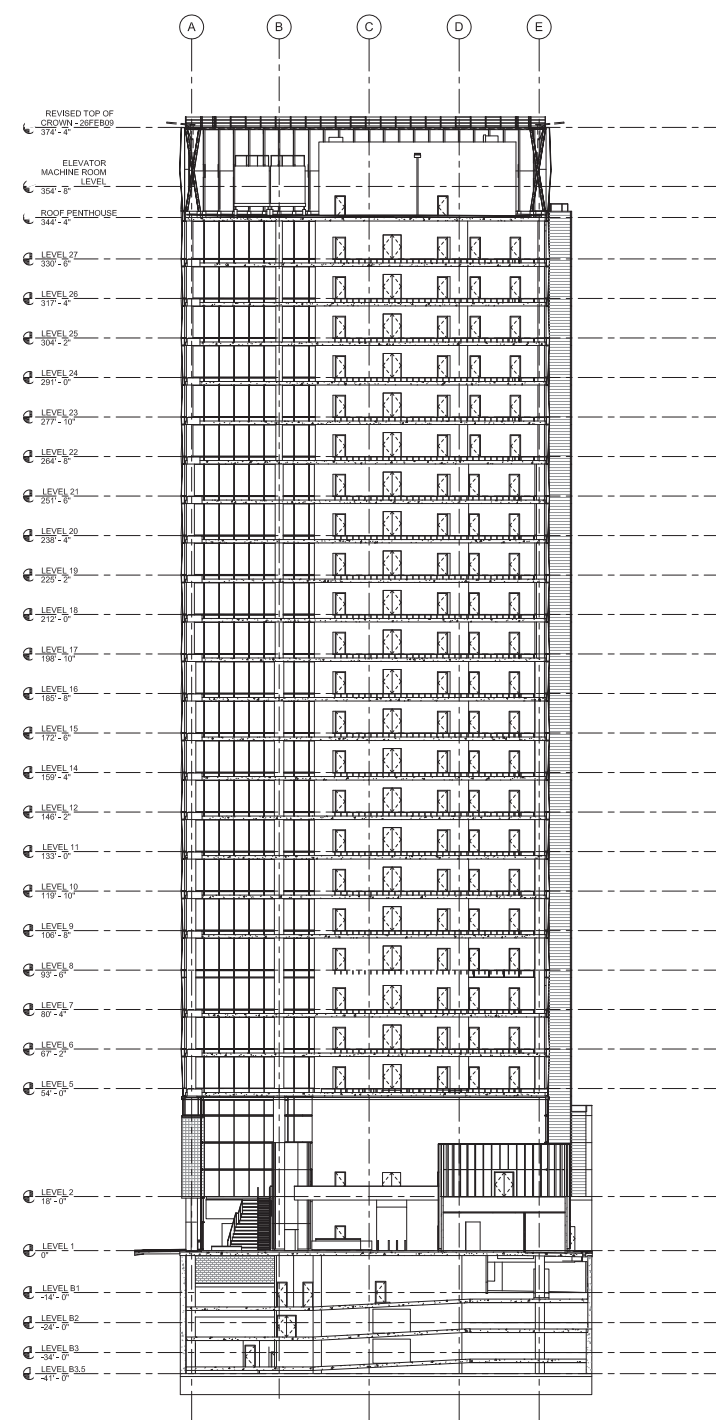
WEST ELEVATION



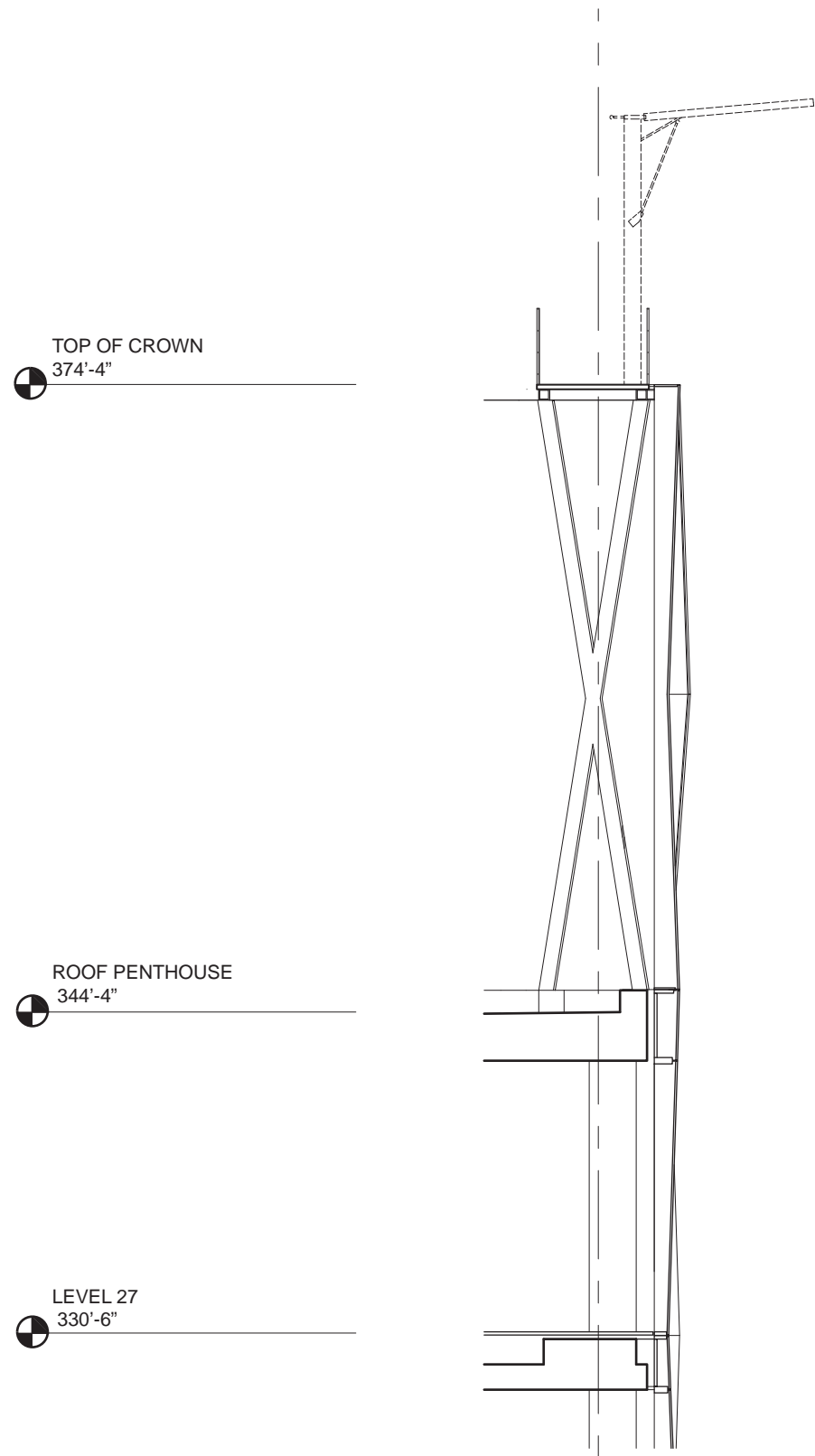
SOUTH ELEVATION



NORTH / SOUTH SECTION



EAST / WEST SECTION

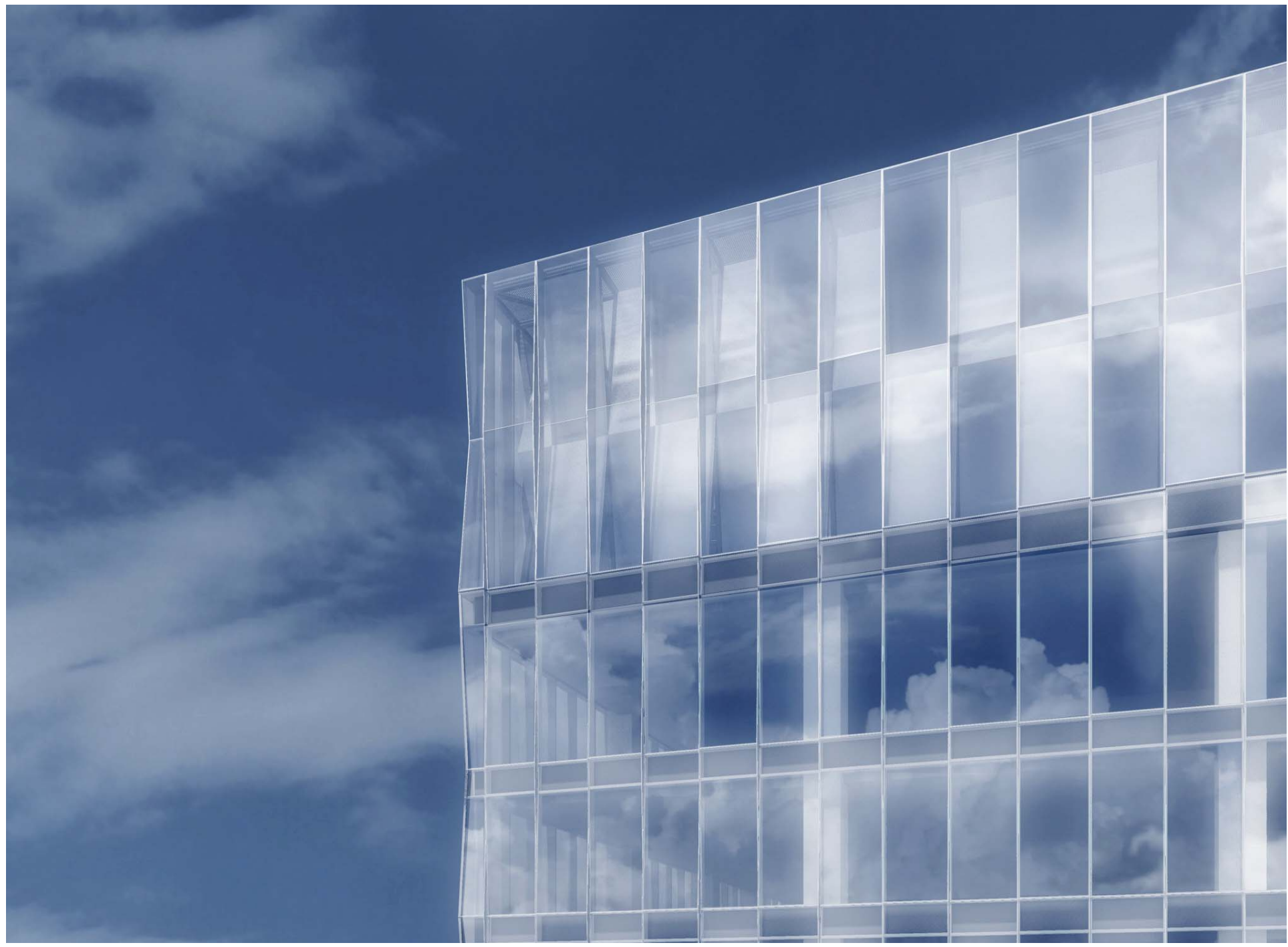


TOP OF CROWN  
374'-4"

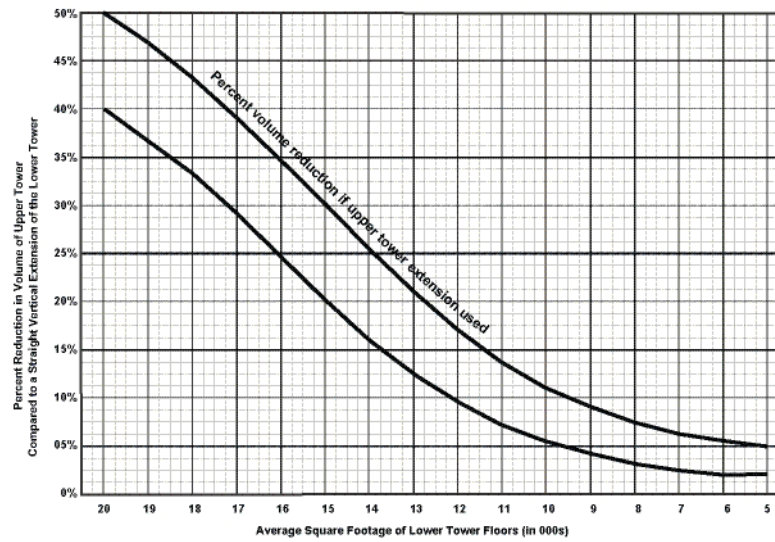
ROOF PENTHOUSE  
344'-4"

LEVEL 27  
330'-6"

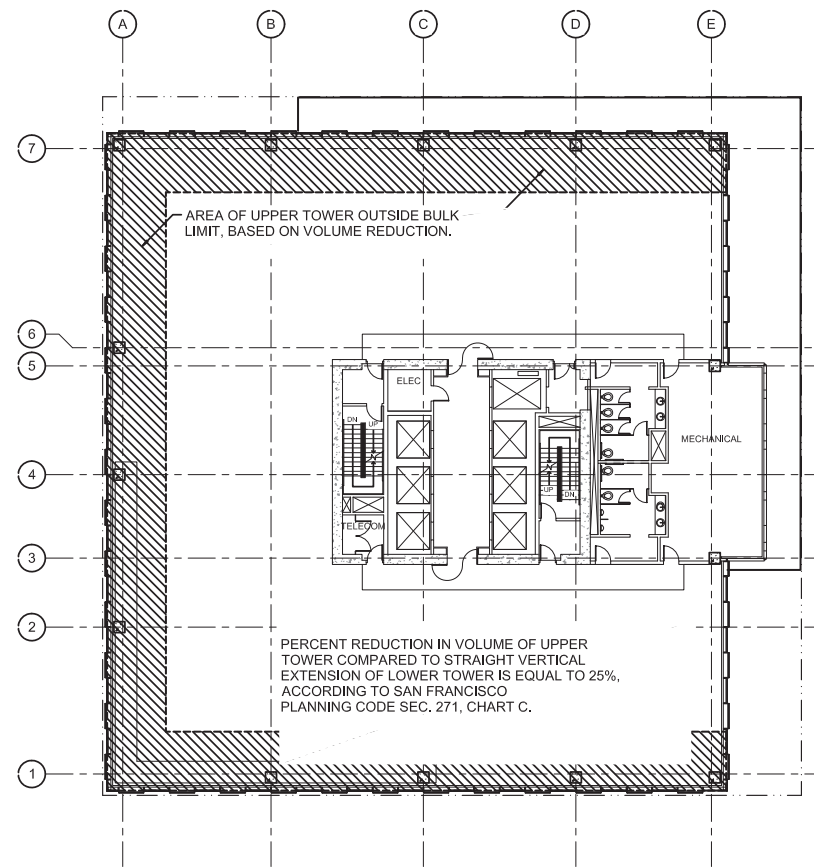
BUILDING PARAPET SECTION  
1/8" = 1'-0"



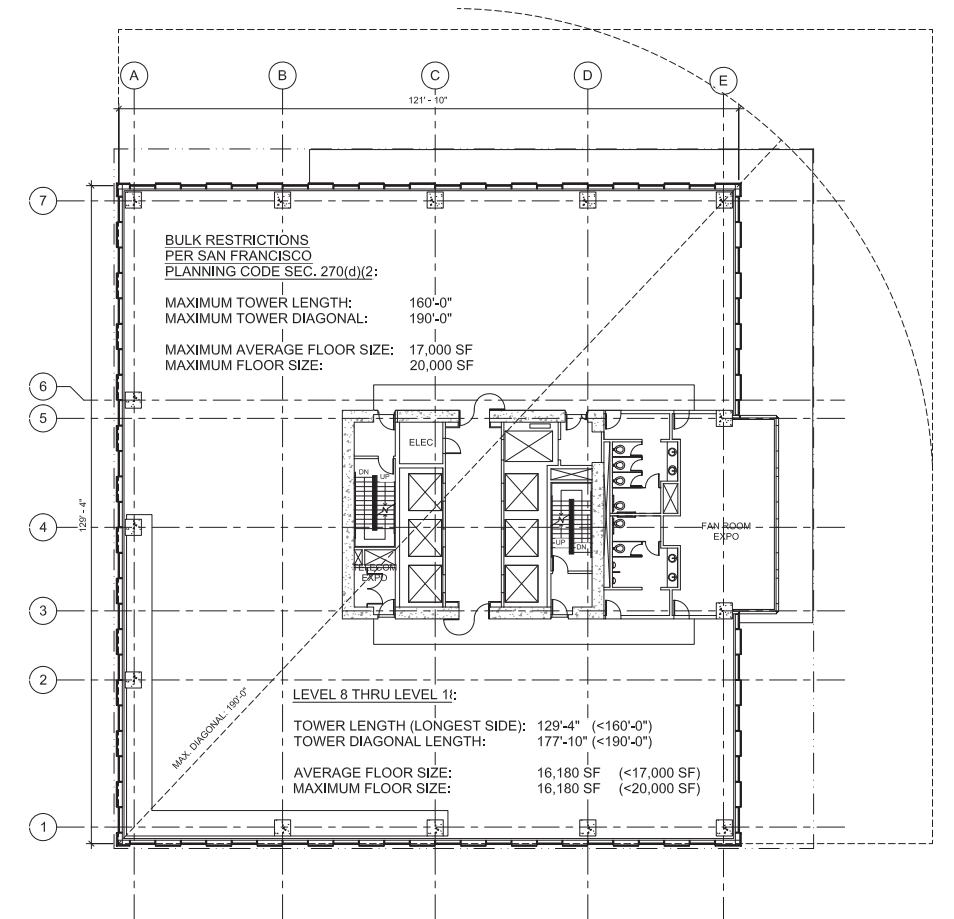
**CHART C  
BULK CONTROL  
UPPER TOWER VOLUME REDUCTION**



SF PLANNING CODE SEC.271 CHART C

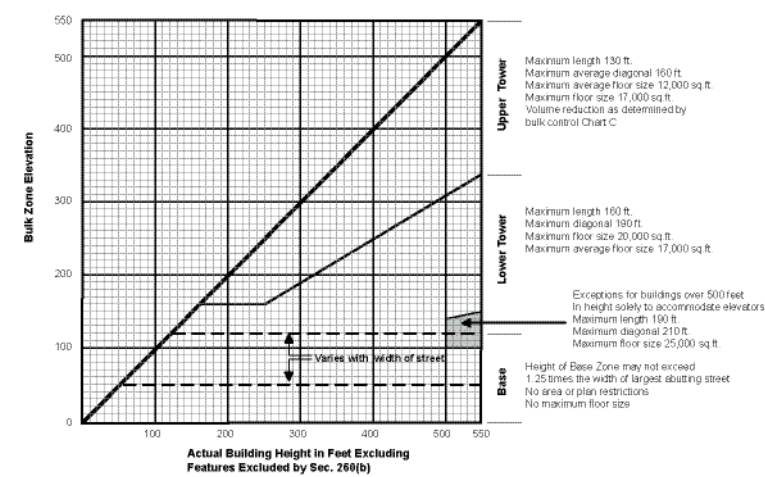


UPPER TOWER-VOLUME REDUCTION

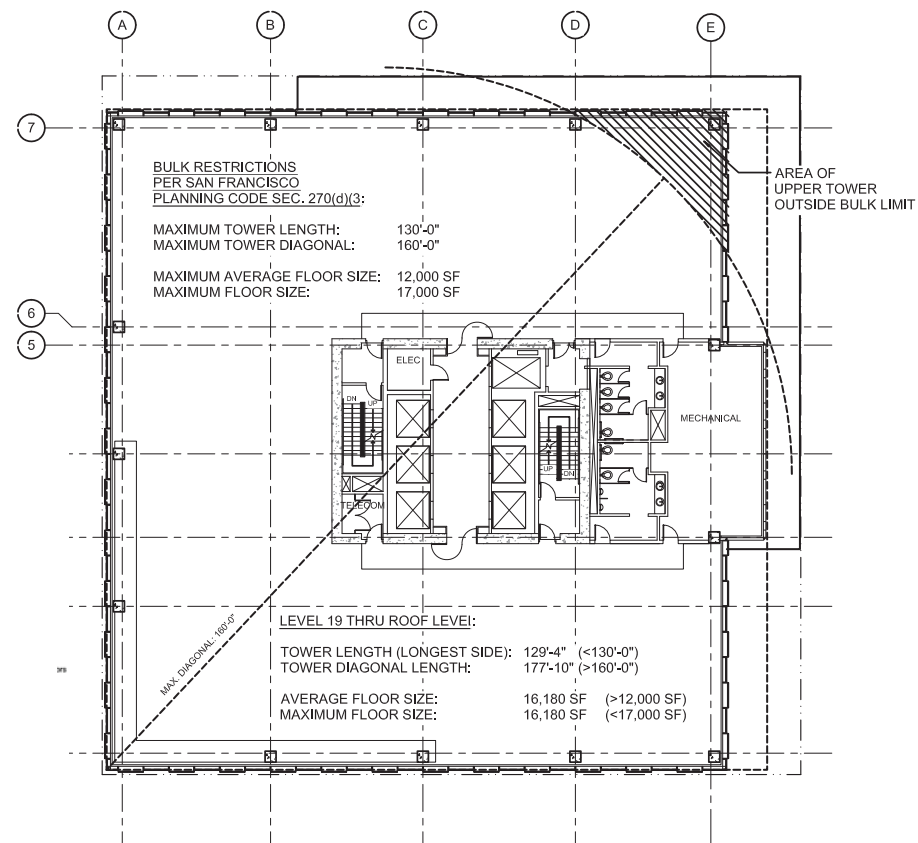


LOWER TOWER

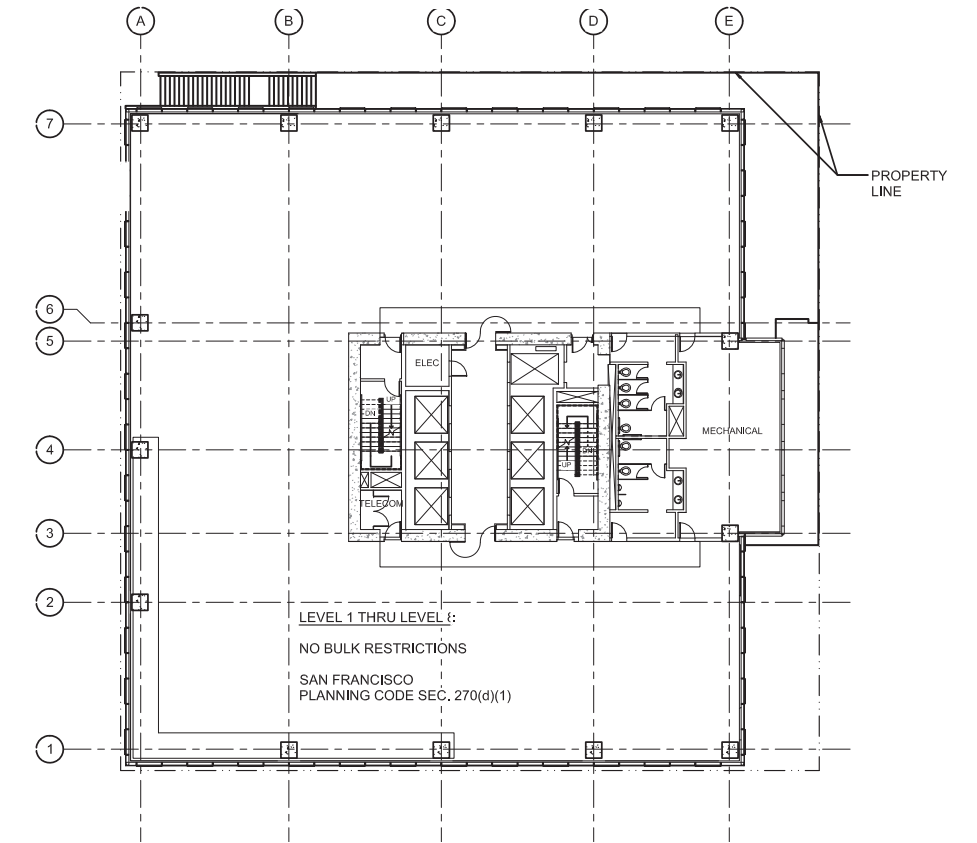
**CHART B  
BULK LIMITS**



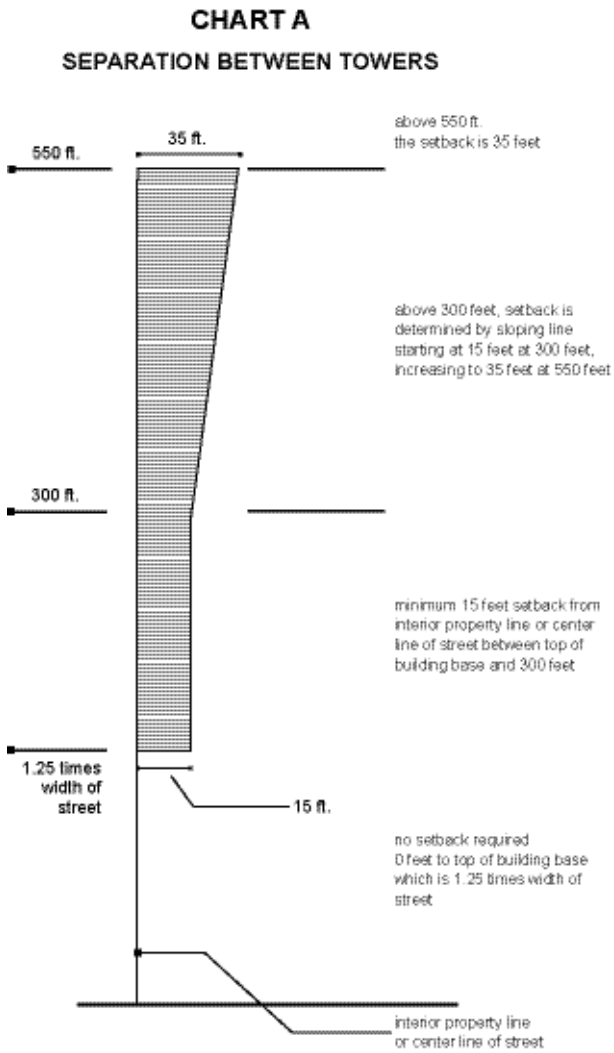
SF PLANNING CODE SEC.270 CHART B



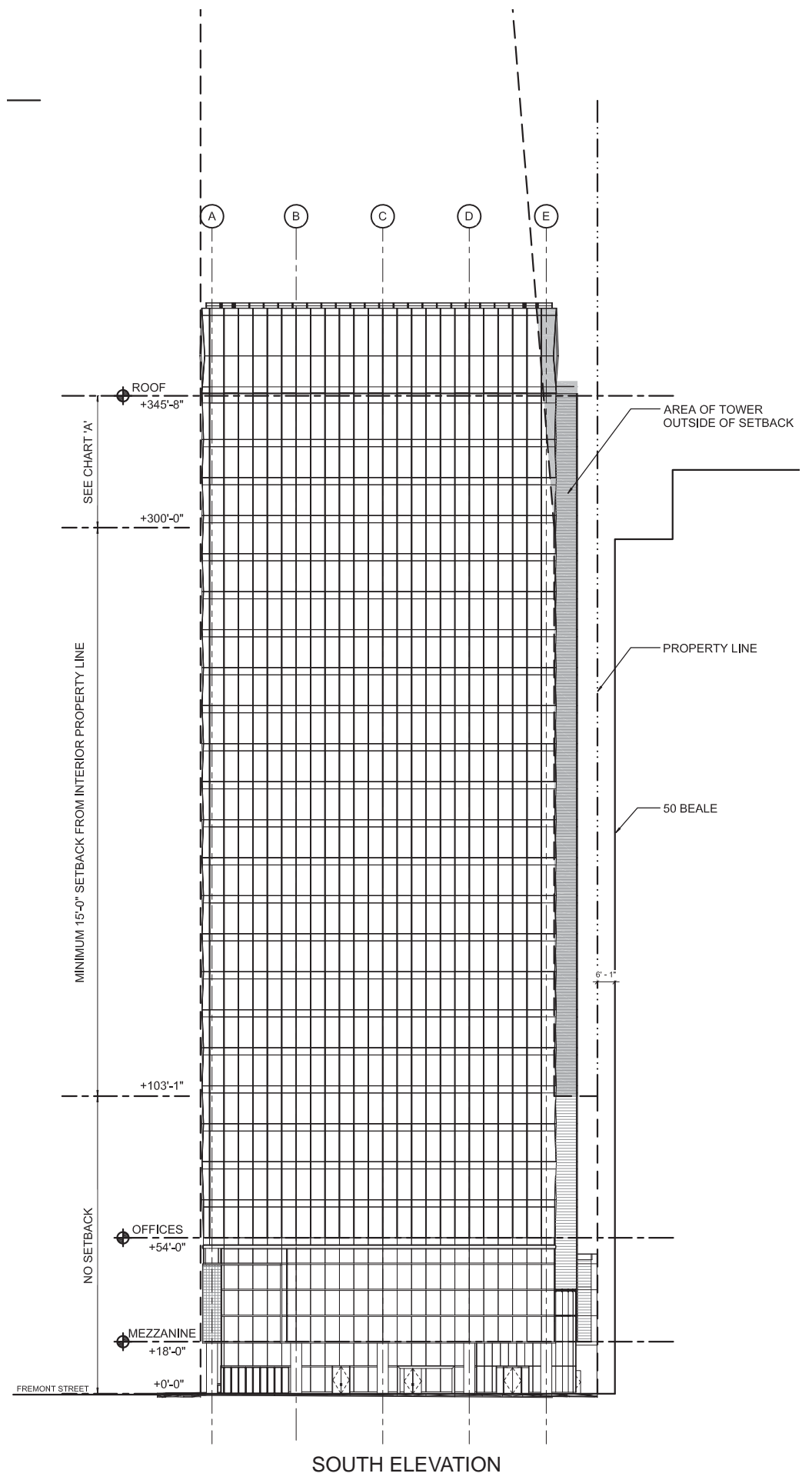
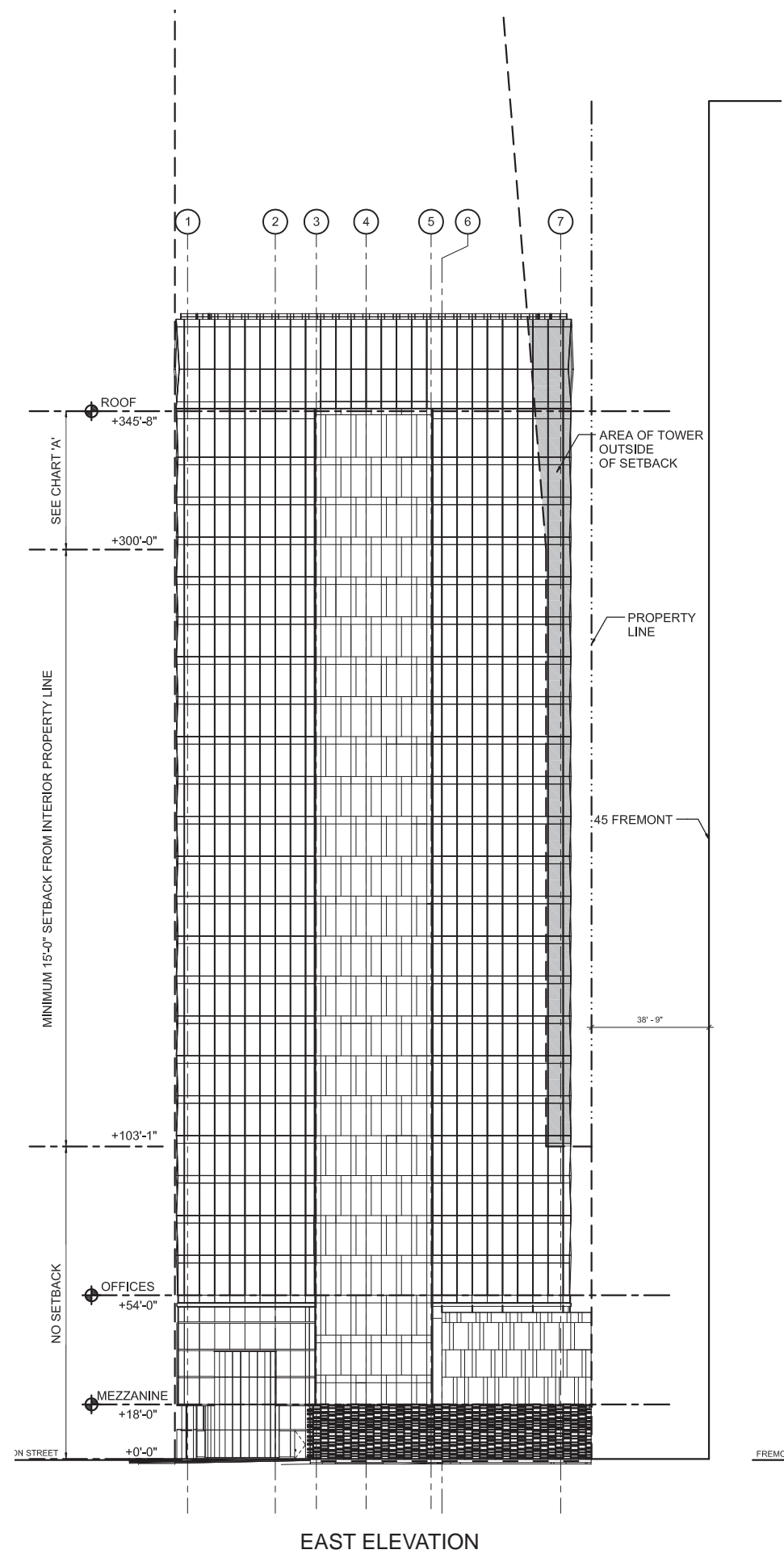
UPPER TOWER



BUILDING BASE



SF PLANNING CODE SEC. 132.1 CHART A























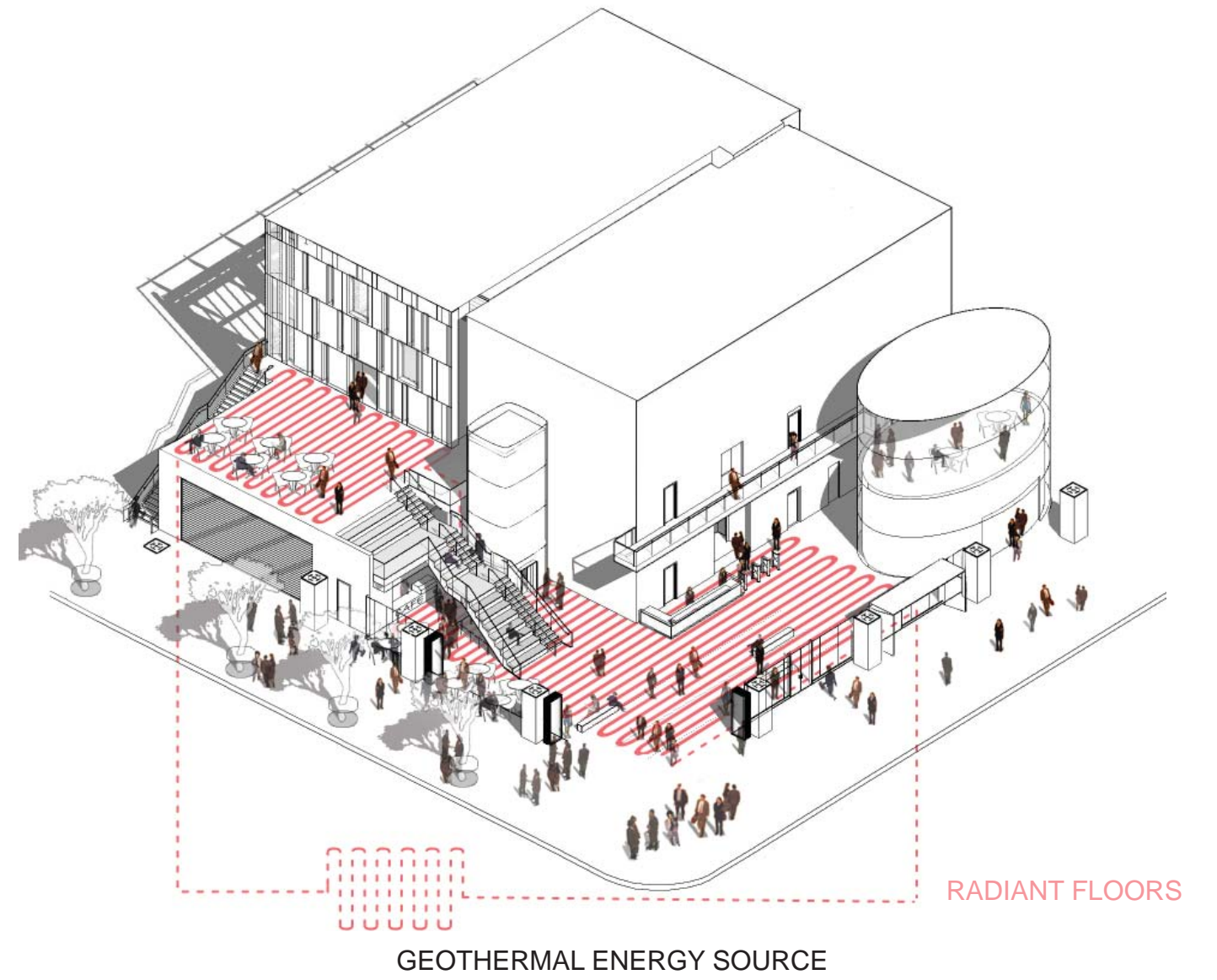
## ■ SUSTAINABLE FEATURES

LEED PLATINUM TARGETED

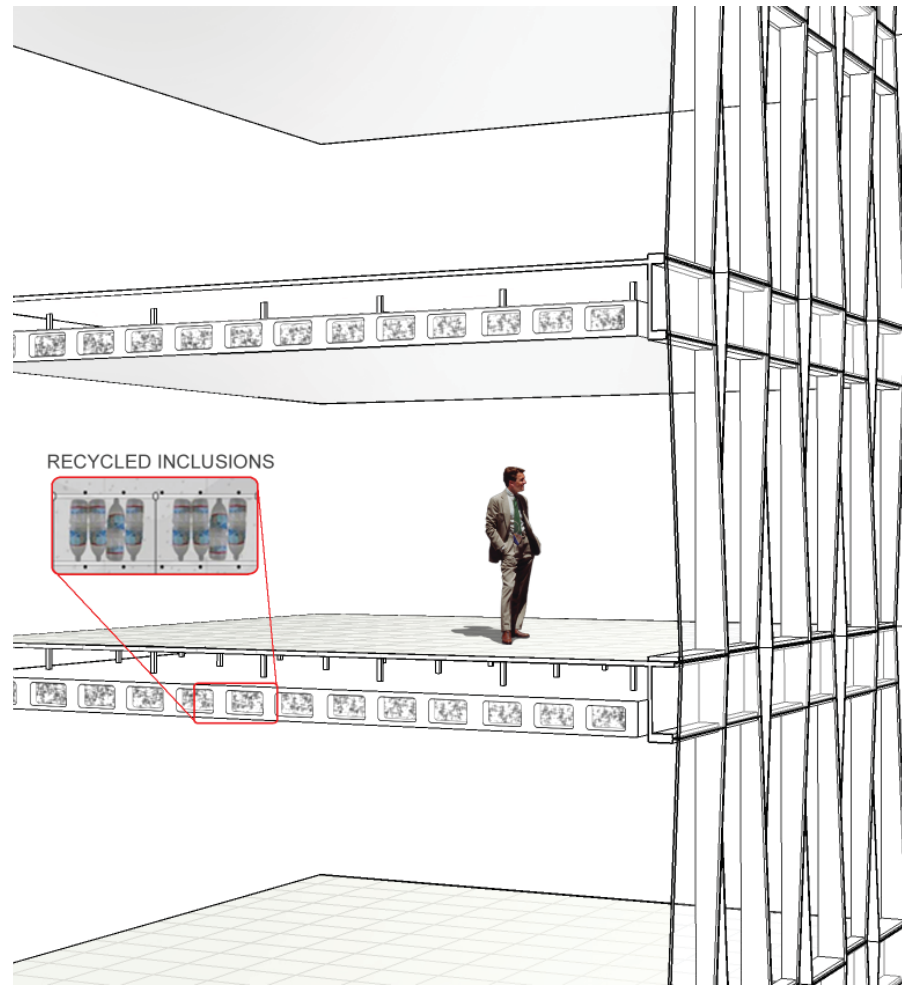


- Unique highly articulated high performance thermal and seismically designed unitized glass exterior wall
- Sustainable (renewable) energy in the lobby environment with radiant floor for heating and cooling
- Recycled structure systems
- Better daylight penetration into office spaces due to increased ceiling heights
- 100% outside air capabilities
- Performance based structural design – uses less structural materials versus a traditional prescriptive - dual structural design, dual system (core and perimeter system)
- Under floor air and electrical distribution – no overhead ducting
- Floor by floor – HVAC high efficiency units and control
- State of the art building management system, including lighting control
- Destination elevator system
- Electric car hookups in parking garage
- ZIP Car parking facility
- Bike racks and showers






**Radiant Floors:** Climate control of the lobby is provided through the use of radiant pipes that are placed below the finished floor of the lobby and mezzanine. The system utilizes on-site geothermal energy source.



SUSTAINABLE FORM INCLUSION SYSTEM


SAVINGS

5400 SQ YARDS OF CONCRETE = 600 TRUCK LOADS



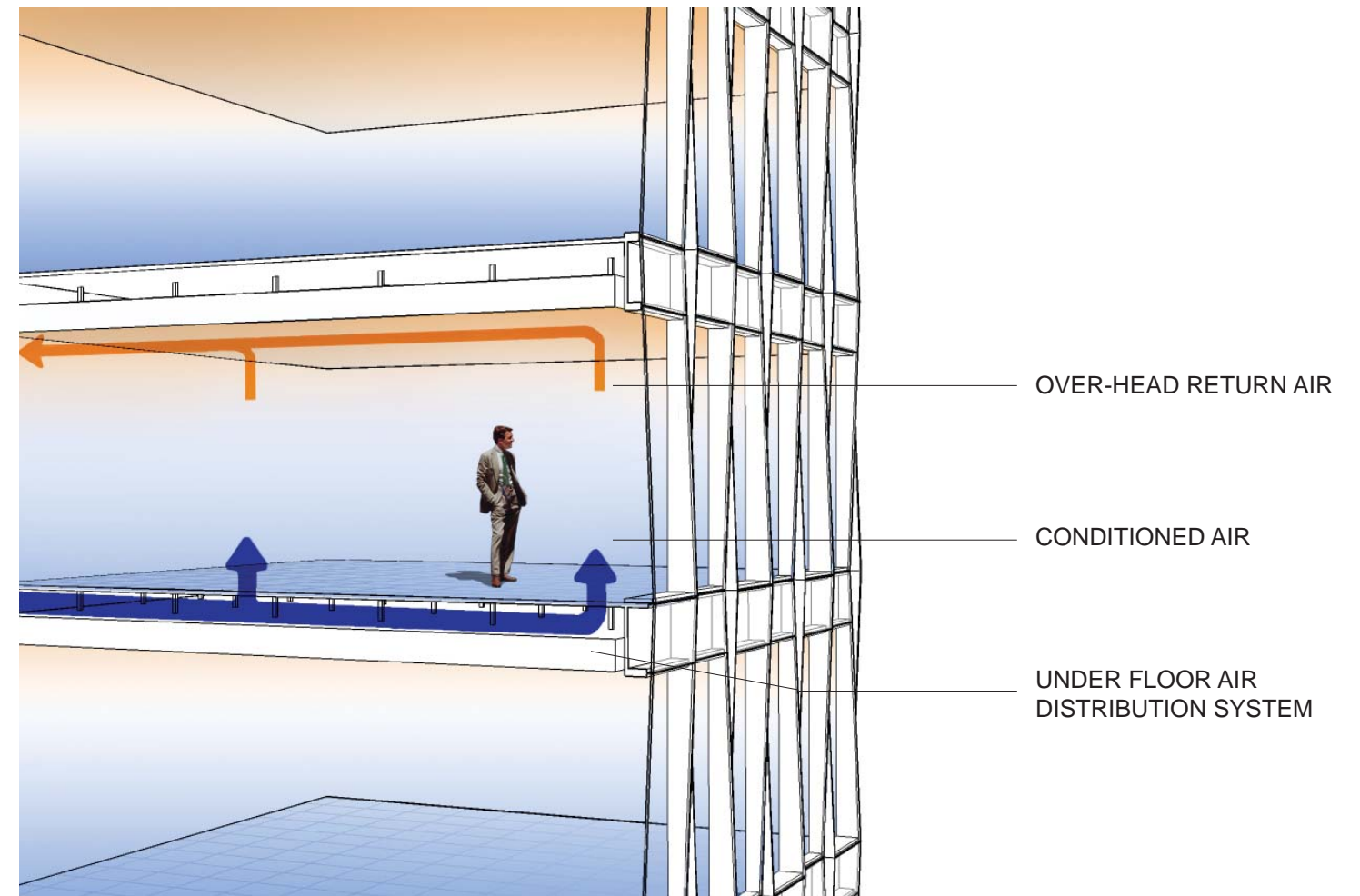
+

1.2 MILLION LBS OF STEEL REBAR = 1000 CARS



SUSTAINABLE FORM INCLUSION SYSTEM

**SFIS Floor Slabs:** Beam-free slabs are created by thickening the slabs without the use of added concrete, utilizing Sustainable Form Inclusion System (SFIS). SFIS incorporates bundles of post consumer recycled material previously headed to landfills thus displacing additional concrete and rebar required. The result is savings of 5,400 sq yards of concrete and 1.2 Million pounds of steel rebar.



ENERGY EFFICIENT HVAC SYSTEM

**Under Floor air Delivery:** A raised floor system provides air distribution from below, reducing the energy demands by only conditioning the lower seven feet where needed. Conventional overhead air delivery systems require the conditioning of the entire space which increases energy demands for the same level of quality.

**100% Outside Air:** Is delivered through the fan system which greatly reduces energy load demand and improves air quality.

SAN FRANCISCO GROSS AREAS

08/04/2010

LEVEL (actual)	SF GROSS										
	San Francisco Gross Floor Area	Total Exclusions	Mechanical Areas	Electrical Room	Telecom Room	Plumbing Chase	Shafts	Lobby/Public	Basement/Parking	Retail	Gross Building Area <G1 >
	G-D	measure									measure
Upper Roof	0	1,626	697				929	0	0	0	1,626
Lower Roof	0	2,864	1,500	209	111	0	1,044	0	0	0	2,864
27 (24)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
26 (23)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
25 (22)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
24 (21)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
23 (20)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
22 (19)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
21 (18)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
20 (17)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
19 (16)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
18 (15)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
17 (14)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
16 (13)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
15 (12)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
14 (11)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
12 (10)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
11 (9)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
10 (8)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
9 (7)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
8 (6)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
7 (5)	15,021	1,159	831	93	82	64	89	0	0	0	16,180
6 (4)	15,020	1,159	831	93	82	64	89	0	0	0	16,179
5 (3)	14,939	1,159	831	93	82	64	89	0	0	0	16,098
2 (2)	2,902	7,950	0	93	0	52	80	7,725	0	0	10,852
Ground Level	1,940	14,448	273	91	0	0	94	5,004	7,930	1,056	16,388
B1	1,266	17,548	0	87	520	0	259	0	16,682	0	18,814
B2	992	17,822	0	78	0	0	260	0	17,484	0	18,814
B3	954	17,040	0	78	0	0	238	0	16,724	0	17,994
B3.5	1,897	7,169	0	0	0	0	94	0	7,075	0	9,066
<b>Total</b>	<b>340,320</b>	<b>111,965</b>									<b>452,285</b>

